

COMMISSIONERS' REGULAR BOARD MEETING

*March 20, 2024*

**Resolution(s) Passed:**

24-03 Resolution Approving a contract modification for a Security Camera System between the Richmond Redevelopment and Housing Authority and Ocean's 10 Security, LLC and authorizing the Chief Executive Officer, or their designee, to execute the Contract Modification on behalf of Richmond Redevelopment and Housing Authority

**MOTION:** (Hardiman/Jackson) Move to Adopt Resolution #1

**VOTE: Aye:** Blount, Broidy, Elliott, Hardiman, Jackson, Johnson, Lewis, Parker, Pitchford

**ABSTAIN:** None

**ABSENT:** None

24-04 Resolution which is a Technical Amendment to Res. 2023-42, to an already approved Contract by the Board of Commissioners, for the Continued Services by Tag Associates, Inc. for Real Estate Advisory Services related to the Financing, Acquisition, Disposition, Development or Redevelopment of Affordable Housing Assets

**MOTION:** (Hardiman/Parker) Move to Adopt Resolution #2

**VOTE: Aye:** Blount, Broidy, Elliott, Hardiman, Jackson, Johnson, Lewis, Parker, Pitchford

**ABSTAIN:** None

**ABSENT:** None

Resolution Approving the Selection of the Gilpin Court Co-Developer and Authorizing Richmond Redevelopment and Housing Authority's Chief Executive Officer a Master Development Agreement for Gilpin Court

***Note: Resolution #3 was not voted on. It will be voted on at the April 17, 2024 board meeting.***

24-05 Resolution of the Richmond Redevelopment & Housing Authority Authorizing the Compensatory Bonus of the Chief Executive Officer

**MOTION:** (Elliott/Hardiman) Move to Adopt Resolution #4

**VOTE: Aye:** Blount, Broidy, Elliott, Hardiman, Jackson, Johnson, Lewis, Parker, Pitchford

**ABSTAIN:** None

**ABSENT:** None

MINUTES OF THE REGULAR MEETING  
OF THE COMMISSIONERS OF  
RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY  
HELD AT 600 EAST BROAD STREET  
IN RICHMOND, VIRGINIA  
ON WEDNESDAY, MARCH 20, 2024

**Board of Commissioners**

**In Attendance**

Veronica Blount  
Barrett Hardiman  
Dyanne Broidy  
Kyle R. Elliott  
Eddie Jackson, Jr.  
Gregory Lewis  
Harold Parker, Jr.  
Charlene Pitchford, Vice Chair

**Commissioners Attending Virtually**

W. R. "Bill" Johnson, Jr., Chair

**RRHA Staff:**

Steven Nesmith, Chief Executive Officer

**Counsel**

Gerald Carter, Counsel

**Call to Order**

Vice Chair Charlene Pitchford called the meeting to order at 5:45 p.m. A quorum was established.

**Approval of Minutes**

The Minutes from the *February 21, 2024 Regular Board of Commissioners Meeting* were approved.

**Motion: (Hardiman/Parker) Move to adopt the Minutes from the February  
21, 2024 Regular Board of Commissioners Meeting**

**Motion Carried Unanimously**

**Absent: Johnson**

**Citizens' Comment Period**

No citizens had signed up to speak.

**Closed Session**

At 5:47 p.m., Commissioner Blount asked to go into Closed Session  
*I move that we go into a closed meeting to discuss the performance and salary of an RRHA employee as permitted by Section 2.2-3711(A)(1) of the Virginia Freedom of Information Act and some additional personnel matters.*

**Motion: (Blount/Hardiman) Move to enter closed session.**

**Motion Carried Unanimously**

**Absent: Johnson**

At 6:23 p.m., Commissioner Parker asked to come out of closed session to allow the Board of Commissioners to vote to allow Chair W. R. “Bill” Johnson to participate in the board meeting virtually from his home in Richmond, VA for personal reasons.

**Motion: (Parker/Hardiman) Move to come out of closed session to allow Chair W.R. “Bill” Johnson to participate in the March 20, 2024 Board of Commissioners meeting remotely.**

**Motion Carried Unanimously**

At 6:24 p.m., Commissioner Pitchford asked to enter closed session.

**Motion: (Pitchford/Parker) Move to enter closed session.**

**Motion Carried Unanimously**

At 7:59 p.m., Commissioner Pitchford asked to come out of closed session and read the Certification of Closed Meeting.

