



BOARD BUSINESS MEETING

May 9, 2018



Board of Commissioners Business Meeting

Location: 1940 Walnut St Boulder, CO

May 9, 2018 • 9:00 am-11:00am

AGENDA

		Page #
9:00-9:30	Standing Agenda	
	1. Call to Order and Determination of a Quorum	
	2. Public Participation	
	3. Approval of Minutes from April 11, 2018	2-5
	4. Resident Representative Council Update	
	5. Finance Update	6-20
9:30-10:30	Business Agenda	
	1. Line of Credit Renewal - Resolution #4	21-22
	2. Ciclo Inducement – Resolution #5	23-28
	3. Pollard Update	29-30
	4. Board of Commissioners Working Agreements	31-33
10:30-11:00	Board Matters	
	1. Board Announcements	
	2. Additions to this Agenda	
	3. Call for future Discussion and Informational Items	
	4. Executive Session for Personnel Matters per C.R.S. 24-6-402(4)(f) [Executive Director Contract]	
11:00	Adjournment	

Optional Tour of Walnut Place to Follow

**BOULDER HOUSING PARTNERS
BUSINESS MEETING OF THE BOARD OF COMMISSIONERS
APRIL 11, 2018 9:00 AM
BHP OFFICE, 4800 N. BROADWAY, BOULDER COLORADO**

Commissioner Klerman
Commissioner McCord
Commissioner Ruzzin(absent)
Commissioner Soraci
Commissioner Walker
Commissioner Harris(absent)
Commissioner Griffin
Commissioner Levy
Commissioner Yates

Jeremy Durham
Penny Hannegan
Jim Koczela
Rene Brodeur
Laura Sheinbaum
Karin Stayton
Karen Kreutzberg

Others Present:
Dave Heisterkamp, Counsel
June Ramos, Consultant

I. Call to order and Determination of a Quorum

Commissioner Klerman called the regular meeting of the Board of Commissioners to order at 9:00am. A quorum was declared.

II. Public Participation

There were no members of the public who wished to speak

III. Approval of the Consent Agenda

Consent agenda items approved:

1. Minutes from 2-14-2018

COMMISSIONER MCCORD MOVED THAT HER COMMENTS FROM THE MEETING ON 2-14-2018 BE ADDED TO THE MINUTES.

After discussion by the Board, COMMISSIONER YATES OFFERED A FRIENDLY AMENDMENT TO APPROVE THE MINUTES FROM 2-14-2018 AS PRESENTED WITH THE ADDITION OF A LINK TO THE RECORDING OF THE MEETING. COMMISSIONER YATES ALSO MOVED TO SUSPEND THE PRACTICE TO DELETE RECORDINGS AFTER 90 DAYS UNTIL FURTHER BOARD DISCUSSION. COMMISSIONER MCCORD ACCEPTED THE FRIENDLY AMENDMENT. COMMISSIONER GRIFFIN SECONDED THE MOTION. A roll call vote was taken with unanimous approval.

IV. Resident Representative Council Report

Commissioner Griffin, reporting for the Resident Representative Council, stated that there have been a number of discussions about the vending machines at Canyon Pointe.

V. Board Governance: Board Elections

Commissioner Yates presented the slate of candidates for the office of Chair and Vice Chair of the Board of Commissioners and opened the floor for additional nominations of which there were none.

COMMISSIONER YATES MADE A MOTION NOMINATING COMMISSIONER SORACI AS CHAIR OF THE BOARD OF COMMISSIONERS AND COMMISSIONER HARRIS AS VICE CHAIR. COMMISSIONER KLERMAN DECLARED THE NOMINATIONS CLOSED.

Commissioner Yates invited Commissioner Soraci to address the Board about her qualifications and interest in serving as Chair of the Board of Commissioners. Commissioner Soraci read a statement. Commissioner Harris sent a statement about his qualifications to serve as Vice Chair earlier in the week as he was absent at the meeting.

COMMISSIONER LEVY MADE A MOTION TO APPROVE COMMISSIONER SORACI AS CHAIR AND COMMISSIONER HARRIS AS VICE CHAIR OF THE BOARD OF COMMISSIONERS BY ACCLAMATION. The motion passed unanimously.

Commissioner Yates thanked Commissioner Klerman and Ruzzin for their exemplary service as Chair and Vice Chair of the Board for the past two years.

VI. Resident Presentation

The Board walked to 1175 Lee Hill for a presentation by a resident.

VII. Business Agenda

Financial Report

Jim Koczela gave an overview of the February financial statements and answered questions from the Board.

Canyon Pointe and Glen Willow Inducement: Resolution #3, Series 2018

Laura Sheinbaum presented preliminary ideas for the concept plans for the renovations at Glen Willow and Canyon Pointe and presented Resolution #3, Series 2018, an inducement resolution for Canyon Pointe and Glen Willow.

COMMISSIONER GRIFFIN MOVED TO APPROVE RESOLUTION #3, SERIES 2018 DECLARING BOULDER HOUSING PARTNERS' INTENT TO ISSUE ITS MULTIFAMILY HOUSING REVENUE BONDS FOR THE GLEN WILLOW/CANYON POINTE PROJECT. COMMISSIONER WALKER SECONDED THE MOTION. The motion passed unanimously

VIII. Federal Budget

Jeremy Durham and Jim Koczela reviewed how some of the changes in the federal budget might impact BHP.

IX. Board Announcements

Commissioner Levy informed the Board that the legislature had allocated additional funds for the Division of Housing in the budget.

Commissioner Yates informed the Board that City Council would be discussing increasing the commercial linkage fee at their meeting on April 17.

Commissioner Griffin will be absent at the May Board meeting.
Jeremy Durham reminded the Board of the Palo Park grand opening in the afternoon.

X. Additional Agenda Items

There were no additional agenda items to be discussed.

XI. Call for Future Informational Items

The Board confirmed their interest in additional information about the following topics:

- 80% income averaging
- Eligibility requirements
- Homeless preferences at Walnut Place
- Waitlist and preferences
- Update on the Pollard development

XII. Adjourn

COMMISSIONER GRIFFIN MADE A MOTION TO ADJOURN THE BUSINESS MEETING OF THE BOARD OF COMMISSIONERS. COMMISSIONER WALKER SECONDED THE MOTION. The motion passed unanimously.

The meeting of the Board of Commissioners adjourned at 12:15 pm

Seal
DATE: 4/11/18

Valerie Soraci, CHAIR
Boulder Housing Partners

JEREMY DURHAM
Executive Director

Penny Hannegan
Recording Secretary

FINANCE UPDATE

We are pleased to report that our year end process for the Tax Credit Partnerships has gone very well. As a reminder, we moved the audit and tax work from Comer Nowling to Plante Moran this year. We have completed all nine audits and tax returns and received approvals from our investor partners. We are in process of getting approvals for the cash flow distributions.

BHP Audit work has been completed. We are working on finalizing the reports. They will be presented to the Finance Committee and the Board at the June meetings.

March 2018 Financial Summary

The following summarized financial statements show BHP and the Component Units (Tax Credit LLLPs) side by side. BHP owns only .01% interest in the Component Units and adding the two columns together is not an appropriate disclosure. However, the report will provide you with a better understanding of the full scope of the real estate under BHP management.

BHP is the operating company that manages all of our programs. The BHP column below includes development, property management, maintenance, resident services, finance, administration, the Housing Choice Voucher program, which includes 1,144 vouchers, and the BHP-owned portfolio properties. The BHP-owned portfolio now includes Tantra Lake Apartments, Vistoso, and the Boulders (Cedar and Casey). It is made up of 732 units: 47 public housing units, 116 project based contract units, and 569 workforce and market rate units.

The Component Units represent the property operations for the tax credit partnerships, which currently include 582 units. Palo Park Communities, LLLP construction is expected to be completed and units occupied by the end of May 2018. The partnerships are expected to have a positive net operating income and an overall net loss each year after deducting debt interest and depreciation.

