ELDERLY HOUSING AUTHORITY (EHA) MEETING

Thursday, September 6, 2018 @ 3:00 PM | City Hall – Conference Room 3

Notice: If a person with a disability requires that the meeting be accessible or that materials at the meeting be in an accessible format, call the City Clerk's office at least 48 hours in advance to request adequate accommodations. Tel: 569-2186

Agenda:

1. Call meeting to order
2. Introductions
3. Election of Officers
   a. Chairperson
   b. Vice-Chairperson
4. Comments from Audience
5. Approval of Meeting Minutes – None
6. Old Business: None
7. New Business:
   a. Discussion: Overview/Purpose of Housing Authority for Elderly Persons
   b. Discussion/Action: Approval of EHA Bylaws and Rules of Procedure
   c. Review Petition from PHW Oconomowoc, Inc.
   d. Review Plan Commission Recommendation for Elderly Housing Project
   e. Discussion/Action: Preliminary Resolution Authorizing Bond issuance for the Elderly Housing Project of PHW Oconomowoc, Inc.
8. Comments from Members
9. Adjourn

Diane Coenen

Diane Coenen, City Clerk

Notice is hereby given that a majority of the Common Council and Plan Commission may be present at the above-noticed meeting to gather information about a subject over which they have decision-making responsibility.

This constitutes a meeting of the Common Council pursuant to State ex rel. Badke v. Greendale Village board, 173 Wis.2d 553, 494 N.W. 2d 408 (1993) and must be noticed as such, although the Common Council will not take any formal action at this meeting.

MEETING EHA
DATE: 9-6-18
ITEM NO.: 7. a.

RESOLUTION NO. 18-R2760

RESOLUTION CREATING A HOUSING AUTHORITY FOR ELDERLY PERSONS IN THE CITY OF OCONOMOWOC, WISCONSIN

WHEREAS, the City of Oconomowoc, Wisconsin (the "City") is a municipal corporation organized and existing under and pursuant to the laws of the State of Wisconsin and is authorized by Section 66.1213, Wisconsin Statutes (the "Housing Authority for Elderly Persons Law"), by proper resolution of the Common Council, to declare that there is a need in the City for a housing authority for elderly persons which, upon the making of certain findings and declarations by this Common Council, shall be a public body corporate and politic authorized to transact business and exercise any and all powers, duties and functions set out in Section 66.1213, Wisconsin Statutes for housing authorities; and

WHEREAS, it is the finding, determination and declaration of this Common Council that there exists within the City a shortage of dwelling accommodations for elderly persons and a need for safe and sanitary housing facilities for elderly persons; and

WHEREAS, it is the finding, determination and declaration of this Common Council that the City would derive public benefits from the creation of a housing authority for elderly persons and the exercise by the authority of its powers under the Housing Authority for Elderly Persons Law, including by way of illustration but not limitation, the following public benefits: the elimination of the shortage of dwelling accommodations in the City available to elderly persons; an increase in safe and sanitary housing facilities for elderly persons; and removal of conditions leading to unsanitary or unsafe housing facilities for elderly persons; and

WHEREAS, it is the finding, determination and declaration of this Common Council that the public interest will be served if the City were to create a housing authority for elderly persons in the City.

NOW, THEREFORE, BE IT RESOLVED:

1. On the basis of the findings and determinations herein recited, this Common Council declares that there is a need for and does hereby create a housing authority for elderly persons in the City, to be known as the "Housing Authority for Elderly Persons of the City of Oconomowoc, Wisconsin" (the "Authority"), authorized to transact business and exercise any and all powers granted to a housing authority under the Housing Authority for Elderly Persons Law as amended from time to time.

2. This Resolution shall be effective immediately upon its passage and approval. Upon such approval, the Common Council shall promptly notify the Mayor on the adoption of this Resolution by delivering a certified copy hereof to him, and the Mayor shall, with the confirmation of this Common Council, appoint five (5) qualified resident persons to serve as commissioners of the Authority.

This Resolution was passed and adopted by the City of Oconomowoc Common Council this 21ST day of August 2018 by a vote of 6 ayes and 2 nays.

