

## MINUTES OF MEETING

OF

### THE METROPOLITAN DEVELOPMENT AND HOUSING AGENCY

The Annual Meeting of the Board of Commissioners of the Metropolitan Development and Housing Agency was held on Tuesday, December 12, 2017, at 11:30 a.m. in the Collaboration Room of the Gerald F. Nicely Building, 701 South Sixth Street, Nashville, TN.

PRESENT:           Ralph Mosley, Chair  
                      Melvin Black, Vice Chair  
                      Jimmy Granbery, Vice Chair  
                      Miniimah Basheer  
                      Antoinette Batts  
                      Charles Robert Bone  
                      Emily Thaden

ABSENT:           None

ALSO PRESENT:   James Harbison, Secretary-Treasurer and Executive Director  
                      James Thiltgen, Deputy Executive Director  
                      Saul Solomon, Legal Counsel  
                      David Dellinger, Chief Operating Officer  
                      Melinda Hatfield, Director of Finance  
                      Will Biggs, Director of Affordable Housing  
                      Joe Cain, Director of Urban Development  
                      Martha Gregory, Director of Administrative Services  
                      Angie Hubbard, Director of Community Development  
                      Norman Deep, Director for Rental Assistance  
                      Ed Shewmaker, Director of Construction  
                      Michael Wegerson, Director of Recapitalization  
                      Jamie Berry, Director of Communications  
                      Will Choppin, Assistant General Counsel  
                      Pat Thicklin, Assistant Director for Human Resources  
                      Jean Merkle, Administrative Assistant to the Executive Director  
                      Brenda Morrow, President, Edgehill Apartments Resident Association  
                      Tom Corritore, Manager, Edgehill Apartments  
                      Marsha Edwards, President & CEO, Martha O'Bryan Center  
                      Sharon Hurt, Councilmember  
                      John Cooper, Councilmember  
                      Steve Reiter

The Chair called the meeting to order and requested approval of the Minutes of the Meeting of November 14, 2017. Commissioner Black moved adoption of the following resolution:

Resolution No. 64-17

“RESOLVED by the Board of Commissioners of the Metropolitan Development and Housing Agency That it hereby approves the Minutes of the Meeting of November 14, 2017, as submitted.”

The motion was seconded by Commissioner Basheer, and upon vote all voted “aye”. None voted “no”.

The Chair introduced Brenda Morrow, President, Edgehill Apartments Resident Association, and Tom Corritore, Manager, Edgehill Apartments, who would be called on later in the meeting for comments.

The Chair recognized Steve Reiter for public comments. Mr. Reiter expressed his concerns regarding the process for awarding tax increment financing and suggested a ranking system for projects that have merit. He was concerned a current project had “double dipped” to secure funds. Mr. Harbison responded there is a formal application process and the Metro Council approves all PILOT projects.

Councilman John Cooper was recognized and requested MDHA consider reporting outside money as well as financing fees in raising money in the future.

Councilmember Sharon Hurt was recognized and said she had received emails and telephone calls from concerned constituents regarding a plan to remove 90 housing units to accommodate the new school. Mr. Harbison responded that no one will be displaced and the intent is for residents to move from old Cayce as new units are constructed. Chair Mosley said the Board remains committed for residents to remain at Cayce Place.

Mr. Harbison said the agency has lost three employees this year, one in an accident and two with illness. He also said there had been 11 people murdered on MDHA properties in the past year. Mr. Harbison asked for a moment of silence in honor of these 14 people.

Mr. Harbison provided updates to various programs and projects. He also spoke about the Kirkpatrick Park groundbreaking and the attendance by Ms. Denise Cleveland-Leggett, HUD Regional Administrator. Secretary Carson had been scheduled to attend the groundbreaking but mechanical issues with his aircraft caused the flight to be cancelled.

Commissioner Black assumed the chair and called for nominations for the office of Chair. Commissioner Thaden moved that the current Chair, Vice Chair for Housing and the Vice Chair for Development continue in their role for the coming year of 2017-2018. Commissioner Bone seconded the motion and Commissioners Mosley, Black and Granbery were elected by unanimous vote. Commissioner Mosley will continue in his role as Board Chair. Commissioners Black and Granbery will continue in their respective roles as Vice Chair for Housing and Vice Chair for Development.

The appointment of Secretary/Treasurer and Executive Director was in order, and Commissioner Thaden moved adoption of the following resolution appointing James Harbison to serve as the Secretary/Treasurer and Executive Director:

Resolution No. 65-17

“RESOLVED by the Board of Commissioners of the Metropolitan Development and Housing Agency, That it hereby appoints James Harbison to serve as the Executive Director and Secretary/Treasurer for the 2017-2018 year.”