BHP and Component Units		
Statement of Activities		
Year to date - March 31, 2018		
	BHP	Component Units (Tax Credit LLLPs)
REVENUE		
Operations Revenue	2,599,297	1,642,120
Fee Revenue	437,786	0
Grants and Subsidies	3,397,400	0
Other Revenue	961,409	34,275
Total Revenue	7,395,892	1,676,395
EXPENSES		
Salaries and Benefits	1,555,069	173,393
Property Costs	870,013	653,866
Operating Costs	3,089,090	161,476
Total Operating Expenses	5,514,172	988,734
Total Operating Income	1,881,720	687,660
Less: Non Operating Expenses		
Mortgage Interest	662,787	207,003
Depreciation	1,036,595	1,306,848
Cashflow Note Interest	0	362,000
Other Unrealized (Gain)/Loss	0	-
(Gain) Loss on Acq./Disp. of Assets	\$ (4,149)	0
TOTAL NET INCOME (LOSS)	\$ 186,486	\$ (1,188,190)

BHP and Component Units		
Balance Sheet		
March 31, 2018		
	BHP	Component Units (Tax Credit LLLPs)
ASSETS		
Current Assets		
Unrestricted Cash and Cash Equivalents	6,407,504	1,362,525
Reserved Cash - Replacements and Other	2,779,575	-
Accounts Receivable	357,025	78,687
Accounts Receivable-Tax Credits	695,836	0
Notes Receivable – Current	133,666	0
Prepaid Expenses	165,248	143,942
Supplies-Inventory	2,933	0
Total Current Assets	10,541,787	1,585,154
Restricted Cash	1,737,681	3,648,993
Capital Assets	96,035,904	132,890,797
Other Assets		
Notes Receivable	57,242,187	0
Development Fees Receivable	3,027,530	0
Interest Receivable Notes	3,961,195	0
Partnership Investments	398,602	0
Net Amortized Costs	3,294,992	444,372
Total Other Assets	67,924,506	444,372
TOTAL ASSETS	\$ 176,239,878	\$ 138,569,315
LIABILITIES & EQUITY		
LIABILITIES		
Current Liabilities	6,289,597	2,348,743
Long-Term Liabilities		
Notes Payable	3,058,340	62,166,339
Accrued Interest Payable	11,279	3,961,195
Mortgages Payable	70,511,309	29,749,402
Bonds Payable	-	1,475,456
Net Pension Liability	9,533,111	-
Deferred Inflows	373,883	-
Total Long-Term Liabilities	83,487,921	97,352,392
TOTAL LIABILITIES	89,777,518	99,701,135
EQUITY	86,462,359	38,868,180
TOTAL LIABILITIES AND EQUITY	\$ 176,239,878	\$ 138,569,315

Boulder Housing Partners – YTD March 2018

March 2018 YTD results for Boulder Housing Partners are close to budget with the significant variances explained in detail on the attached financial statements. The major positive revenue variance relates to HUD funding for the Housing Choice Voucher program, which is still being funded based on estimates of the 2018 federal budget authority. Expenses are tracking very close to budget.

Year to Date Results - March 31, 2018					
	Actual	Budget - Reforecast	Variance	%	
Revenue	\$ 7,395,892	\$ 7,126,628	\$ 269,264	3.8%	
Expenses	(7,213,554)	(7,232,380)	18,826	-0.3%	
	182,338	(105,752)	288,090	-272.4%	
Gain (Loss) on Acquisition	4,149	0	4,149	100.0%	
Total Net Income (Loss)	\$ 186,486	\$ (105,752)	\$ 292,239	-276.3%	

Component Units (Tax Credit LLLPS) Results – YTD March 2018

The following is a Summary Income Statement for our tax credit entities, which are component units of BHP. BHP is subject to Government Accounting Standards Board (GASB) Statement 61, which requires component units to be reported on the audit statement. These tax credit entities are related to BHP but do not meet the criteria for consolidation. Component units are reported in the audit combined together but not combined with the statements of BHP. The current component units are Boulder Communities, Broadway East, Broadway West, Holiday, High Mar, Lee Hill, Palo Park, Red Oak Park, and WestView. Year-to-date results for the operating partnerships are in line with budget.

Tax Credit Entities (Component Units) Summary Statement of Activities					
		Year to Date Results -		March 31, 2018	
		Actual	Budget	Variance	%
Operations Revenue		\$ 1,642,120	\$ 1,606,745	\$ 35,375	2.2%
Other Revenue		34,275	30,163	4,112	13.6%
Total Revenue		\$ 1,676,395	\$ 1,636,908	\$ 39,487	2.4%
Salaries and Benefits		\$ 173,393	\$ 169,907	\$ (3,486)	-2.1%
Property Costs		653,866	642,076	(11,790)	-1.8%
Operating Expenses		161,476	184,299	22,823	12.4%
Total Operating Expenses		988,734	996,282	7,547	0.8%
Net Operating Income		687,660	640,626	\$ 47,034	7.3%
Depreciation and Amortization		1,306,848	1,297,567	(9,281)	-0.7%
Mortgage and Note Interest	A	569,002	706,081	137,078	19.4%
Total Net Income (Loss)		\$ (1,188,190)	\$ (1,363,021)	\$ 174,831	-12.8%

Note: these properties are expected to have a Net Loss resulting from depreciation and amortization.

They are cash flow positive yet provide the investor with expected tax losses.

A YTD Interest includes non-cash adjustments to market value of interest rate swaps. This is unbudgeted adjustment of (\$95K) at High Mar and (\$34K) for Broadway East. In previous years we only recorded this at year end. Investors have asked for Qtrly reporting.

The following table is a summary of the Balance Sheet for the Tax Credit Entities. BHP is the general partner and owns a .01% interest in these Entities. The significant changes are a result of (1) the funding of a note for \$12 million from BHP and the receipt of \$23 million in Limited Partner equity for Boulder Communities, all of which was used to pay developer fee and the construction loan and reserves, (2) new construction activity funded by the construction loan at Palo Park, and (3) the removal of the Vistoso Balance sheet upon acquisition by BHP.

Tax Credit Entities (Component Units) Summary Balance Sheet					
		March-18	December-17	Net Change	
Current Assets		\$ 5,234,147	\$ 5,029,063	\$ 205,084	A
Capital Assets		132,890,797	132,378,066	512,731	B
Other Assets		444,372	453,023	(8,652)	
Total Assets		\$ 138,569,315	\$ 137,860,153	\$ 709,163	
Current Liabilities		\$ 2,348,743	\$ 2,383,505	\$ (34,761)	
Long Term Liabilities		97,352,392	95,420,278	1,932,114	C
Total Liabilities		99,701,135	97,803,783	1,897,352	
Total Equity		38,868,180	40,056,370	\$ (1,188,190)	
Total Liabilities and Equity		\$ 138,569,315	\$ 137,860,153	\$ 709,163	

A Three months positive cashflow and contributions to reserves

B Palo Park asset addition offset by depreciation on all tax credit assets

C Increase in construction loan for Palo Park. Will be reduced by future equity payments.

BHP
Statement of Activities
Year to date - March 31, 2018

	YTD Actual	YTD Revised budget	Variance \$	% Var	Ref	Variance Explanation
REVENUE						
Operations Revenue						
Tenant Dwelling Rental	\$ 2,562,955	\$ 2,562,972	\$ (17)	0%		
Non Dwelling Rental Income	21,882	19,800	2,082	11%		
HUD-Operating Subsidy	14,461	20,295	(5,834)	-29%		
Total Operations Revenue	2,599,297	2,603,067	(3,770)	0%		
Fee Revenue						
Property Mgmt & Asset Mgmt Fees	178,507	178,954	(446)	0%		
Development Fees	0	0	0	0%		
Mgmt Fees - Tax Credits & S8	162,630	157,186	5,444	3%		
Res Svc Income	96,648	94,177	2,472	3%		
Total Fee Revenue	437,786	430,316	7,470	2%		
Grants and Subsidies						
HCV-HAP/Admin Revenue	2,687,704	2,550,888	136,816	5%	A	HUD Funding for the 2018 HCV program is based on estimates. Actual funding not yet released.
Non Federal Grants and Donations	38,884	28,116	10,768	38%		
Non Federal Capital Grants and Donations	0	0	0	0%		
Federal Capital Grants	535,912	485,912	50,000	10%	B	2016 and 2017 MTW funds used to pay LOC for Cedar/Casey
Federal Service Grants	134,899	136,055	(1,156)	-1%		
Total Grants and Subsidies	3,397,400	3,200,971	196,428	6%		
Other Revenue						
Tenant Fees and Utility Reimbursements	98,467	76,384	22,083	29%		
Interest Income	393,139	396,082	(2,944)	-1%		
Laundry Vending	18,872	17,872	1,000	6%		
Maint Charges to Prop	436,428	395,985	40,443	10%		
Miscellaneous Revenue	14,504	5,950	8,554	144%		
Total Other Revenue	961,409	892,273	69,136	8%		
Total Revenue	7,395,892	7,126,628	269,264	4%		
EXPENSES						
Salaries and Benefits						
Salaries and Benefits	1,555,069	1,561,434	6,365	0%		
Total Salaries and Benefits	1,555,069	1,561,434	6,365	0%		
Property Costs						
Management Fees	66,206	63,449	(2,757)	-4%		
Maintenance Materials	77,523	115,605	38,082	33%		
Contract Labor & Repairs	176,612	204,755	28,143	14%		

