

HOUSING OPPORTUNITIES COMMISSION OF MONTGOMERY COUNTY

10400 Detrick Avenue
Kensington, Maryland 20895
(240) 627-9425

Special Session Minutes

March 25, 2020

A Special Session of the Housing Opportunities Commission of Montgomery County was conducted via an online platform and teleconference on Wednesday, March 25, 2020, with moderator functions occurring at 10400 Detrick Avenue, Kensington, Maryland, beginning at 12:04 p.m. Those in attendance were:

Via Teleconference

Roy Priest, Chair
Frances Kelleher, Vice Chair
Richard Y. Nelson, Vice Chair
Pamela Byrd
Jackie Simon

Absent

Linda Croom

Also Attending/Teleconference

Stacy Spann, Executive Director
Christina Autin
Terri Fowler
Zachary Marks

Aisha Memon, General Council
Cornelia Kent
Kayrine Brown
Eugenia Pascual

Commission Support

Patrice Birdsong, Spec. Asst. to the Commission

I. ITEMS REQUIRING DELIBERATION and/or ACTION

1. Approval of the Second Amended and Restated Bylaws of the Housing Opportunities Commission of Montgomery County

Aisha Memon, General Council, was the presenter.

The following resolution was adopted upon a motion by Chair Pro Tem Nelson and seconded by Commissioner Simon. Affirmative votes were cast by Commissioners Priest, Kelleher, Nelson, Byrd, and Simon. Commissioner Croom was necessarily absent and did not participate in the vote.

RESOLUTION NO.: 20 -26

RE: Approval of the Second Amended and Restated Bylaws of the Housing

**Opportunities Commission of
Montgomery County**

WHEREAS, the Housing Opportunities Commission of Montgomery County (“HOC” or “Commission”), a public body corporate and politic duly created, organized, and existing under the laws of the State of Maryland, is authorized pursuant to the Housing Authorities Law, organized under Division II of the Housing and Community Development Article of the Annotated Code of Maryland (the “Act”), to carry out and effectuate the purpose of providing affordable housing and is governed by the Act and its bylaws;

WHEREAS, the Commission’s bylaws provide that at HOC’s regular monthly open meetings, one or more Commissioners may participate and vote on matters by teleconference or electronic medium as long as a quorum of the Commission participates, with at least two (2) Commissioners physically present;

WHEREAS, taking into account the technological advancements in remote meetings and potential situations wherein it is advisable to participate in meetings remotely, including states of emergency and other similar constraints, staff recommends amending HOC’s bylaws; and

WHEREAS, Article III, Section 2 of HOC’s bylaws shall be amended as follows: *“Regular Monthly Open Meetings.* The Commission shall hold regular monthly open meetings for the purpose of conducting any or all of its business at such time and location as it may determine by resolution or subject to a call by the Chair, provided that no less than one such regular meeting shall be held each month; provided, however, that the Chair and Executive Director may agree not to convene a regular monthly meeting in a specific month so long as the Commission provides the public with reasonable advance notice thereof in accordance with the State Open Meetings Act, Section 3-101 et seq. of General Provisions Article of the Maryland Annotated Code (the “Open Meetings Act”). One or more Commissioners may participate and vote on matters at a regular open meeting by teleconference or electronic medium as long as (i) a quorum of the Commission participates, ~~with at least two (2) Commissioners physically present and the remainder of the quorum participating through a teleconference or other electronic medium;~~ and (ii) all Commissioners, staff and members of the public can communicate and interact with each other clearly during the period of time scheduled for the deliberation and action, as well as view materials clearly, including the meeting agenda and all documents and materials to be considered or acted upon at the meeting. Notwithstanding the above, at the Annual Meeting, a quorum must consist of four (4) Commissioners physically present.”

NOW, THEREFORE, BE IT RESOLVED that the Housing Opportunities Commission of Montgomery County hereby approves and adopts the Second Amended and Restated Bylaws.

Based upon this report and there being no further business to come before this session of the Commission, the open session adjourned at 12:23 p.m. and reconvened in closed session at approximately 12:39 p.m.

In compliance with Section 3-306(c)(2), General Provisions Article, Maryland Code, the following is a report of the Housing Opportunities Commission of Montgomery County’s closed special administrative session held on March 25, 2020 at approximately 12:39 p.m. via an online platform and teleconference, with moderator functions occurring at 10400 Detrick Avenue, Kensington, MD 20895. The meeting was closed under the authority of Section 3-305(b)(13) to discuss confidential commercial and financial terms of a potential financial transaction.

The meeting was closed on a motion by Vice Chair Kelleher, seconded by Chair Pro Tem Nelson, with Commissioners Priest, Kelleher, Nelson, Byrd, and Simon unanimously voting in approval. Commissioner Croom was necessarily absent and did not participate in the vote. The following persons were present during the closed session: Roy Priest, Frances Kelleher, Richard Y. Nelson, Jr., Pamela Byrd, Jackie Simon, Stacy Spann, Kayrine Brown, Cornelia Kent, Aisha Memon, Eugenia Pascual, Zachary Marks, Christina Autin, Ian-Terrell Hawkins, and Patrice Birdsong.

In closed session, the Commission discussed the commercial and financial terms of a potential financial transaction. The following action was taken:

1. With a quorum present, the Commission duly adopted Resolution 20-27AS with Commissioners Roy Priest, Frances Kelleher, Richard Y. Nelson, Jr., Pamela Byrd, and Jackie Simon voting in approval, which approved increasing the PNC Bank, National Association Line of Credit to meet HOC's potential cash flow needs that may arise from the COVID-19 pandemic. Commissioner Croom was necessarily absent and did not participate in the vote.

The closed session was adjourned at 12:48 p.m.

Respectfully submitted,

Stacy L. Spann
Secretary-Treasurer

/pmb

Approved: April 1, 2020