

HOUSING FOUNDATION, INC.  
SPECIAL MEETING  
December 21, 2023

Minutes

1. The Special meeting of the Board of Directors of the Housing Foundation, Inc. was held remotely via Zoom. The meeting was called to order at 12:37 p.m. by President Alex Farrell; and upon roll call, the following Directors answered present: Alison Bell, Vice-President, Kathleen Berk, Secretary; Mary Houghton; and David Muzzy.

VSHA Executive Staff Present: Susan Kuegel, Director of Property and Asset Management; Ellen Danahy Liptak, Director of Human Resources and Administration; Kelly Pembroke, Chief Financial Officer.

2. Members of the Public Present: None
3. Establish Quorum

A quorum was established with at least four members of the Board of Directors present at any time.

4. Agenda Review

There were no changes to the meeting agenda.

5. Resolution – Transfer of Mobile Home Parks

Houghton moved, seconded by Bell that the following Resolution be adopted:


RESOLUTION NO. 1: that pursuant to the terms of HFI Governance Reorganization Agreement dated as of June 22, 2023, the HFI Board of Directors hereby authorizes the Secretary of the Corporation or her designee to (i) negotiate, execute, and deliver all documents in furtherance of the transfer of the thirteen mobile home parks as described in Exhibit A attached hereto from the Vermont State Housing Authority to The Housing Foundation, Inc., including without limitation all tax forms, consents, covenants, mortgages, and certification; (iii) make delivery of all documents necessary to the transfers; (iv) accept delivery of all deeds and related documents; (v) pay all expenses, tax obligations, and other closing charges in

connection with the transfers, and (vi) perform any pre- and post-closing obligations in connection therewith. All prior acts of the Secretary or any other HFI employee or representative undertaken in connection with said acquisition are hereby ratified and affirmed.

The motion passed unanimously.

With no other business, the meeting was adjourned at 12:42 p.m.

Respectfully submitted,

  
Kathleen R Berk  
Secretary

/edl

