Approved by the Board of Commissioners on September 17, 2019

Minutes of the Special Meeting of the Housing Authority of the City of Bristol

September 09, 2019
Cambridge Park Community Room – 164 Jerome Avenue, Bristol

Chair Bouffard called the meeting to order at 5:00 p.m.

1. **Roll Call**

   **Present**
   - Rickey Bouffard, Chair
   - Brian S. Suchinski, Vice-Chair
   - David R. Godin, Tenant Commissioner
   - Andrew D. Thyme, Commissioner
   - Greg Klimek, Commissioner

   Also present: Mitzy Rowe, Chief Executive Officer; Michael Kavanaugh, Executive Assistant to the CEO

2. **Review and Take Action on Resolution no. 1343 Amending the Certificate of Incorporation for the Bristol Neighborhood Development Corp.**

   The CEO explained to the Board that a Bristol Housing Authority resolution was required in order for the Bristol Neighborhood Development Corp. to pass a resolution (BNDC Resolution #0024) in order to file a Certificate of Amendment required by the IRS.

   Director Godin made a motion to waive the reading and approve Resolution #1343 Approving Certificate of Amendment for Connecticut Nonstock Corporation Known as Bristol Neighborhood Development Corp. and attach a copy to the minutes, and the motion was seconded by Director Klimek.
RESOLUTION #1343

A RESOLUTION APPROVING CERTIFICATE OF AMENDMENT FOR CONNECTICUT NONSTOCK CORPORATION KNOWN AS BRISTOL NEIGHBORHOOD DEVELOPMENT CORP.

WHEREAS, The Housing Authority of the City of Bristol (the "Authority") is the sole member of a Connecticut nonstock corporation named Bristol Neighborhood Development Corp. (the "Corporation"); and

WHEREAS, the Authority, as sole member of the Corporation, desires to amend the Certificate of Incorporation of the Corporation pursuant to the Certificate of Amendment in substantially the form attached hereto as Exhibit A (the "Certificate of Amendment").

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Authority:

Section 1. The foregoing "WHEREAS" clauses and the actions referenced therein are hereby ratified and confirmed as being true and correct and hereby incorporated herein.

Section 2. The Board of Commissioners of the Authority, as the sole member of the Corporation, hereby approves and adopts the Certificate of Amendment.

Section 3. The Chief Executive Officer of the Authority and such officers and employees of the Authority as the Chief Executive Officer shall designate (each, an "Authorized Officer" and, together, the "Authorized Officers"), are hereby authorized and directed to execute and file the Certificate of Amendment on behalf of the Authority, for itself and as sole member of the Corporation, and to execute and deliver on behalf of the Authority, for itself and as sole member of the Corporation, such other documents, instruments, assignments, certificates, affidavits and agreements in the name of or on behalf of the Authority that may, in the reasonable discretion of the Chief Executive Officer, be necessary, advisable or appropriate in connection with the filing of the Certificate of Amendment.

Section 4. The Authorized Officers are hereby authorized and directed to take on behalf of the Authority, for itself and as sole member of the Corporation, all further actions that may, in the reasonable discretion of the Authorized Officers, be necessary, advisable or appropriate in connection with the filing of the Certificate of Amendment, including payment of any taxes, fees or other charges that may be due in connection with the foregoing.

Section 5. The Authorized Officers are hereby authorized and directed to take such actions and to execute such documents as may be necessary, advisable or appropriate in connection with the Corporation's tax exemption ruling with the Internal Revenue Service under Section 501(c)(3) of the Internal Revenue Code of 1986 and seeking state and local tax exemption for the Corporation, including payment of any taxes, fees or other charges that may be due in connection with the foregoing.

Section 6. The Board of Commissioners of the Authority hereby ratifies, confirms, and approves all lawful actions taken by the Chief Executive Officer or other officers, employees or Commissioner of the Authority, and all lawful papers and documents executed by any of the foregoing on behalf of the Authority where such actions, papers or documents effectuate the intent of this Resolution and the consummation of the transactions and matters set forth herein.
NOW THEREFORE, be it resolved that after discussion of said Resolution, Commissioner David Godin moved that said Resolution be adopted as presented. Commissioner Greg Klimek seconded this motion. The question being put upon the final adoption of said Resolution, the roll was called and vote was as follows:

Chair Bouffard
Vice Chair Suchinski
Commissioner Godin

 Commissioner Thyme
 Commissioner Klimek

The Chair declared said motion carried and said Resolution was adopted during the Board of Commissioners’ Special Meeting for Bristol Housing Authority on September 9, 2019.

The Housing Authority of the City of Bristol

Date: September 9, 2019

Rickey Bouffard, Chair
Board of Commissioners

CERTIFICATE OF AMENDMENT

(Please See Attached.)

Roll Call

Ayes

Chair Bouffard
Secretary/Treasurer Suchinski
Director Godin
Director Thyme
Director Klimek

Nays

There being no further discussion

UNANIMOUS VOTE, MOTION CARRIED

3. Adjournment

At 5:02 p.m. Director Klimek made a motion to adjourn the meeting, and the motion was seconded by Director Thyme.

There being no further discussion

UNANIMOUS VOTE, MOTION CARRIED

Approved and Certified for Filing:

Mitzy Rowe
Chief Executive Officer
Bristol Housing Authority

Date: September 17, 2019