

VERMONT STATE HOUSING AUTHORITY
REGULAR MEETING MINUTES
March 26, 2025

1. CALL TO ORDER & QUORUM

The Regular Meeting of the Vermont State Housing Authority was held at One Prospect Street, Montpelier, Vermont, allowing both in-person and remote attendance via Microsoft Teams. The hearing was called to order at 11:00 a.m. by Alex Farrell, Chairperson; and upon roll call, the following Commissioners answered present: Cory Richardson, Vice-Chairperson; Jo Ann Troiano; Mary Houghton; Linda Joy Sullivan; and Bryan Plant II. Absent: Aaron Jones.

Staff present: Kathleen Berk, Executive Director/Secretary; Kelly Pembroke, Chief Financial Officer; Elizabeth Bacon, Managing Director of Housing Program Administration; Susan Kuegel, Managing Director of Property and Asset Management; Ellen Danahy Liptak, Director of HR & Administration; Tyler Maas, Director of Programs and Housing Development; Daniel Blankenship, Homeless Services Coordinator and Policy Director; and Robert Abbott, Office Services Coordinator.

Guests and Members of the Public present: Dan Coppock, VSHASF/VSEA Representative; Ken Mergen, President of Retirement Plan Advisors (arrived at 11:28 am); Mike Smith, Gallagher Flynn & Co. (arrived at 12:30 am).

2. MEETING AGENDA

The agenda was modified to reflect guest presenters and maintain a quorum for any Board actions.

3. PUBLIC PARTICIPATION

There was no public participation.

4. MINUTES

The Board reviewed the minutes from the Regular Meeting held on January 22, 2025.

➤ Houghton motioned to approve the meeting minutes as presented. The motion was seconded by Sullivan. The motion passed unanimously.

5. SECRETARY'S REPORT

Berk informed the Board of the Continuing Resolution and spending bill which Congress passed earlier this month. The bill avoids a government shutdown and continues funding from FY24 throughout the remainder of the fiscal year.

Berk shared the Annual Compliance Report from HUD. We received a stellar review from HUD and she recognized the Contract Administration staff for the excellent work they do.

➤ Troiano moved to accept the Secretary's Report. The motion was seconded by Richardson. The motion passed unanimously.

6. FINANCES

Pembroke reviewed the Financials with the Board, noting VSHA is five months into their fiscal year. Referencing Berk's comments on the Continuing Resolution, Pembroke announced she had received word that their proration rate is projected to be 89%. VSHA also received an adjustment to the Unit Rate, which equates to \$.74 per occupied unit per month. She highlighted the increase in the assistance payments line item, demonstrating how much more it is costing simply to keep the same people housed in the same units.

Pembroke recently worked with a representative from the Northfield Savings Bank to move funds into money market accounts which increases the interest rates favorably.

Richardson commented about housing programs and funding that may be affected by decisions being made in Washington DC, specifically related to immigrants. Berk commented that she receives updates from the National Association of Housing and Redevelopment Officials (NAHRO). She asked Abbott to ensure Board Members are signed up for those updates. She continued that VSHA can assist non-eligible citizens as long as they have eligible immigration status. She concluded that VSHA has approximately 100 families that fall into that category, and she is aware of the discussions that could lead to a change of that status.

Pembroke explained the line item for administration expenses being over budget. This is mostly due to a settlement of \$17,500 which was negotiated to pay out to MRI, a former software provider of HAPPY Software. She is working with an attorney and insurance company to recoup some of those funds.

Pembroke updated the board on information technology. The new servers are working well. However, recently there have been a couple of VSHA employees that have been hit with a computer virus. The virus has not done any damage, but spreads by sending out an email to everyone on that employee's contact list. As a result, VSHA has been blocked by a few of our housing partners, and Pembroke is concerned that if it continues, VSHA could be blacklisted by Microsoft. The affected emails have a One Note attachment.

➤ Richardson motioned to accept the financials. The motion was seconded by Troiano. The Board unanimously approved the motion.

7. OTHER BUSINESS

Farrell briefly discussed the Resolution for Signatory Authority and then read the following aloud. Following such, he invited a motion to approve.