BHP
Statement of Activities
Year to date - March 31, 2018

	YTD Actual	YTD Revised budget	Variance \$	% Var	Ref	Variance Explanation
BHP Contract Labor	254,405	233,502	(20,903)	-9%		
Garbage and Trash Removal	43,149	41,502	(1,647)	-4%		
Water and Sewer	71,826	73,739	1,913	3%		
Electricity	38,996	40,924	1,928	5%		
Gas	60,979	61,865	886	1%		
Utility Billing	2,658	3,300	642	19%		
PILOT	5,603	4,726	(877)	-19%		
HOA Fees	36,497	35,866	(631)	-2%		
Total Property Costs	870,013	879,234	9,221	1%		
Operating Expenses						
Audit Fees	15,000	15,620	620	4%		
Bad Debt Expense - Tenants	29,430	8,222	(21,208)	-258%	C	\$13K Tantra and \$6K Bridgewalk all related to significant unit turnover.
Board Expense	5,170	1,500	(3,670)	-245%		
Consultants & Contract Labor	40,007	52,990	12,983	25%		
Depreciation & Amortization	1,036,595	1,029,789	(6,806)	-1%		
Dues and Fees	26,662	27,658	995	4%		
Expendable Equipment	35,183	50,158	14,975	30%		
HCV-HAP Expense	2,316,995	2,351,746	34,751	1%		
Insurance Expense	93,052	87,654	(5,399)	-6%		
Interest Expense	17,459	202	(17,257)	-8543%	D	LOC Interest. LOC Paid in full 3/31/18.
Legal Expense	5,040	10,167	5,126	50%		
Mileage & Vehicle Expense	23,882	24,184	302	1%		
Miscellaneous - Expense	17,596	26,028	8,431	32%		
Mortgage Interest Expense	662,787	668,427	5,639	1%		
Advertising/Marketing	1,262	12,275	11,013	90%		
Office Supplies	8,081	13,459	5,377	40%		
Other Administrative Expenses	6,289	7,457	1,168	16%		
Phone Expense	21,226	22,757	1,531	7%		
Printing & Postage Expense	16,807	15,467	(1,341)	-9%		
Property Mgmt & Asset Mgmt Fees	178,507	178,954	446	0%		
Resident Services Fees	28,876	26,919	(1,957)	-7%		
Staff Training	29,039	37,470	8,431	22%		
Service Grant Expense	127,529	122,613	(4,916)	-4%		
Total Operating Costs	4,788,472	4,791,712	3,240	0%		
Total Expenses	7,213,554	7,232,380	18,826	0%		
Income before Gain on Acq./Disp. Of Assets	\$ 182,338	\$ (105,752)	\$ 288,090	-272%		
TOTAL NET INCOME (LOSS)	\$ 186,486	\$ (105,752)	\$ 292,239	-276%		

Note: Explanations provided for positive variances >\$50,000 and 5% and for negative variances >\$25,000 and 5%

BHP
Balance Sheet
March 31, 2018 and December 31, 2017

	Actual March-18	Actual December-17	Net Change YTD	Ref Comments
ASSETS				
Current Assets				
Unrestricted Cash and Cash Equivalents	\$ 6,407,504	\$ 7,496,983	\$ (1,089,478)	E Funding of Cedar/Casey reserve and LOC payment in advance of Worthy Cause funds received in April. Additional \$200K spent on project predevelopment work
Reserved Cash - Replacements and Other	2,779,575	2,302,114	477,461	F Includes deposit of \$495,000 for Cedar/Casey capital improvements
Accounts Receivable	357,025	376,429	(19,404)	
Accounts Receivable-Tax Credits	695,836	656,965	38,871	
Notes Receivable – Current	133,666	178,258	(44,592)	
Prepaid Expenses	165,248	246,428	(81,180)	
Supplies-Inventory	2,933	3,741	(808)	
Total Current Assets	10,541,787	11,260,919	(719,132)	
Restricted Cash				
Restricted Cash - Other	1,250,869	1,448,693	(197,824)	G Spending of \$494K on Tantra roof and wiring projects as planned offset by \$200K received for COB voucher program
Restricted Cash - Section 8	30,950	13,007	17,943	
Restricted Cash - Tenant Security Deposits	455,863	460,604	(4,742)	
Total Restricted Cash	1,737,681	1,922,304	(184,623)	
Capital Assets				
Construction in Progress	623,395	508,006	115,389	H Predevelopment costs for ROP2
Furniture Fixtures and Equipment	887,800	830,693	57,108	
Real Estate Assets-Land and Buildings	129,419,444	129,230,203	189,240	I Capitalized solar battery backup at 4800 Broadway and capital improvements at Tantra Lake
Less: Accum Depreciation Real Estate Assets	(34,894,735)	(33,860,820)	(1,033,915)	J Normal Activity
Total Capital Assets	96,035,904	96,708,082	(672,179)	
Other Assets				
Notes Receivable	57,242,187	57,242,187	0	
Development Fees Receivable	3,027,530	3,027,530	0	
Interest Receivable Notes	3,961,195	3,573,739	387,456	K Normal Activity
Partnership Investments	398,602	398,754	(152)	
Net Amortized Costs	3,294,992	3,297,671	(2,679)	
Total Other Assets	67,924,506	67,539,881	384,625	
TOTAL ASSETS	176,239,878	177,431,186	\$ (1,191,308)	

BHP
Balance Sheet
March 31, 2018 and December 31, 2017

	Actual March-18	Actual December-17	Net Change YTD	Ref Comments
LIABILITIES & EQUITY				
LIABILITIES				
Current Liabilities				
Accounts Payable	\$ 379,127	\$ 762,922	\$ (383,796)	L Reduction includes payment of \$249K accrued for Tantra roof replacement and other normal activity
Accrued Payroll	138,431	109,719	\$ 28,713	
Accrued Payroll Taxes and Benefits	114,865	122,387	\$ (7,522)	
Accrued Compensated Absences	265,107	249,325	\$ 15,782	
Other Accrued Expenses	162,883	247,139	\$ (84,256)	
Current Portion of Long Term Debt	4,744,888	7,930,673	\$ (3,185,784)	M Year end and current balance includes adjustment of \$3.4M for Canyon Pointe loan with 12/18 maturity that is now classified as current. Balance also includes outstanding LOC balance. Reduction in balance includes LOC payment in full from permanent loan and BHP funds.
Prepaid Rent	29,020	25,012	\$ 4,008	
Security Deposits	455,276	461,295	\$ (6,019)	
Total Current Liabilities	6,289,597	9,908,472	-3,618,875	
Long-Term Liabilities				
Notes Payable	3,058,340	3,058,340	\$ -	
Accrued Interest Payable	11,279	39,446	\$ (28,168)	
Mortgages Payable	70,511,309	68,402,442	\$ 2,108,866	N Increase from new Cedar/Casey loan of \$2.4M offset by normal amortization
Net Pension Liability	9,533,111	9,533,111	\$ -	
Deferred Inflows	373,883	213,502	\$ 160,382	O Deferral of COB Voucher funds offset by recognition of income from spending of Habitat funds at Palo
Total Long-Term Liabilities	83,487,921	81,246,841	2,241,080	
TOTAL LIABILITIES	89,777,518	91,155,313	(1,377,794)	
EQUITY				
Total Equity	86,462,359	86,275,873	186,486	
TOTAL LIABILITIES AND EQUITY	\$ 176,239,878	\$ 177,431,186	\$ (1,191,308)	

Note (1) : Explanations provided for balance sheet changes > \$100,000.