***CERTIFICATION OF CLOSED MEETING***

WHEREAS, the Board of Commissioners of Richmond Redevelopment and Housing Authority (the "Board") convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act.

WHEREAS, Section 2.2-3712(D) of the Code of Virginia of 1950, as amended requires a certification by the Board that such closed meeting was conducted in conformity with Virginia law.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Board.

**Motion: (Pitchford/Parker) Move to come out of closed session.**

**Motion Carried Unanimously**

**CEO Update**

CEO Steven Nesmith informed the Board that Priscilla Bartee is retiring from RRHA. He thanked Ms. Bartee for her service. Ms. Bartee thanked CEO Nesmith and the Board of Commissioners for giving her the opportunity to serve at RRHA.

**Resolutions**

***Agenda Item No. 1*** – Resolution Approving a contract modification for a Security Camera System between the Richmond Redevelopment and Housing Authority and Ocean’s 10 Security, LLC and authorizing the Chief Executive Officer, or their designee, to execute the Contract Modification on behalf of Richmond Redevelopment and Housing Authority

(24-03) WHEREAS the Richmond Redevelopment and Housing Authority (“RRHA”) entered into a contract with Ocean’s 10 Security, LLV on March 1, 2020 for a Security Camera System (“the services”); and

WHEREAS RRHA, and CHA Consulting, Inc. previously executed Contract Modification No. 1 on April 28, 2021, to add additional cameras to the Services; and

WHEREAS it is necessary for the Board of Commissioners of RRHA to take appropriate official action to approve the Contract Modification and to authorize the Chief Executive Officer, or his designee, to execute the Contract Modification on behalf of RRHA;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of RRHA that Steven B. Nesmith, in his capacity as Chief Executive Officer, is authorized to execute the contract Modification between RRHA and Ocean’s 10 Security, LLC. The total amount of the Contract Modification is not to exceed \$551,000.00.

**Motion: (Hardiman/Jackson) Move to adopt Resolution #1**

**Motion Carried Unanimously**

**Agenda Item No. 2** – Resolution which is a Technical Amendment to Res. 2023-42, to an already approved Contract by the Board of Commissioners, for the Continued Services by Tag Associates, Inc. for Real Estate Advisory Services related to the Financing, Acquisition, Disposition, Development or Redevelopment of Affordable Housing Assets

(24-04) WHEREAS, as part of the Richmond Redevelopment and Housing Authority's (the “**Authority**”) ongoing efforts to improve and expand the availability of affordable housing in the City of Richmond, the Authority has determined it to be advisable and in the best interests of the Authority to contract with a third party to provide real estate advisory services related to the financing, acquisition, disposition, development or redevelopment of affordable housing assets;

WHEREAS, TAG Associates, Inc (“**Contractor**”) is in the business of providing real estate advisory services and has significant experience providing such services to public housing authorities;

WHEREAS, Contractor was selected by the Housing Authority of the City of Atlanta, Georgia (the “**Atlanta Housing**”) to provide real estate advisory services for Atlanta Housing, pursuant to Request for Proposal #2018-0107 (the “**Atlanta Housing Procurement**”); and

WHEREAS, the board of commissioners (the “**Board**”) has determined it to be advisable and in the best interests of the Authority to enter into that certain contract for services by and between the Authority and Contractor substantially in the form attached hereto (the “**Contract**”) pursuant to which Contractor will provide real estate advisory

**and management improvement services (the “Transactions”) and the contract amount will not exceed \$398,630 annually.**

WHEREAS, in connection with the Contract, the Authority may enter into certain ancillary agreements as contemplated therein, and the Board has determined that such actions are advisable and in the best interests of the Authority.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE AUTHORITY THAT:

