



## I. CALL TO ORDER

Nancy Backus called the virtual meeting to order at 1:03 PM.

### a. ROLL CALL/ESTABLISHMENT OF QUORUM

**Executive Board members present:** Nancy Backus, City of Auburn; Dana Ralph, City of Kent; Brian Wilson, City of Burien; Traci Buxton, City of Des Moines; Brian Davis, City of Federal Way; Sunaree Marshall, King County; Sue-Ann Hohimer, City of Normandy Park; Ryan McIrvine, City of Renton; Tom McLeod, City of Tukwila.

**Other attendees:** Angela San Filippo, SKHHP; Trish Abbate, SKHHP; Colleen Brandt-Schluter, City of Burien; Joy Scott, City of Auburn; Mark Santos-Johnson, City of Renton; John Howell, Cedar River Group, Robert Feldstein, Cedar River Group; Alexis Mercedes-Rinck, King County Regional Homelessness Authority; Hannah Bahnmiller, City of Renton; Marty Kooistra, Housing Development Consortium; Alanna Peterson, Pacifica Law Group; Nicole Nordholm, City of Des Moines; Dafne Hernandez, City of Covington; Patience Malaba, Housing Development Consortium

## II. REVIEW AGENDA/AGENDA MODIFICATIONS

Angela San Filippo added an agenda item to discuss the status of virtual meetings in the future.

## III. APPROVAL OF MAY 21, 2021 MINUTES

Traci Buxton moved to approve the May 21, 2021 minutes; Tom McLeod seconded the motion. Motion passed unanimously (9-0).

## IV. OLD BUSINESS

### a. SKHHP Housing Capital Fund and 501(c)(3) with Cedar River Group

#### i. Process for decision making

Robert Feldstein displayed updated slides illustrating the position of the 501c3 board in the work flow between the Advisory Board and the Executive Board and emphasizing the role of SKHHP staff to do the bulk of practical compliance review as the first step in the process, while clarifying that public funding will not be reviewed by the 501c3 board. Feldstein also highlighted that if the SKHHP Foundation is very successful, there may be additional costs associated with staff time and that additional resources for staffing may be required.

Discussion occurred around the legal requirement for the existence of the 501c3 board vs. the Executive Board performing the mission compliance function.

John Howell presented the following questions:

*Do you have any questions about the proposed role of the three boards?*

*Do you agree with the order in which the three boards will carry out their roles?*

Discussion occurred about the ability to edit the process once work begins and we have real time results with the conclusion that processes can be changed by resolution. General agreement on proposed roles and order of review.

*Does this recommendation provide the Executive Board with the appropriate level of authority/control over funding decisions?*

Dana Ralph expressed concern over ability of Executive Board/individual jurisdictions to say no after staff, the Advisory Board and the 501c3 have made a recommendation and how contentious it could be at that point. Howell explained ongoing work with staff work group around defining community support and including community support in criteria. Mark Santos Johnson suggested perhaps asking for letters of support from the local government, which was endorsed by Ryan McIrvine, Traci Buxton, Dana Ralph, and Brian Wilson. Discussion that underscored the importance of this detail occurred. Sunaree Marshall presented the idea that in terms of jurisdictional support, it is equally important to keep in mind fair housing laws and case law, and projects that promote racial integration.

*For those Councils who will need to approve their capital contributions to a project, will this process be acceptable for your elected council peers?*

Ralph suggested board members and staff should begin socializing these ideas as soon as possible. McIrvine underscored the importance of early vetting of the process but the main concern is if there wasn't any vehicle for contribution but ultimately, the sooner the better for including councils. Wilson suggested creating a community engagement plan early on and being intentional about community notification and engagement and that being realistic about the time required for this part of the process is important.

Howell shared that further discussion about timeline details will occur during next month's meeting. Traci Buxton suggested that we create a standing agenda item for housing capital fund updates so that the Executive Board can remain as updated as possible.

*Do you agree with the recommendation that the 501c3 Board will make decisions about which private fund sources to pursue (in consultation with the Board and staff about SKHHP priorities)?*

Tom McLeod asked about the mechanism for consent and Howell explained that it is not yet determined but he imagines the Executive Board members who are also on the 501c3 board would be the liaison. McLeod asked for clarification around veto power if the Executive Board and 501c3 board disagree on a private funding source. Howell commented that there will be overlap and also that appointments to the 501c3 will be rooted in alignment so it is unlikely to face disagreement.