Note (2): BHP has a Line of Credit available for borrowing of up to \$8.1 Million.

BHP
Statement of Cash Flows
Year to date - March 31, 2018

	For the month of March 31, 2018	Year to Date	Ref	Current Month Comments
Reconciliation of Net Income to Net Cash Provided (Used) by Operating Activities				
Net Income (Deficit)	\$ (59,164)	\$ 186,486		
Adjustments to Reconcile Net Income to Net Cash Provided (Used) by Operating Activities				
Increase (Decrease) in Accum. Depreciation	346,304	1,036,595		
(Increase) Decrease in Accounts Receivable	121,246	97,341		
(Increase) Decrease in Prepaid Expenses	29,777	81,180		
Increase (Decrease) in Prepaid Rent and Security Deposits	(10,536)	(2,011)		
(Increase) Decrease in Supplies/Inventory	399	808		
(Increase) Decrease in Reserved Cash	(2,773)	(477,461)		
(Increase) Decrease in Restricted Cash	14,023	184,623		
Increase (Decrease) in Payables and Accrued Expenses	(109,833)	(547,887)		
Increase (Decrease) in Deferred Revenue	0	0		
Increase (Decrease) in Deferred Inflows	(18,144)	160,382		
Increase (Decrease) in Pension Liability	0	0		
Total Adjustments	370,464	533,570		
Net Cash Provided (Used) by Operating Activities	311,300	720,056		
Cash Flows from Investing Activities				
(Increase) Decrease in Construction in Progress	(96,853)	(115,389)		
(Increase) Decrease in Furniture Fixtures and Equipment	(5,028)	(57,108)		
(Increase) Decrease in Real Estate Assets	(77,059)	(189,240)		
(Increase) Decrease in Notes and Interest Receivable	(87,483)	(342,712)		
Net Cash Provided (Used) by Investing Activities	(266,423)	(704,449)		
Cash Flows from Financing Activities				
Increase (Decrease) in Current Portion of Long Term Debt	(236,911)	(3,185,784)	P	Payments on LOC for Cedar/Casey
Increase (Decrease) in Notes Payable	0	0		
Increase (Decrease) in Mortgages and Bonds Payable	(148,024)	2,080,699		
Net Cash Provided (Used) by Financing Activities	(384,934)	(1,105,086)		
Net Increase (Decrease) in Cash and Cash Equivalents				
Net Increase (Decrease) in Cash and Cash Equivalents	(340,057)	(1,089,478)		
Unrestricted Cash and Cash Equivalents - Beginning	6,747,562	7,496,983		
Unrestricted Cash and Cash Equivalents - Ending	6,407,504	6,407,504		

BHP CASH Report**December-17****February-18****March-18**

<u>Unrestricted Cash Available for Operations</u>	Balance	Balance	Balance	Board Target	Surplus (Deficit)
BHP Operating Reserves	2,826,509	2,718,509	2,640,114	3,000,000	(281,491)
BHP Replacement Reserves	2,302,114	2,776,802	2,779,575	2,176,500	600,302
BHP Development Reserve	2,486,623	1,839,462	1,526,336	2,000,000	(160,538)
Total Unrestricted BHP Cash	7,615,246	7,334,773	6,946,024	7,176,500	158,273

Board Target
2 Months of operating expenses (including HAP) \$3,500 per Workforce Unit

<u>Unrestricted Cash - Restricted by Property/Program</u>	Balance	Balance	Balance	Board Target	Surplus (Deficit)
Project Based Operating Reserve	402,984	473,048	426,235	165,000	308,048
MTW Reserves ⁽¹⁾	1,677,117	1,716,480	1,789,720	0	1,716,480
Total Unrestricted Cash Restricted by Program	2,080,101	2,189,527	2,215,955	165,000	2,024,527

Board Target
2 Months of operating exp HUD expects to hold all reserves so target reduced to zero

⁽¹⁾ Note MTW target changed to \$0 in 2017 budget due to change in HUD Cash Management which requires excess funds to be held at HUD rather than PHA

<u>Replacement Reserved - Restricted by Bank or HUD</u>	Balance	Balance	Balance
Canyon Pointe	183,478	194,811	200,495
<u>Other Restricted Funds</u>		0	0
Tantra Rehab Funds ⁽²⁾	1,094,332	610,686	600,147
Habitat Funds	213,502	192,027	179,933
S8/FSS Escrow	61,131	70,546	76,359
Section 8 NED NRA(HAP)	13,006	23,025	30,949
Total Restricted Cash Other	1,565,449	1,091,097	1,087,883

⁽²⁾ Amount held for specific capital items at Tantra as required by bank. Work is underway.

April 2017 - March 2018

Property	Address	Units	PUPA EGI	PUPA OpEx	Reserves	PUPA NOI Net of Reserves	PUPA Debt	Adjusted DSCR
Arapahoe Court	951,953 Arapahoe	14	\$ 4,906	\$ (7,206)	\$ -	\$ (2,300)	\$ -	-
Madison	1130-1190 35th St.	33	\$ 9,164	\$ (9,353)	\$ -	\$ (189)	\$ -	-
Public Housing I Sub Total:		47	\$ 7,896	\$ (8,713)	\$ -	\$ (818)	\$ -	-
Canyon Pointe	700 Walnut	82	\$ 11,784	\$ (6,452)	\$ (745)	\$ 4,587	\$ 3,598	1.27
Glen Willow (2)	301-333 Pearl St.	34	\$ 12,359	\$ (8,627)	\$ (300)	\$ 3,432	\$ -	-
Project Based Sub Total:		116	\$ 11,952	\$ (7,090)	\$ (615)	\$ 4,248	\$ 3,598	1.27
Arapahoe East	4610 Arapahoe	11	\$ 12,146	\$ (7,490)	\$ (300)	\$ 4,356	\$ 1,747	2.49
Dakota Ridge	4900 10th St.	13	\$ 17,573	\$ (4,178)	\$ (300)	\$ 13,095	\$ 7,512	1.74
Sanitas Place	3640 Broadway	12	\$ 11,317	\$ (5,938)	\$ (300)	\$ 5,079	\$ 3,020	1.68
Twin Pines	1700 22nd St.	22	\$ 11,509	\$ (4,930)	\$ (300)	\$ 6,278	\$ 3,083	2.04
Combine Loan One Subtotal		58	\$ 12,949	\$ (5,456)	\$ (300)	\$ 7,193	\$ 3,809	1.89
101 Canyon	101-103 Canyon	6	\$ 27,047	\$ (7,902)	\$ (300)	\$ 18,845	\$ 7,666	2.46
Hayden Place	34th & Hayden Place	24	\$ 10,088	\$ (6,004)	\$ (300)	\$ 3,783	\$ 3,286	1.15
Whittier	1946 Walnut St.	10	\$ 11,924	\$ (6,546)	\$ (300)	\$ 5,078	\$ 2,628	1.93
Woodlands	2600 Block of Mapleton	35	\$ 12,754	\$ (8,553)	\$ (300)	\$ 3,901	\$ 5,069	0.77
Combine Loan Two Subtotal		75	\$ 12,934	\$ (7,418)	\$ (300)	\$ 5,216	\$ 4,381	1.19
Bridgewalk	602-698 Walden Circle	123	\$ 19,262	\$ (6,004)	\$ (550)	\$ 12,708	\$ 9,530	1.33
Foothills	4500 block of 7th/8th	74	\$ 14,233	\$ (6,890)	\$ (300)	\$ 7,043	\$ 4,958	1.42
Hayden Place 2 (3)	3480 Hayden Place	6	\$ 11,363	\$ (8,878)	\$ (300)	\$ 2,185	\$ 5,914	0.37
Tantra Lakes	807-999 Moorhead	185	\$ 17,960	\$ (7,877)	\$ (300)	\$ 9,784	\$ 7,619	1.28
Midtown (2)	837 20th St.	13	\$ 11,747	\$ (6,810)	\$ (300)	\$ 4,637	\$ -	-
Vistoso (4)	4500 Baseline	15	\$ 10,781	\$ (9,127)	\$ (225)	\$ 1,355	\$ 1,038	1.31
Workforce Sub Total:		534	\$ 16,571	\$ (7,223)	\$ (364)	\$ 8,982	\$ 6,647	1.35
Portfolio Totals:		697	\$ 15,217	\$ (7,301)	\$ (381)	\$ 7,533	\$ 5,691	1.32