“WHEREAS, the Vermont State Housing Authority’s (VSHA) Board of Commissioners is empowered to grant signing and authority to certain person(s) described hereunder, and

WHEREAS, the Board of Commissioners is hereby authorized and approved to authorize and empower the Executive Director and Chief Financial Officer or designee(s) to sign, execute, and endorse on behalf of VSHA for all financial transactions, legal documents, and all other matters in the interest of prudent, efficient management of the Authority; and

WHEREAS, the Board of Commissioners is hereby authorized and approved to authorize and empower VSHA’s Managing Director of Housing Program Administration (HPA) to sign and execute documents related to Section 8, Project-Based Rental Assistance, rent increases, and all other matters in the interest of prudent, efficient management of the Division; and

WHEREAS, the Board of Commissioners is hereby authorized and approved to authorize and empower VSHA’s Managing Director of Property & Asset Management (P&AM) to sign and execute documents related to its budgets, reserve requests, contracts, and all other matters in the interest of prudent, efficient management of the Division; and

WHEREAS, the Board of Commissioners is hereby authorized and approved to authorize and empower VSHA’s Director of Human Resources & Administration (HRA) to sign documents to procure benefits and all other matters in the interest of prudent, efficient management of the Division; and

WHEREAS, the Board of Directors is hereby authorized and approved to authorize and empower VSHA’s Director of Special Programs to sign, execute, and endorse on behalf of VSHA for matters related to the Mobile Home Infill Program (MHIP);

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners that the Executive Director and Chief Financial Officer (or designee(s); the Managing Director of HPA; the Managing Director of P&AM; the Director of HRA; and Director of Special programs be authorized and approved to sign, execute, and endorse on behalf of VSHA as outlined above.

➤ Houghton moved to adopt the resolution as presented. Richardson seconded. The Board unanimously approved the resolution granting signatory authority.

Farrell then left the meeting at 11:30 am and Richardson took over the position of Chair.

Ken Mergen joined the meeting and briefed the Board on the overall structure of RPA (Retirement Plan Advisors) and how it assists the staff of Vermont State Housing Authority.

RPA's role is as a fiduciary and advisor, while Empower is the record keeper. Through his organization, staff have the option of investing through a 401(a) or 457(b) plan. Overall, Mergen believes that VSHA is in a very good place compared to other organizations of similar sizes. Mergen left the meeting at 11:55 am.

8. HOUSING PROGRAM ADMINISTRATION

Bacon refreshed the Board on the SEMAP findings from last year. She submitted the corrective action plan and received follow-up correspondence that she shared with the Board.

Bacon introduced Blankenship who informed the Board on trends he is seeing in the Homeless Prevention programs. One program is the Continuum of Care Program. He explained how the grant funding for this program runs one fiscal year behind other federal programs. He is currently budgeted for FY23, which means that funding has already been approved. Even though his next allocation of grants is level-funded and does not account for rent increases, he feels comfortable that we will not have to remove anyone from the program.

Blankenship said there has been talk of cuts to Medicaid, and if that were to happen, it would have an impact on matching services for the Shelter + Care grant. He included that there has been a leak of new grant agreement language that is not favorable to immigrants, DEI initiatives, or the "Housing First" model.

Bacon shared the HCV 2-year Tool with the Board. The tool shows the impact of under-utilization on the program and on VSHA's financials which recently led to a loss of \$60,000 in administrative fees. Bacon plans to issue more vouchers to make up for attrition. Currently there are 39 families per month that come off the program.

The Board took a break from the meeting at 12:11 pm and returned at 12:21 pm.

10. HUMAN RESOURCES & ADMINISTRATION

Liptak presented several policies for the Board's approval: Reasonable Accommodations, Alcohol, Drug Free Workplace, and Recruiting. Most had minor changes to update language.

➤ Troiano made a motion to approve the policies. Plant seconded. The policies were unanimously approved.

Mike Smith arrived at 12:30 pm.

11. EXECUTIVE SESSION

Richardson invited a motion to enter executive session to:

“Discuss contractual matters, as permitted under Vermont Statute Title 1, Section 313(a)(1A), in that premature public knowledge of the content of such discussions would clearly put VSHA at a substantial disadvantage; and that we reconvene in open session upon completion of this discussion.”

➤ Sullivan made a motion to go into Executive Session. Seconded by Plant. All voted in favor. The Board went into the Executive Session at 12:30 pm. Liptak and Pembroke were invited to stay.

The Board came out of the Executive Session at 1:10 pm with no action taken. Smith left the meeting at 1:10 pm.

9. PROPERTY & ASSET MANAGEMENT

Kuegel introduced a draft Management Agreement. She stated that it had already been reviewed by the HFI Operations Subcommittee. She would like to receive any changes or feedback so that she can present a final draft for approval at the next meeting.

Sullivan recommended having the agreement reviewed by an attorney to make some changes.

15. ADJOURN

The meeting adjourned at 1:22 pm.

Respectfully submitted,



Kathleen Berk
Executive Director/Secretary

/RTA

