

RESOLUTION 2018-16

OMNIBUS RESOLUTION OF THE HOUSING AUTHORITY OF THE BOROUGH OF HIGHLAND PARK, INTER ALIA, RATIFYING AND CONFIRMING PRIOR ACTIONS AND AUTHORIZATIONS UNDERTAKEN WITH RESPECT TO THE CONVERSION OF ITS PUBLICLY ASSISTED HOUSING TO THE RENTAL ASSISTANCE DEMONSTRATION PROJECT ADMINISTERED BY THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT

WHEREAS, the Housing Authority of the Borough of Highland Park (the "Authority") is a public body corporate and politic of the State of New Jersey (the "State"), constituting an agency and instrumentality of and created by the Borough of Highland Park (the "Borough"), in the County of Middlesex, within the State, pursuant to the provisions of the Housing Authorities Law, Chapter 67 of the Pamphlet Laws of 1950, codified at N.J.S.A. 55:14A-1 et seq., repealed and replaced by the Local Redevelopment and Housing Law, under Chapter 79 of the Pamphlet Laws of 1992, as amended and supplemented, and codified at N.J.S.A. 40A:12A-1 et seq. (the "Act"); and

WHEREAS, the Authority owns and operates 24 residential rental public housing units known as Park Terrace (the "Housing Projects"), for which it has received approval from the United States Department of Housing and Urban Development ("HUD") to convert such 24 public housing units to Authority-owned and operated multifamily housing under the Rental Assistance Demonstration program, P.L. 112-55 (2012) ("RAD"), administered by HUD; and

WHEREAS, the Authority submitted an application to HUD to obtain HUD approval of the Authority's physical needs assessment ("PNA") and its financing plan and such application was approved by HUD; and

WHEREAS, the Authority received a RAD Conversion Commitment dated May 26, 2017, as amended and extended from time to time (the "RCC") from HUD; and

WHEREAS, the Act authorizes the Authority to issue promissory notes, bonds, certificates, debentures or other obligations to accomplish its purposes (N.J.S.A. 40A:12A-16(5) and -29); and

WHEREAS, the Authority received a commitment from the Community Loan Fund of New Jersey, Inc. (the "Lender" or the "Bank") dated March 2, 2017, as extended from time to time (the "Commitment"), containing the terms and conditions of a loan from the Lender to the Authority in the amount of \$473,500 (the "Loan"); and

WHEREAS, the Board adopted a resolution on August 23, 2017 (i) approving the terms of the Loan and authorizing the execution and delivery of a Promissory Note in an amount not to exceed \$473,500 (the "Promissory Note") together with ancillary loan documents to evidence the Loan from the Lender (the "Loan Documents"), such Loan proceeds being applied to, inter alia, fund capital repairs, capital replacement reserves and pay costs of issuance, and (ii) authorizing the execution and delivery of such loan documents, certificates and agreements to effectuate and evidence its obligations with respect to the Loan from the Bank (the "Bond Resolution"); and

WHEREAS, due to unforeseen delays, the transaction did not close in 2017; and

WHEREAS, the Authority desires to ratify and confirm the approvals of the terms of the Loan as set forth in the Commitment and Bond Resolution; and

WHEREAS, the Authority desires to approve the terms and conditions of the RCC and any extensions thereto; and

WHEREAS, the Authority desires to ratify and confirm the approval of the terms and conditions of the Commitment and the RCC, authorize the approval of and the execution and delivery of such Loan Documents and agreements by the authorized officers of the Authority, defined as the Executive Director, Chairman, Vice Chairman and Secretary (collectively, the "Authorized Officers"); and

WHEREAS, as a result of the foregoing, the Authority further desires to ratify and confirm the prior approvals described in the recitals above (collectively, the "Prior Approvals"), and also to ratify and confirm its undertaking of the conversion of the Housing Projects to the RAD Program.

NOW THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Housing Authority of the Borough of Highland Park, not less than a majority of the members thereof affirmatively concurring, as follows:

1. The Authority hereby ratifies and confirms its prior approval authorizing the conversion of its Housing Projects to the RAD Program and all Prior Approvals (to the extent that there is no inconsistency or conflict between the terms and conditions of the Prior Approvals, the Commitment and the RCC), including the terms and conditions thereof, as if such terms and conditions of such Prior Approvals and documents related thereto were fully set forth at length herein. To the extent of any such inconsistency, such inconsistencies are severable and the terms and conditions of the Commitment and the RCC shall control.

2. The Authority hereby authorizes and directs the Authorized Officers to approve, execute and deliver such certificates, agreements and documents required to effectuate the transactions contemplated by the Prior Approvals and this resolution, such Loan Documents, certificates and agreements containing the terms and conditions set forth in the Commitment and the RCC, as applicable. The execution and delivery of such documents by such Authorized Officers, with such revisions and amendments as are necessary to effectuate the RAD conversion of the Housing Projects and the entering into the Loan, upon the recommendations of Special RAD Counsel and its consultants, shall be conclusive evidence of such approval and no further Board action is required to authorize, approve or ratify the approval or execution of such documents.

3. The Authority hereby authorizes and directs the Authorized Officers to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do and cause to be done any and all acts and things necessary or proper to effectuate the RAD conversion of the Housing Projects, and the Authority hereby ratifies and confirms all approvals and authorizations contained in the Bond Resolution related thereto.

4. The Authority hereby ratifies and confirms its adoption of the Bond Resolution and authorizes and directs the Authorized Officers to approve execute and deliver the Promissory Note and any other Loan document consistent with the terms and conditions and financing parameters contained in the Commitment. The execution and delivery of each of such documents by such Authorized Officers, with such revisions and amendments as are necessary to effectuate the RAD conversion of the Housing Projects and the financing, upon the recommendations of Special RAD Counsel and its consultants, shall be conclusive evidence of such approval and no further Board action is required to authorize, approve or ratify the approval or execution of such documents.

5. This resolution shall take effect immediately upon adoption.

Motion to adopt Resolution 2018- 16 moved by Commissioner Reh and seconded by Commissioner Martinez and upon roll call, the vote was as follows:

Roll Call: Chudnick Martinez Methven Monk Rainwater Reh Sedehi
AYES: Chudnick Martinez Rainwater Reh Sedehi
NAYS: None
ABSTAIN: None
ABSENT: Methven Monk

CERTIFICATION

I hereby certify that the within resolution entitled, "OMNIBUS RESOLUTION OF THE HOUSING AUTHORITY OF THE BOROUGH OF HIGHLAND PARK, INTER ALIA, RATIFYING AND CONFIRMING PRIOR ACTIONS AND -0098 of the Housing Authority of the Borough of Highland Park, in the County of Middlesex, New Jersey at a regular meeting of such Housing Authority duly called and held on March 14, 2018.

DONNA BRIGHTMAN, Secretary

Approved as to legal form by
Terrance Corriston, Esq.