April 2017 - March 2018

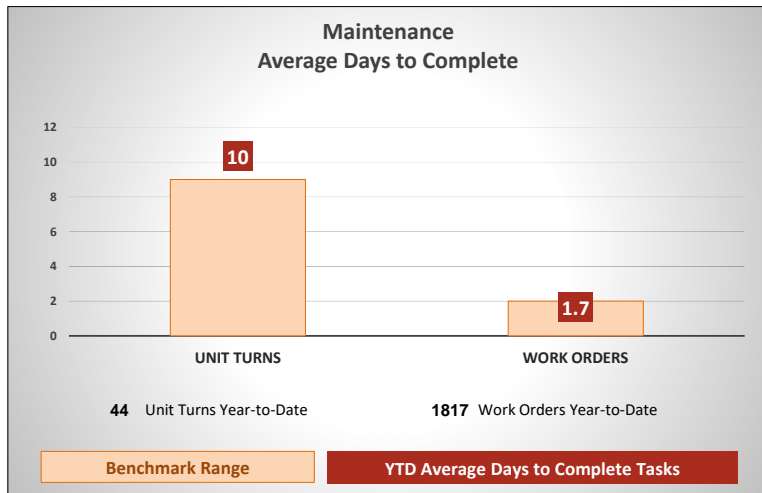
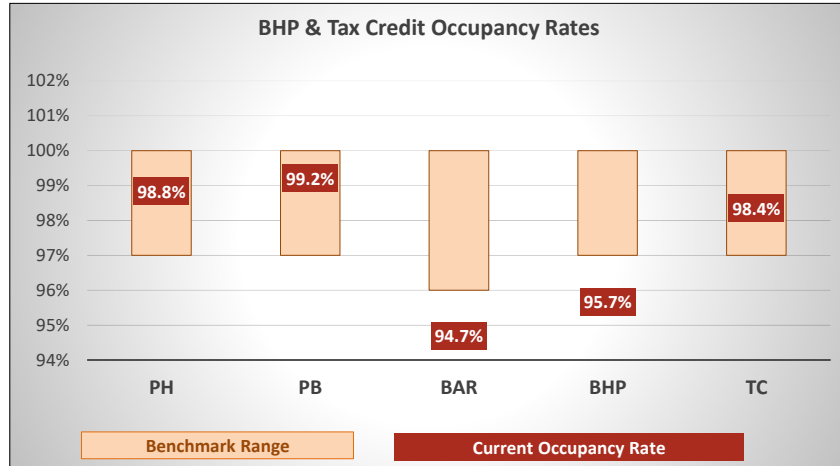
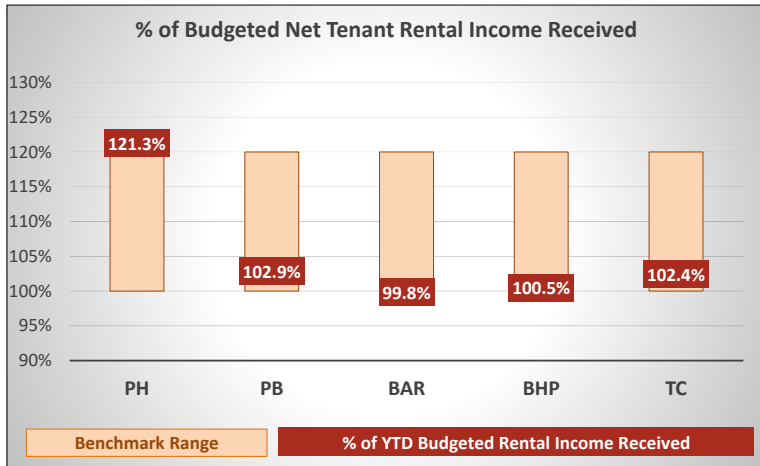
Tax Credit Properties	Address	Units	PUPA EGI	PUPA OpEx	Reserves	PUPA NOI Net of Reserves	PUPA Debt	Adjusted DSCR
Broadway East	3160 Broadway	44	\$ 11,489	\$ (6,658)	\$ (330)	\$ 4,501	\$ 2,852	1.58
Broadway West	3120 Broadway	31	\$ 11,105	\$ (7,177)	\$ (330)	\$ 3,598	\$ 2,464	1.46
High Mar	4990 Moorhead Ave	59	\$ 11,407	\$ (5,932)	\$ (258)	\$ 5,218	\$ 3,886	1.34
Holiday	1500 Lee Hill	49	\$ 10,703	\$ (6,346)	\$ (200)	\$ 4,157	\$ 3,268	1.27
Lee Hill (5)	1175 Lee Hill	31	\$ 12,339	\$ (11,761)	\$ (375)	\$ 202	\$ -	-
Red Oak Park	27th & Valmont	59	\$ 11,633	\$ (6,595)	\$ (338)	\$ 4,700	\$ 3,884	1.21
WestView	4600 Broadway	34	\$ 12,313	\$ (5,118)	\$ (300)	\$ 6,895	\$ 5,567	1.24
Tax Credit Properties excluding Boulder Communities		307	\$ 12,032	\$ (7,219)	\$ (318)	\$ 4,362	\$ 3,249	1.34
Boulder Communities (5)	Various	279	\$ 11,384	\$ (6,263)	\$ (520)	\$ 4,601	\$ 2,749	1.67
Tax Credit Sub Total:		586	\$ 11,452	\$ (6,572)	\$ (404)	\$ 4,476	\$ 3,032	1.48

Properties in Transition	Address
Orchard House (2)	1603 Orchard St.
Valmont/Wallace	2625 Valmont Rd.
Orchard Grove	Valmont and 34th
Palo Park	4525 Palo Parkway
Tantra Lakes	

Index of terms
PUPA - Per Unit Per Annum
EGI - Effective Gross Income = (Total Revenue - Grant Revenue)
Op Ex - Operating Expenses = (Total Expenses-Capital Expenses-Extraordinary Maintenance and Non-Op Ex)
NOI - Net Operating Income = (Net Income + Non OpEx)
DSCR - Debt Service Coverage Ratio = NOI/Debt
ADJUSTED - For Capital Grants, Capital Exp. and Extraordinary Maint.

NOTES: (1) DSCR is calculated after required reserve contributions. Portfolio totals include NOI from properties with no debt. All excess cash from properties is used in BHP operations.
 (2) Glen Willow, Midtown and Orchard House are pledged as collateral for BHP Line of Credit
 (3) Hayden Place 2 does not have DSC requirement given the small number of units. One vacant can have substantial affect on ratio
 (4) Vistoso refinance closed in December. No payment yet required so DSCR calculation not applicable.
 (5) Lee Hill does not have permanent debt so DSCR does not apply.

Property Management Benchmarks

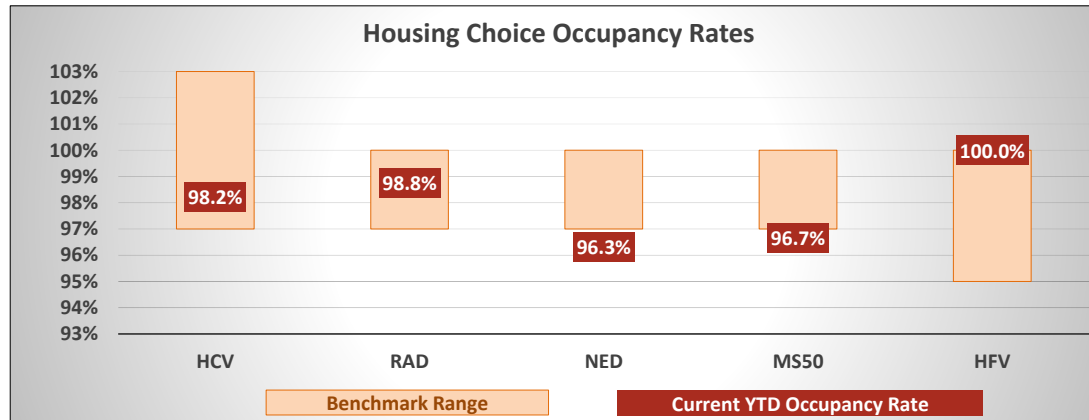


NOTES:

BAR units experiences significant turnover at Tantra and Bridgewalk in Q1. Lease-up schedule is on track.