The motion was seconded by Commissioner Bone, and upon vote, all voted “aye”. None voted “no”.

Chair Mosley reported on the Human Resources Committee held on November 2, 2017. He said the committee considered three items: a revised Job Abandonment Policy; approval that the one-year trial random drug testing becomes a permanent policy; and approval that the one-year trial decentralized disciplinary procedures becomes permanent. He said after a brief discussion, the committee voted unanimously to recommend all three policy changes to the Board for consideration and approval.

Commissioner Granbery reported on the joint Finance and Development committees meeting on December 6, 2017. He said Mr. Harbison discussed the Explore School as part of Envision Cayce and how Martha O’Bryan and the school were selected as the education partner. Carol Naughton with Purpose Built Communities joined the conversation by telephone and briefed the committee on their success at the Villages of East Lake in Atlanta. She emphasized the importance of a quality education choice for Cayce residents. Mr. Harbison continued the discussion providing the background, as well as proposed funding. Marsha Edwards, President & CEO of Martha O’Bryan, was in attendance and spoke of the benefits of the school for current and future residents at Cayce Place. Commissioner Granbery requested that agreements between MDHA and Martha O’Bryan contain a permanent reversionary clause to benefit MDHA. Commissioner Granbery said the committee heard a presentation by Alberto Lemus with Atwater Infrastructure regarding the benefits of New Market Tax Credits as a funding source for the Explore School. He said there are several interested parties wanting to participate in the project. The committee voted to present the project delivery and financing options to the Board. Mr. Harbison said that the development agreement and any loan documents relating to the school will be presented to the Board for consideration.

Martha Gregory, Director of Administrative Services, referred to the minutes previously reported on by Chair Mosley of the Human Resources Committee's meeting on November 2, 2107. Ms. Gregory referenced each of the three requested revisions to the agency's Personnel Policy. After discussion, Commissioner Black moved adoption of the revisions to the Personnel Policy as submitted:

Resolution No. 66-17

“RESOLVED by the Board of Commissioners of the Metropolitan Development and Housing Agency, That it hereby approves changes to the MDHA Personnel Policy as outlined in a memorandum to the Board of Commissioners from James E. Harbison, Executive Director, dated December 1, 2017, made a part of these minutes by reference and filed with other documents of this meeting.”

The motion was seconded by Commissioner Basheer, and upon vote all voted “aye”. None voted “no”.

Mr. Harbison presented the next item requesting approval of the project delivery and financing program for the Explore School project. He reviewed the request and approval as presented to the joint meeting of the Finance & Audit Committee and the Development Committee on December 6. The Board was asked to approve the Explore School project delivery program as presented, which included the location, scope, budget schedule and project delivery team, as well as the proposed financing plan. After questions and discussion, Commissioner Black made a motion to defer action on the request. With no second, the motion failed. Discussion continued and Mr. Harbison stated as the program develops, the Board, at a later date, would be asked to consider approval of the construction management firm, permanent financing of the loan and New Market Tax Credits, the Development Agreement between the school and MDHA, the final sale of the new facility to Explore School as well as an associated ground lease for the parcel containing the new school facility. Commissioner Granbery moved adoption of the following resolution:

Resolution No. 67-17

“RESOLVED by the Board of Commissioners of the Metropolitan Development and Housing Agency, That it hereby approves the Explore School Project Delivery and Financing Program, including the project scope, location, budget, schedule project delivery team and financing, as presented to the Board of Commissioners in a memorandum from James E. Harbison dated December 12, 2017, and made a part of these minutes by reference.”

The motion was seconded by Commissioner Thaden, and upon vote Commissioners Mosley, Basheer, Batts, Bone, Granbery and Thaden voted “aye”. Commissioner Black voted “no”.

The Chairman called on Ms. Morrow who thanked the Board for the invitation to attend the meeting. She had a handout for the Commissioners that showed all the great things going on in the Edgehill Community. Ms. Morrow said there are programs for all ages and spoke about the early childhood

development for children grades 1-3 to assist them in learning to read. Mr. Corritore said he was looking forward to serving the Edgehill community and working with Ms. Morrow.

There being no further business to come before the Board, the Chair declared the meeting adjourned.

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Secretary

APPROVED:

This \_\_\_\_\_ day of \_\_\_\_\_, 2017.

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Chair