



Boulder County Housing Authority (BCHA) Board Resolution 2024-01

A resolution of the Board of the Housing Authority of the County of Boulder, Colorado (“BCHA”) delegating authority to the Interim Director and her designees to take certain actions on behalf of BCHA; approving and authorizing the execution and delivery of certain types of documents for management of BCHA; and providing for repeal of any inconsistent prior resolutions of BCHA.

Recitals

- A. The Board of BCHA (the “Board”) has appointed an Interim Director to manage the affairs of BCHA and the Interim Director is also the Secretary for BCHA.
- B. The Board desires to clarify lines of authority and formally delegate certain powers to the Interim Director.
- C. C.R.S. §29-4-504(5) provides that BCHA may delegate to one or more of its agents or employees such powers or duties as it may deem proper.
- D. The Board recognizes that BCHA is a large entity and duties are often delegated by the Interim Director to other identified staff.
- E. The Board desires to authorize the Interim Director to further delegate, in her discretion, Interim Director powers to qualifying staff.
- F. Specifically, the Board recognizes that the management of BCHA’s property inventory, including leasing to qualifying residents, involves numerous staff members and it is appropriate that the Interim Director delegate the execution of leases to staff.
- G. The Board also recognizes that BCHA regularly submits grants and funding requests to numerous agencies and specifically authorizes the Interim Director to execute and deliver grant applications and funding applications on behalf of BCHA and documents needed to continue the financing review process.
- H. The Board understands that the planning and development process requires the submission of applications and other materials to various agencies and recognizes that the Interim Director should have the authority to execute and deliver these materials to initiate entitlement review and continue the development and financing review process.
- I. The Board understands that execution of real property purchase and sale agreements is often time sensitive and, in certain circumstances, execution by the Interim

Director is reasonable and appropriate so long as the agreement affords BCHA adequate rights during the due diligence period and the Board retains authority to approve the transaction prior to closing.

J. The Board wishes to confirm the authority of the Interim Director to establish BCHA bank accounts and establish fiscal policies for BCHA.

K. The Board recognizes that management of certain BCHA affairs often requires engagement of legal counsel outside of the organization, and occasionally BCHA is asked to waive conflicts of interest that arise in connection with representation of other of counsel's clients, but only when counsel is confident that the conflict presents no substantial risk to its commitment and dedication to BCHA's interests.

L. The Board wishes to confirm that BCHA has adopted the Boulder County Policy and Procedures Manual (the "Manual"), including without limitation, adopting Boulder's County procurement and contracting policies and Boulder County's human resources policies.

M. The Board also desires to reappoint the Clerk to the Board of County Commissioners as Assistant Secretary to BCHA, for the purposes of signing and attesting Authority documents as an alternative to the Interim Director/Secretary.

N. The Board previously adopted (1) Resolution 2023-01, which delegated authority to the Executive Director and her designees to take certain actions on behalf of BCHA, approved and authorized the execution and delivery of certain types of documents for management of BCHA, and provided for repeal of any inconsistent prior resolutions of BCHA, and (2) Resolution 2023-11, which recognized and accepted the resignation of the Executive Director and appointed an Interim Director to assume her duties. The Board intends that this Resolution supersede all previous resolutions on this subject, including Resolutions 2023-01 and 2023-11.

Therefore, the Board resolves:

1. The Interim Director of BCHA is authorized to sign leases for BCHA property and is further authorized to delegate signing authority to qualified BCHA staff, as determined by the Interim Director. This delegation includes residential and commercial leases executed in the normal course of business for BCHA where BCHA is the landlord. Any lease that is an expenditure for BCHA which will exceed \$100,000 for any one year of the lease term (unless a higher amount is specified in an Emergency or Disaster Declaration) requires approval by the Board or County Administrator, consistent with the Manual. Leases executed by the Interim Director and her staff prior to this resolution are hereby ratified and confirmed.

2. The Interim Director is authorized to sign grant applications, requests for funding, and associated documents necessary for review and consideration of such proposals, and is further authorized to delegate signing authority to qualified BCHA staff, as determined by the Interim Director.