- PH - Public Housing Sites
- PB - Project Based Contract Sites
- BAR - Boulder Affordable Rentals
- BHP - Combined PB, PH & BAR Sites
- TC - Tax Credit Sites

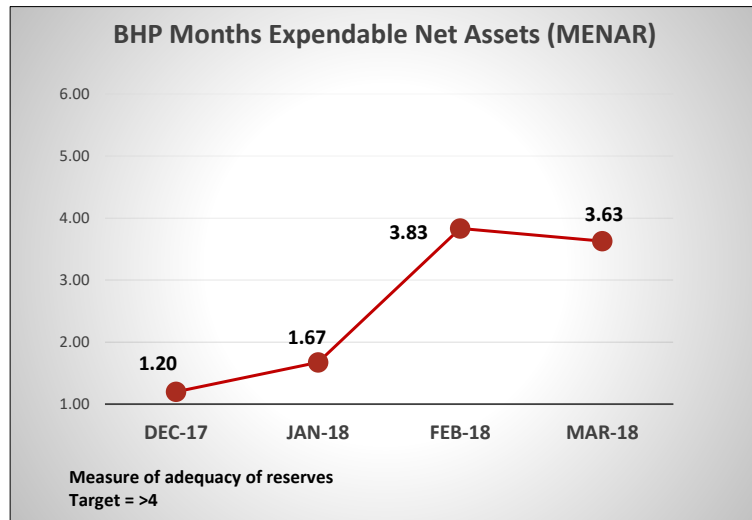
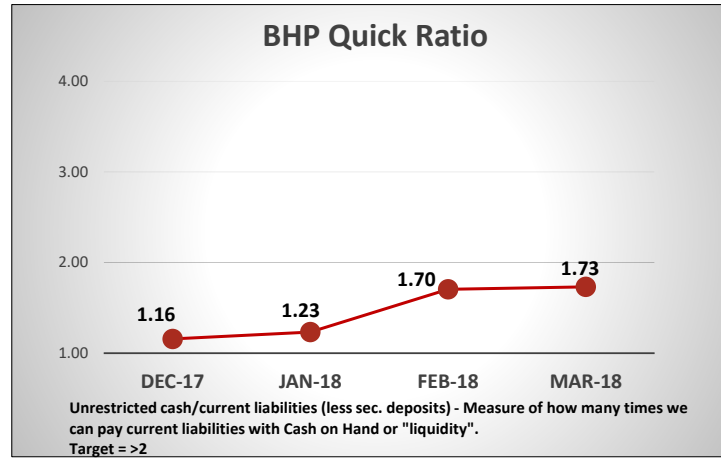
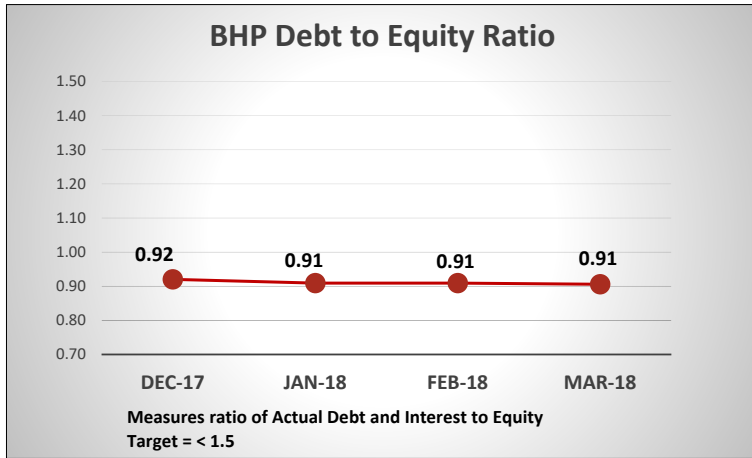
Housing Choice Benchmarks



NOTES: NED has 175 of 181 leased
MS50 has 48 of 50 vouchers leased.

HCV - Housing Choice Voucher
RAD - Rental Assistance Demonstration Vouchers
NED - Non-Elderly Disabled Vouchers
MS50 - Mainstream 50 Vouchers
HFV - Housing First Vouchers

Financial Benchmarks



NOTES:

Quick Ratio affected by outstanding Canyon Pointe Loan w/ Dec 2018 maturity and LOC balance at 1/31/2018. Will improve based upon LOC payment in February and again in March.

MENAR directly effected by the amount of current liabilities. As of December 31, 2017 this included the remaining balance of \$3.5M on our loan on Canyon Pointe which matures in December 2018 and the outstanding balance on the line of credit of \$3.1M at 12/31/2017. Ratio will rebound as LOC is paid and cash is received from Worthy Cause in April

MEMO

To: Board/Committee
From: Jim Koczela/Finance Department
Date: May 9, 2018
Re: **Line of Credit Renewal**

Background

Boulder Housing Partners currently has a \$8,128,000 Line of Credit (“LOC”) with First National Bank, which is secured by several BHP properties. The LOC allows us to access funds at any time for any purpose. Interest is accrued at .14% for any unused balance and at 2.0% for any balance outstanding. The current LOC expires in August of 2018. We have requested an extension now to avoid risk of the continued rising interest rates.

The collateral includes:

- BHP Home Office Building – 4800 Broadway
- Midtown – 837 20th Street
- Glen Willow – 301-333 Pearl Street
- Orchard House – 1603 Orchard Street

We have the ability to remove all collateral if needed with a corresponding decrease in the available loan amount.

The remaining terms are:

- Term – 2 years
- Rate – 3.45%
- Fees – 0%
- Payments – Interest only. Balance due 12 months from draw date.

Covenants:

- a) Minimum DSCR of 1.20 (BHP in total)
- b) Annual financial statements
- c) Minimum net worth of \$20,000,000
- d) Maximum debt to worth of 3.00
- e) Annual real estate holding report

BHP is currently well within the required ratios and covenant amounts.

Recommendation

We recommend that the Board of Commissioners approve Resolution #4, Series 2018, to authorize renewal of the Line of Credit with First National Bank.

Action Requested

Approval of Resolution #4, Series 2018, approving the renewal of a Line of Credit with First National Bank.

**RESOLUTION NUMBER 4
SERIES 2018**

A RESOLUTION FOR THE PURPOSE OF AUTHORIZING AN EXTENSION OF LINE OF CREDIT WITH FIRST NATIONAL BANK OF COLORADO.

WHEREAS, the Housing Authority of the City of Boulder, Colorado d/b/a Boulder Housing Partners (the “Authority”) has been created as a public body, corporate and politic, exercising public and essential governmental functions; and

WHEREAS, the Authority periodically has a need to access short term cash in order to take advantage of real estate opportunities; and,

WHEREAS, periodically housing authorities, and all other businesses, experience periods where cash outflows exceed cash inflows; and,

WHEREAS, Boulder Housing Partners currently utilizes First National Bank of Colorado for its operating accounts; and,

WHEREAS, First National Bank of Colorado has offered to extend the existing Boulder Housing Partners revolving line of credit for eight million one hundred and twenty-eight thousand dollars (\$8,128,000) for a term of two years. Interest is fixed at 3.45% per year on any outstanding balance. Any amount borrowed pursuant to this Line of Credit must be repaid within 12 months of the date borrowed. There is an annual fee on the unused balance of .17%. The Line of Credit is collateralized with a first deed of trust filed of record on 4800 Broadway (BHP’s central office building), 301 Pearl Street (Glen Willow) and 837 20th Street (Midtown) and 1603 Orchard Avenue (Orchard House). Collateral may be removed from time to time without penalty resulting in a decrease in the balance available.

NOW, THEREFORE, be it resolved that the Board of Commissioners hereby authorize the Executive Director or his designee to cause the Authority to take all actions and to execute all documents necessary to secure the line of credit with First National Bank of Colorado under the terms described above.

Adopted and approved this 9th day of May 2018.