Next steps include developing timeline for anticipated capital fund process, include description of 501c3 board roles in bylaws, continue conversations with SKHHP staff work group to provide recommendations about capital fund creation and returning to the Executive Board with staff work group recommendations and proposed timeline.

## **V. SKHHP Foundation**

### **i. 501(c)(3) bylaws**

### **ii. 501(c)(3) articles of incorporation**

Alanna Peterson introduced the 501(c)(3) bylaws and explained that the bulk of the language is required by law and cannot be changed and that both the bylaws and articles of incorporation have been intentionally kept high level and can be thought of as a framework. As we gain experience and start implementation we can add more detail and initiate amendments as necessary.

Board composition:

- Foundation Board 3-7 members
- Up to 3 members are SKHHP staff or Executive Board members
- Remaining members must be “representatives of community-based or nonprofit organization related to affordable housing development, the provision of homelessness services, or housing-related advocacy in South King County”
- Members serve for two years
- No term limits to start to allow for flexibility, but, if desired, term limits can later be imposed by a majority vote of the board

Discussion around term limits occurred based around introducing policy before personality and the discomfort and challenges around the reverse order. Additional comments were shared about the importance of staggering terms so the entire board does not turn over at once. Two terms with a possible third term was proposed.

Initial Foundation Board:

- Members of the initial board will be identified in the Articles of Incorporation, which are subject to the approval of the SKHHP Executive Board
- The SKHHP Executive Board can appoint the minimum number of Foundation Board members now (3), and appoint any additional members pursuant to the bylaws after the foundation is formed
- The SKHHP Executive Board will discuss and approve initial Foundation Board members at next meeting

Applying for and Obtaining Grant Funds:

- The Foundation Board will coordinate with the SKHHP Executive Board to decide whether and when to apply for private grant funding
- All grant funds received by the foundation will be deposited into the SKHHP housing capital funds account

Decision-making process for private grant funds

- The Advisory Board will transmit its recommendations for private grant funding to the Foundation Board
- The Foundation Board will review the recommendations for two limited purposes:
  - o Do the recommendations further the charitable purposes of the foundation?

- Are the recommendations consistent with any and all requirements, restrictions, or conditions applicable to the grant funds?
- Within 30 days of receiving the Advisory Board recommendations, the Foundation Board will inform the SKHHP Executive Board that:
  - The Foundation Board approves the recommendations; or
  - The Foundation Board does not approve the recommendations and identify the specific bases for its disapproval, including whether and how the recommendations do not further its charitable purposes or are inconsistent with the requirements, restrictions, or conditions applicable to the grant funds

**b. Resolution 2021-03: 2022 Work plan and budget**

San Filippo reviewed the process and highlighted edits made in response to feedback from last meeting:

Mission statement now reads: South King County jurisdictions working together and sharing resources to create a coordinated, comprehensive, **and equitable** approach to increasing housing stability, **reducing homelessness**, and producing and preserving quality affordable housing in South King County.

SKHHP Objectives now read:

- Share technical information and resources to promote sound housing policy
- Coordinate public resources to attract greater private and public investment **for** affordable housing in South King County
- Provide a unified voice to advocate for South King County needs, local, regional, **and state** levels

2022 SKHHP Budget priorities include:

- Balanced budget that includes two full time positions
- Develop compensation structure for Advisory Board members

San Filippo provided a scenario for two full time staff and Advisory Board compensation at flat rate of \$100/month, which calls for a 15% increase each year between 2022-2026 and a second scenario for two full time staff without Advisory Board compensation, which calls for a 15% increase each year between 2022-2025.

Discussion around budget scenarios occurred and concerns were expressed over increased contributions. Board members requested more time to work through this process before approving the budget. San Filippo agreed to provide more details and comparisons to share with finance departments and staff at next month’s meeting.

**VI. NEW BUSINESS**

**VII. UPDATES/ANNOUNCEMENTS**

State eviction moratorium extended to September 30, 2021.

SKHHP Advisory Board priority application deadline is June 30, 2021.

Next month agenda item to discuss future Executive Board meetings status regarding virtual or in person. July meeting remains virtual.

**VIII. NEXT MEETING – JULY 23, 2021 – 1-3pm**

**IX. ADJOURN**

Backus adjourned the meeting at 3:09pm.