3. The Interim Director is authorized to sign development applications, annexation petitions and similar documents to initiate or continue planning processes for BCHA properties, to respond to requests from the reviewing jurisdictions and execute plat maps, subdivision agreements, site plans, development incentive agreements, performance guaranties, and similar

final documents for entitlements. The Interim Director is further authorized to delegate signing authority to qualified BCHA staff, as determined by the Interim Director.

4. The Interim Director shall request that the Board execute, or specifically authorize the Interim Director to execute, all real estate conveyance documents (except leases described in Section 1 above), financing documents, grant agreements, and other instruments and resolutions creating binding obligations for development of BCHA properties (except for entitlement documents described in Section 3 above). In addition, the Interim Director shall request that the Board or County Administrator, consistent with the Manual, execute, or specifically authorize the Interim Director to execute, contracts and other obligations for expenditures by BCHA in excess of \$100,000 (or higher amount if specified in an Emergency or Disaster Declaration); provided, however, that the Board authorizes the Interim Director to sign purchase and sale agreements for real property without Board approval, so long as the agreement includes appropriate language allowing BCHA to terminate based on adverse information obtained during the due diligence period, and allows sufficient time for the Board to schedule a public meeting to review and approve the proposed purchase or sale transaction prior to closing.

5. The Assistant Secretary for BCHA shall have the power to attest documents signed by the Board and certify resolutions. The Clerk to the Board of County Commissioners of Boulder County, and her designees, shall serve as the Assistant Secretary for BCHA. The Secretary to BCHA will continue to have the authority to attest and certify documents.

6. BCHA ratifies and confirms its adoption of the Manual, as now existing and hereafter amended, including without limitation, all human resources policies and all finance, budget, purchasing and contracting policies, except (a) that BCHA shall follow federal and state policies that apply to federal and state funding received by BCHA, (b) to the extent that a statute expressly does not apply to BCHA, such as the local government budget law, and (c) as otherwise specified in this Resolution (such as the Interim Director's authority to sign grant applications).

7. The Interim Director is authorized to establish financial accounts for BCHA funds and for BCHA projects, including accounts established with the U.S. Department of Housing and Urban Development and accounts created for LLCs or other entities created by BCHA to further its statutory purposes and mission. The Interim Director is further authorized to sign checks for the payment of authorized amounts and to make authorized disbursements. The Interim Director shall maintain books of account and establish systems to reflect and monitor BCHA's financial positions. The Interim Director is further authorized to certify the results of any annual audit conducted by an independent auditing firm at BCHA's request.

8. The Interim Director is authorized to waive conflicts of interest if requested by outside legal counsel in cases where such legal counsel has determined that the conflict presents no substantial risk to its commitment and dedication to BCHA's interests.

9. The Interim Director is authorized to execute contracts with beneficiaries of BCHA single-family homeowner rehabilitation or construction program funds, including contracts involving dollar amounts greater than \$100,000, so long as doing so will not violate any federal, state, or local laws nor cause a default under any contracts to which BCHA is a party.

10. The Interim Director is authorized to execute subordination agreements requested by lenders or other parties, so long as sufficient equity remains in the subject property to protect BCHA's security position and subordination will not violate any federal, state, or local laws nor cause a default under any contracts to which BCHA is a party.

11. The Interim Director is authorized to further delegate to qualified BCHA staff any of the responsibilities and functions described in this Resolution, so long as the Interim Director maintains a written record of all such delegations, which records will be available upon request.

12. This Resolution shall become effective immediately upon its passage and expire at 11:59 p.m. on the evening prior to the 2025 Boulder County Reorganization meeting unless sooner repealed. All prior resolutions are hereby repealed to the extent inconsistent.

Adopted and approved this 9th day of January, 2024.

BOARD OF HOUSING AUTHORITY OF
THE COUNTY OF BOULDER, COLORADO,
a public body corporate and politic

By _____
Chair

Attest:

By _____
Assistant Secretary