THE HOUSING AUTHORITY OF THE CITY OF
BOULDER, STATE OF COLORADO

SEAL

Valerie Soraci,
Chairperson, Board of Commissioners
Housing Authority of the City of Boulder

ATTEST:

Jeremy Durham
Executive Secretary

MEMO

To: Board of Commissioners
From: Jeremy Durham and Laura Sheinbaum
Date: May 9, 2018
Re: **Ciclo Inducement Resolution**

Background

The John Buck Company (JBC) and Element Properties (Element) approached BHP last summer about partnering on the development of 38 affordable units known as the Ciclo Apartments (Ciclo) within the S'Park Development at 3400 Valmont. All 38 units (2/studio, 30/one bedroom, and 6/two bedroom), are affordable at 60% AMI. This partnership enables Element and JBC to serve as the development partner with BHP as the management partner and owner in perpetuity of the units. This is a similar partnership structure to the 30th and Pearl project and came to us via a strong relationship with Element.

Analysis

Ciclo is entitled and has permits in place. The partnership team has selected National Equity Fund (NEF) as equity partner and FirstBank as the lender on the deal. The anticipated financial closing is in July 2018. Construction will begin directly after closing with a twelve to fifteen month construction period. Construction administration will be led by Element and JBC with BHP providing consultation on operating budget, standard finishes, and mechanical components that are important to maintain consistency with the BHP portfolio.



Ciclo allows BHP to expand our portfolio while relying on Element and John Buck to entitle, finance, and construct the property with our input on all major decisions such as debt and equity partners. Partnerships like this extend the portfolio, capacity and reach of our organization.

This Inducement Resolution commences the process for BHP to be able to issue bonds for the Ciclo Apartments project. Resolution #5, Series 2018, declares our present intention but does not obligate us to issue up to \$10 Million in Private Activity Bonds (PABs) on behalf of the planned LIHTC partnership. It establishes that the Bonds will not constitute debt or indebtedness of BHP and that the bonds shall be payable solely from and secured by a pledge of the revenues from the project. Once the Inducement Resolution is approved by the Board of Commissioners, future pre-development costs associated with the project, are eligible to be repaid to BHP from the bond proceeds at the financial closing of the project. Note that this does not obligate BHP to issue bonds. In fact, it clarifies that prior to the issuance of bonds, a final bond resolution must be adopted. That resolution will contain the detailed terms of the issuance. This simply starts the process and provides that we can be reimbursed for future costs.

Recommendation

We recommend that the Board of Commissioners approve Resolution #5, Series 2018, to declare our intent to issue Private Activity Bonds that will be used to finance the Ciclo Apartments project.

Action Requested

Board approval of Resolution #5: Ciclo Bond Inducement.

**RESOLUTION NUMBER 5
SERIES 2018**

A RESOLUTION DECLARING THE INTENT OF THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF BOULDER, COLORADO D/B/A BOULDER HOUSING PARTNERS TO ISSUE ITS MULTIFAMILY HOUSING REVENUE BONDS FOR THE CICLO APARTMENTS PROJECT

WHEREAS, The Housing Authority of the City of Boulder, Colorado d/b/a Boulder Housing Partners (the “Authority”) was legally established with the Colorado Secretary of State on September 22, 1966; and

WHEREAS, the Authority is authorized and empowered by Part 2, Article 4, Title 29 of the Colorado Revised Statutes, as amended (the “Act”) and the Supplemental Public Securities Act, Part 2, Article 57, Title 11 of the Colorado Revised Statutes, as amended (the “Supplemental Act”) to issue its revenue bonds for the purpose of providing multifamily residential housing that substantially benefits persons of low income; and

WHEREAS, the Authority intends to issue and sell an aggregate principal amount not to exceed \$10,000,000 of its Multifamily Housing Revenue Bonds (Ciclo Apartments Project) Series 2018 (the “Bonds”) pursuant to the Act and the Supplemental Act to finance a portion of (i) the acquisition, construction, improvement, expansion, equipping and placing in service of an approximately 38-unit multifamily housing project located at 3390 Valmont Road, Boulder, Colorado (the “Development”); (ii) the funding of any reserves or capitalized interest; and (iii) the payment of the costs of issuance of the Bonds (the “Project”); and

WHEREAS, the Authority will enter into a loan agreement or other type of financing agreement (the “Financing Agreement”) pursuant to which the Authority will loan the proceeds of the Bonds to an affiliated to-be-formed special purpose entity (the “Borrower”); and

WHEREAS, the Development is located within the boundaries of the City of Boulder, Colorado; and

WHEREAS, the Project will qualify as a “project” within the meaning of the Act; and

WHEREAS, the Board of Commissioners of the Authority (the “Board”) has concluded that the Project is consistent with the goals and objectives of the Authority; and

WHEREAS, the Authority intends to enter into a partnership arrangement with the Borrower in order to facilitate the financing of the Project; and

WHEREAS, the Borrower will own and operate the Development; and

NOW THEREFORE, be it resolved by the Board of Commissioners of the Housing Authority of the City of Boulder, Colorado d/b/a Boulder Housing Partners, as follows:

In order to finance the Project, the Authority shall, subject to the provisions hereof, take all necessary and advisable steps to effect the issuance of the Bonds pursuant to the Act and

Supplemental Act in an aggregate principal amount not to exceed \$10,000,000, which amount shall be determined by the Authority in a bond resolution to be considered for adoption at another meeting. The Bonds shall not constitute the debt or indebtedness of the Authority or a multiple-fiscal year direct or indirect debt or other financial obligation of the Authority whatsoever, within the meaning of any provision or limitation of the Constitution or statutes of the State of Colorado (the "State"), and shall not constitute nor give rise to a pecuniary liability or financial obligation of the Authority. The Bonds shall never be deemed to be an obligation of any officer, agent or employee of the Authority in such person's individual capacity, and no such person shall be subject to personal liability by reason of the issuance of the Bonds. The Bonds shall be special, limited obligations of the Authority and payable solely from and secured by a pledge of revenues derived from and payable by the Borrower pursuant to the Financing Agreement with the Authority. No Board member, officer, official, employee or agent of the Authority shall be subject to any personal liability in connection with the Bonds, the Project or the provisions of this Resolution.

The Board hereby finds, determines, recites and declares the Authority's intent that this Resolution constitute an official indication of the present intention of the Authority to issue the Bonds as herein provided, subject to: (a) the delivery of an approving opinion of Bond Counsel to the Authority; (b) the Borrower obtaining sufficient debt and equity financing acceptable to the Authority; (c) the execution and delivery by the Borrower of indemnity agreements and agreements providing that the Borrower pay or reimburse the costs and expenses of the Authority, all to the satisfaction of the Authority; and (d) the adoption of a final bond resolution by the Board. The Authority's discretion to accept or not to accept items relating to the Project or additional financing therefor or relating to credit, security, sale or marketing aspects of the Bonds is intended for the protection of the Authority's interest, and any such acceptance shall not be construed to impose upon the Authority any duties to, nor to confer any rights against the Authority upon, any bondholders, investors or other third parties.

No costs or expenses whether incurred by the Authority or any other party in connection with the issuance of the Bonds or the preparation or review of any documents by any legal or financial consultants retained in connection herewith shall be borne by the Authority. The Authority shall have the right to select and retain legal, financial and other consultants in connection with the proposed financing, and all fees, costs and expenses of such consultants, along with all other such costs and expenses shall be paid from the proceeds of the Bonds or otherwise borne by the Borrower regardless of whether the Bonds are issued. The Authority may require such deposits or advances as it deems desirable for such fees, costs and expenses, and may require reimbursement of any such fees, costs and expenses paid by the Authority.

Prior to the execution of the Financing Agreement, any mortgage, indenture of trust, bond purchase agreement or any other necessary documents and agreements in connection with such Bonds, such documents and or agreements shall be submitted for approval to the Authority, and, if satisfactory to the Authority, their execution shall be authorized by resolution of the Board pursuant to law.

The Authority hereby desires to declare its official intent, pursuant to 26 C.F.R. § 1.150-2, to issue the Bonds and thereby permit the Authority and the Borrower to reimburse themselves from proceeds of the Bonds for certain expenditures incurred in connection with the Project prior to issuance of the Bonds.