CITY OF OCONOMOWOC

By: David Nold
David Nold, Mayor

CITY OF OCONOMOWOC CORPORATE SEAL WISCONSIN

ATTEST:

Diane Coenen
Diane Coenen, City Clerk

S:Resolutions\2018\18-R2760 Create Elderly Housing Authority

STATE OF WISCONSIN CITY OF OCONOMOWOC WAUKESHA COUNTY

ORDINANCE NO. 18-O_____

AN ORDINANCE TO CREATE §1.46 OF THE MUNICIPAL CODE
REGARDING HOUSING AUTHORITY FOR ELDERLY PERSONS

The Common Council of the City of Oconomowoc, Waukesha County, Wisconsin, do ordain as follows:

SECTION 1 Section 1.46 of the City of Oconomowoc Code of Ordinances is hereby created as follows:

1.46 - HOUSING AUTHORITY FOR ELDERLY PERSONS

(1) FINDINGS OF FACT. The Common Council of the City of Oconomowoc specifically finds and declares that there exists within the City a shortage of dwelling accommodations for elderly persons and a need for safe and sanitary housing facilities for elderly persons.

(2) CREATION. Pursuant to §66.1213, Wis. Stats., there is hereby created a Housing Authority for Elderly Persons to be known as the " Elderly Housing Authority of the City of Oconomowoc, Wisconsin."

(3) AUTHORIZATION. The Elderly Housing Authority of the City of Oconomowoc, Wisconsin, is authorized to transact business and exercise any and all powers granted to a Housing Authority for Elderly Persons under the Housing Authority for Elderly Persons Law, as amended from time to time, for the purpose of carrying out the elimination of the shortage of dwelling accommodations in the City available to elderly persons; an increase in safe and sanitary housing facilities for elderly persons; and removal of conditions leading to unsanitary or unsafe housing facilities for elderly persons under §66.1213 Wis. Stats.

(4) COMPOSITION AND PROCEDURES.

(a) Composition. The Elderly Housing Authority shall consist of 5 qualified resident persons. These persons shall be known as Commissioners of the Elderly Housing Authority.

(b) Appointment. The Commissioners shall be appointed by the Mayor, with confirmation by the Common Council, in April of each year. Terms shall commence on May 1 following appointment. The first appointments shall be for the following terms: 2 for one year, and one each for the terms of 2, 3, and 4 years. Thereafter, the terms shall be 4 years until their successors are appointed and qualified. Vacancies shall be filled for an unexpired term as provided for in this subsection.

(c) Chairperson. The Elderly Housing Authority shall annually elect a chairperson and a vice-chairperson from among the Commissioners.

(d) Compensation. The Commissioners shall receive no compensation for their services but shall be entitled to reimbursement for their actual necessary expenses, including local travel expense included in the discharge of their duties.

(e) Meetings, Quorum and Bylaws. All meetings of the Elderly Housing Authority shall be held in compliance with the provisions of the Open Meetings Law of the State of Wisconsin. Three Commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers, and for all other purposes. Action may be taken by the Elderly Housing Authority upon the affirmative vote of a majority of the Commissioners present at any meeting. The Elderly Housing Authority may adopt, and from time to time amend or repeal, such bylaws or other rules or regulations not inconsistent with the applicable laws of the State of Wisconsin and of this ordinance, as it deems necessary in the performance and function of its duties. The initial bylaws and subsequent amendments must also be approved by a majority vote of the Common Council.

SECTION 2. EFFECTIVE DATE. This ordinance shall become effective upon passage and publication as required by law.

DATED:_ _____

CITY OF OCONOMOWOC

By: _____
David Nold, Mayor

ATTEST:

_____
Diane Coenen, Clerk

Date Adopted: _____

Date Published: _____

Effective Date: _____

REQUEST FOR ELDERLY HOUSING AUTHORITY UNDER WISCONSIN STATUTES §66.1213

The Wisconsin Health and Educational Facilities Authority ("*WHEFA*") intends to issue revenue bonds on behalf of PHW Oconomowoc, Inc. ("*PHW*"), the proceeds of which will be used for the construction of a new senior housing project in the City of Oconomowoc to be known as Towner Crest.

The interest earned on such bonds to be issued by WHEFA will be exempt from the payment of Wisconsin income tax only if: (1) PHW would be eligible to borrow the proceeds of bonds issued by a Wisconsin issuer (other than WHEFA) for the purpose of constructing a senior housing project in Oconomowoc and (2) the interest income received on such other bonds, if so issued, would be exempt from Wisconsin income taxation pursuant to present Wisconsin law. For a more detailed description of the other Wisconsin issuers that may issue bonds on which the interest is exempt from Wisconsin state income tax, see the attached memorandum "*General Overview of Wisconsin Tax Exemption on Bonds Issued by WHEFA*".