- I. The Transactions are hereby authorized, approved, adopted, ratified and confirmed in all respects.
- II. The Chief Executive Officer (the “CEO”), Steven Nesmith, is hereby authorized to negotiate, finalize and approve the terms and conditions of the Contract, in consultation with the Chairman of the Board (the “Chairman”), W.R. “Bill” Johnson, Jr., and legal counsel.
- III. The respective form, terms and provisions of the Contract, are hereby authorized, ratified and confirmed in all respects, and the CEO or his designee (each, an “Authorized Representative”), is hereby authorized, in the name and on behalf of the Authority to execute and deliver the Contract **in the amount of \$398,630 annually**, with such changes, additions and modifications as the CEO, in consultation with the Chairman, W.R. “Bill” Johnson, Jr., and legal counsel, may approve.
- IV. Any Authorized Representative is hereby authorized and empowered to take any and all action, to execute any and all documents, agreements, powers of attorney, instruments and certificates (including, without limitation, all notices, agreements and certificates required to be given or made under the Contract), in the name and on behalf of the Authority, as such Authorized Representative may deem necessary, advisable or appropriate to effectuate or carry out the purpose and intent of the foregoing resolutions and to perform the obligations of the Authority under such agreements and instruments.
- V. The actions heretofore taken by the Authorized Representatives in connection with the Contract and the transactions contemplated therein, all other exhibits, agreements, certificates and documents to be executed in connection with the Contract and the resolutions contained herein are hereby ratified and confirmed.
- VI. The Authorized Representatives are hereby authorized and directed to take any and all further actions, not inconsistent herewith, which may be necessary or desirable, to carry into effect the purpose and intent of these resolutions.

**Motion: (Hardiman/Parker) Move to adopt Resolution #2**

**Motion Carried Unanimously**

***Agenda Item No. 3*** – Resolution Approving the Selection of the Gilpin Court Co-Developer and Authorizing Richmond Redevelopment and Housing Authority’s Chief Executive Officer a Master Development Agreement for Gilpin Court

WHEREAS, on March 3, 2023, the Richmond Redevelopment and Housing Authority (“RRHA”) issued Request for Qualification 2023-13, a Co-Developer for Gilpin Court; and

WHEREAS, of all respondents evaluated, RRHA determined that Housing Restoration, Inc. (“HRI”) was the most qualified respondent whose proposal offered the most favorable terms to RRHA, its participant families, and the Richmond community at large; and

WHEREAS, by Resolution 23-36 approved on October 3, 2023, the Board of Commissioners (the “Board”) of RRHA authorized the selection of HRI as RRHA’s developer-partner for the redevelopment of Gilpin Court and the negotiations of the Master Development Agreement (the “MDA”) consistent with HRI’s proposal; and

WHEREAS, RRHA has negotiated a Term Sheet with HRI, attached hereto as Exhibit A, which memorializes the parties’ agreement to the fundamental business terms concerned for the Gilpin Court redevelopment; and

WHEREAS, in order to effect the redevelopment of Gilpin Court, after the Board’s approval, the Chief Executive Officer (“CEO”) and his designees will negotiate in good faith to develop a definitive MDA complete negotiations of the MDA with HRI that will implement each and every term enumerated in the Term Sheet.; and

WHEREAS, it is the desire of the Board that RRHA, through its CEO, to effect the redevelopment conversion and execute and administer the MDA.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of RRHA:

1. That the Board ratifies and approves of each of the terms provided in the Term Sheet, attached as Exhibit A; and
2. That RRHA is authorized to proceed with the stated terms within the Term Sheet to negotiate a final Master Development Agreement (MDA), which shall come before the RRHA Board of Commissioners for its input and vote before proceeding with any development.

***Please note that Resolution #3 was not voted on. It will be voted on at the April 17, 2024 board meeting.***

**Agenda Item No. 4** – Resolution of the Richmond Redevelopment & Housing Authority Authorizing the Compensatory Bonus of the Chief Executive Officer

(24-05) WHEREAS, by Resolution 22-36, the Board of Commissioners (the “Board”) of the Richmond Redevelopment & Housing Authority (“RRHA”) authorized the appointment of Steven B. Nesmith as Chief Executive Officer to administer, manage, and direct the affairs and business of RRHA, subject to the policies, control, and direction of the Board; and

WHEREAS, the Board and on behalf of RRHA was authorized to enter into a written employment contract with Steven B. Nesmith, which included compensation and other terms as the Board may authorize; and

WHEREAS, on January 13, 2024, the Board conducted an Interim Performance Review of Steven B. Nesmith and based on the review desires to award Steven B. Nesmith a compensatory bonus of \$23,500 in addition to his base salary.

NOW THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Richmond Redevelopment & Housing Authority that Chief Executive Officer Steven B. Nesmith is hereby awarded a total bonus of   \$23,500   in addition to his base salary.

**Motion: (Hardiman/Parker) Move to adopt Resolution #4**

**Motion Carried Unanimously**

**Adjournment**

There being no further business, the meeting adjourned at 8:12 p.m.

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Chairman

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Chief Executive Officer/Secretary