The Authority hereby awards the Project up to \$10,000,000 of its private activity bond volume cap allocation (or such lesser amount as is needed to issue the Bonds on a tax-exempt basis).

The Board hereby appoints Kutak Rock LLP as bond counsel for the Bonds.

All commitments of the Authority contained herein are subject to the condition that within 36 months of the date hereof, or such shorter period of time available under applicable law, unless otherwise extended by the Authority, the Bonds to be issued pursuant hereto shall be issued and sold. In the event that the Bonds to be issued pursuant hereto are not issued within 36 months, or such shorter period of time available under applicable law, the Authority shall be under no obligation to perform any of the terms and conditions contained herein.

All actions not inconsistent with the provisions of this Resolution heretofore taken by the Board or any officer or employee of the Authority in furtherance of the issuance of the Bonds are hereby ratified, approved and confirmed.

All resolutions or parts thereof concerning the subject matter hereof in conflict with this Resolution are hereby repealed to the extent of such conflict. This repeal shall not be construed to revive any resolution or part thereof, heretofore repealed.

The agreements of the Authority set forth above are expressly conditioned upon the ability and willingness of the Authority to issue the Bonds as tax-exempt obligations under the Internal Revenue Code of 1986, as amended. Nothing contained in this Resolution shall be construed as requiring the Authority to issue the Bonds and the decision to issue the Bonds shall be in the complete discretion of the Authority.

If any section, paragraph, clause or provision of this Resolution, with the exception of any section, paragraph, clause or provision limiting the Authority's financial obligation, shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

This Resolution shall take effect immediately upon its introduction and passage.

PASSED, ADOPTED AND APPROVED this 9th day of May, 2018.

HOUSING AUTHORITY OF THE CITY OF
BOULDER, COLORADO d/b/a BOULDER
HOUSING PARTNERS

[SEAL]

Chair, Board of Commissioners
Housing Authority of the City of Boulder

ATTEST:

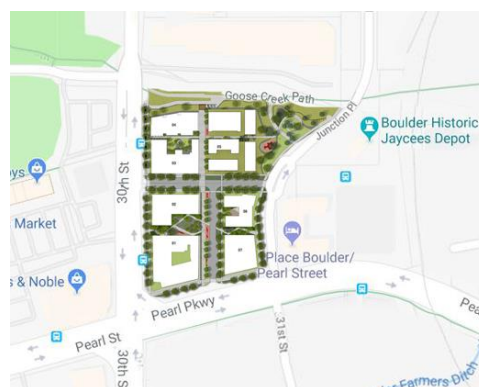
Executive Director

MEMO

To: Board of Commissioners
From: Jeremy Durham and Laura Sheinbaum
Date: May 9, 2018
Re: 30th and Pearl Update

Background

The City of Boulder released an RFP in March 2017 to select a development partner to redevelop the former Pollard Jeep site, approximately 4.8 acres located on the northeast corner of 30th and Pearl Street. City priorities for the property include the provision of a minimum of 50% affordable housing at a range of AMIs, housing types, sizes and tenure; inclusion of affordable commercial space, access, mobility and parking; and adherence to the City’s bold sustainability goals through Form Based Code. The City selected Zocalo Community Development after a robust vetting process. BHP partnered with Zocalo Development on the affordable housing component. The rest of the Zocalo team includes Coburn Partners, Shears Adkins Rockmore, and Caddis for design, and Boulder Housing Coalition as the co-op housing partner.



Analysis

This mixed-income, mixed-use development proposes approximately 332 units (167 affordable rental, 12 affordable for-sale, and 153 market rate for-sale). Below is a table identifying the details of the affordable units.

	Affordability	# Efficiency units	# of 1 bedroom units	# of 2 bedroom units	# of 3 bedroom units	# of townhome units	Total	% of Total
PERMANENTLY AFFORDABLE RENTAL	30% AMI	2	1	1	1	0	5	2%
	40% AMI	3	1	1	1	0	6	2%
	50% AMI	9	5	2	2	0	18	5%
	60% AMI	45	48	37	7	0	137*	41%
	60% AMI	0	0	0	0	0	1**	0.3
	Total		59	55	41	11	1	167
PERMANENTLY AFFORDABLE OWNERSHIP	70% AMI	0	0	0	0	0	0	0%
	80% AMI	0	0	4	0	0	4	1%
	100% AMI	0	0	3	0	0	3	1%
	120% AMI	0	0	4	0	1	5	2%
	Total		0	0	11	0	1	12

BHP will own and manage the 167 affordable units. 48 of the affordable units will be in a co-housing inspired building but will operate first as a tax credit rental property. There will also be co-op housing at the property that will be owned and managed exclusively by Boulder Housing Coalition.

Zocalo and BHP continue to work on a Term Sheet to govern the contractual relationship between our two entities. Terms include:

- Identification of the entity structure for the tax credit partnership;
- Details regarding the development management agreement;
- Identification of insurance coverage and types;
- Specification of roles in development activities;
- Engagement in major decision approval process;
- Provision for which entity provides which guarantees; and
- Requirements for the transfer of the General Partnership from Zocalo to BHP.

Zocalo is working with the design team and the City planning department on entitlements for the project. 30th and Pearl will be one of the first developments to utilize Form Based Code, and the goal is to adhere to that set of specifications without deviation. Form Based Code was implemented by the City for certain areas of Boulder to enable a more efficient review of design submittals.

Below is the timeline for the project. Financial closing and construction start must occur by December 31, 2019, in order to preserve the QCT, which enables a 30% boost in tax credits for the project.

May 2018-August 2019	Entitlement with the City including design, and parking
June 2018	BHP and Zocalo Approval of Term Sheet Agreement
December 2018	BHP and Zocalo Approval of “Omnibus Agreement”
January 2019	Submit Application for 4% and State Tax Credits to CHFA
December 2019	Financial Close and Construction Start
March 2021	Construction Completion and Lease Up

MEMO

To: Board of Commissioners
From: Jeremy Durham and June Ramos
Date: May 9, 2018
Re: **Board of Commissioners Working Agreements**

Attached is a draft set of working agreements and a framework for decision making that June Ramos and I have prepared based on the discussions at two facilitated workshops that have taken place this year. The Board may consider adopting these as governance documents for the Board, either as presented or with amendments, or the Board may ask for more substantial amendments to be brought back at a future meeting.

Boulder Housing Partners Board of Commissioners

Working Agreements:

*We always focus on our obligation to the organization and our end users.
Ask, "Does this help us further the Vision, Mission, Values, and Strategic Goals
of the organization?"*

1. We are open to giving and receiving respectful feedback
2. We avoid personal attacks, isolate and be hard on issues, be soft on people
3. We are open, honest, and authentic in our communication with each other
4. We operate with compassion for each other, and therefore we assume positive intent and we give the benefit of the doubt
5. If there is a miscommunication, conflict, or problem between commissioners, we take responsibility to reach out and clean it up within a timely manner
6. If a problem arises that cannot be resolved in a one-on-one conversation with each other, we use a situationally-appropriate escalation process aimed at protecting the organization and our residents. For example, first we go to the chair (unless the problem is with the Chair), then to the Vice-Chair (unless the problem is with the Vice-Chair), then to the Executive Director (unless the problem is with the Executive Director), and finally we'll go to the Mayor that ultimately appoints the Board
7. We use peer accountability to reinforce our working agreements

Framework for Decision Making:

When evaluating decisions or determining what matters BHP should spend time on, in accordance with our fiduciary duties to always act in the best interest of the organization, we consider the following questions:



4800 N. Broadway, Boulder, CO 80304
Phone: 720-564-4610
Fax: 303-939-9569
www.boulderhousing.org
Hearing Assistance: 1-800-659-3656

1. Does this idea/action item further the goals of the organization?
2. Is this relevant and helpful for our constituents/customers?
3. What is the impact on staff?
4. What is the impact on budgets?
5. Is it strategic or operational?
6. Is this within our span of control?

Adopted and approved this 9th day of May 2018.

THE HOUSING AUTHORITY OF THE CITY OF
BOULDER, STATE OF COLORADO

SEAL

Valerie Soraci,
Chairperson, Board of Commissioners
Housing Authority of the City of Boulder

ATTEST:

Jeremy Durham
Executive Secretary