PHW is requesting that the City of Oconomowoc create a Housing Authority for Elderly Persons under §66.1213 of the Wisconsin Statutes (an "*Elderly Housing Authority*"). The Elderly Housing Authority's existence and willingness to issue bonds for the Towner Crest project would be the basis for the bonds issued by WHEFA to be exempt from Wisconsin income taxes. However, such Elderly Housing Authority would <u>not</u> be issuing bonds for the Towner Crest project and, therefore, there would be no impact on the City's other borrowing plans and its ability to issue bank qualified bonds.

The Towner Crest project qualifies as a "housing project for elderly persons" under Wis. Stats. §66.1213. The Towner Crest project will consist of at least 8 new units and is to be constructed to provide safe and sanitary dwelling accommodations for "elderly persons" (meaning at least one person in each unit is 62 years of age or older at time of occupying the unit).

<u>Creation of Elderly Housing Authority under §66.1213(5)</u>:

- common council declares by resolution that there is a need for an authority to function in the City as a public body corporate and politic to transact business and exercise powers granted to an elderly housing authority. Such resolution shall declare there is a shortage of dwelling accommodations in the City available to elderly persons (§66.1213(5))
- upon adoption of such resolution, the common council promptly notifies the Mayor (§66.1201(4) per §66.1213(6))
- upon receipt of such notice, the Mayor appoints five (5) persons as commissioners of the authority
  - no commissioner may be connected in any official capacity with a political party
  - no more than 2 commissioners may be officers of the City (§66.1201(4) per §66.1213(6))
- the appointment of the commissioners must then receive confirmation by the common council (§66.1201(4) per §66.1213(6))

- the commissioners take an official oath before entering office (§66.1201(4) per §66.1213(6))

- the powers of the authority are vested in the commissioners of the elderly housing authority (§66.1201(4) per §66.1213(6))

Powers of Elderly Housing Authority under §66.1213(6):

Once the Elderly Housing Authority has been is created, it operates in a manner similar to the existing Community Development Authority of the City of Oconomowoc when exercising its powers as a housing authority for low to moderate income persons under §66.1201. The powers of the Elderly Housing Authority under §66.1213 incorporate the same statutory powers and provisions that are applicable to a housing authority for low to moderate income persons *without taking into account reference to income.*

An Elderly Housing Authority has all powers necessary or convenient to carry out and effectuate the purposes and provisions of §66.1213 (which applies §66.1201(5) to (24)(ag), (25) and (26) for housing authorities to housing authorities for elderly persons without reference to the income of those elderly persons).

The ongoing process, procedures and responsibilities of the Elderly Housing Authority are comparable to those of the Community Development Authority of the City of Oconomowoc.

Actions to be Taken by Elderly Housing Authority in Order for WHEFA Bonds to be State Tax Exempt:

Once created, the Elderly Housing Authority proceeds with the initial steps that it would be required to take if the Elderly Housing Authority itself was going to issue the bonds in order to establish that the bonds *could* have been issued by the Elderly Housing Authority under §66.1213.

- the Elderly Housing Authority adopts resolution regarding the need for a project like Towner Crest project within the City, provides a finding that the project meets the requirement as a "housing project for elderly person", and expresses willingness to issue bonds for such project (§66.1201(9) per §66.1213(6))

- the common council approves the proposed project (§66.1201(9)(a) per §66.1213(6))

- the proposed housing project is submitted to the plan commission for advice on the location, extent and general features and layout of the proposed project (§66.1211(3) per §66.1213(7))

If the foregoing steps are taken, and PHW operates the project as a "housing project for elderly persons" (meaning at least one resident in each unit is 62 years of age or older), the interest on the WHEFA Bonds issued for the Towner Crest project would be exempt from Wisconsin state income tax.

Attachment: "General Overview of Wisconsin Tax Exemption on Bonds Issued by WHEFA", Quarles & Brady, January 2018

January 2018

General Overview of Wisconsin Tax Exemption
Pursuant to §§71.05(1)(c)11., 71.26(lm)(L) and 71.45(1t)(L), Wis. Stats.
On Bonds Issued by WHEFA

The recently adopted Wisconsin budget bill amended Chapter 71 of the Wisconsin Statutes to allow the interest income received on certain bonds issued by the Wisconsin Health and Educational Facilities Authority (*WHEFA*) to be exempt from:

(a) taxation on the income of individuals under Subchapter I of Chapter 71 pursuant to §71.05(1)(c)11.,

(b) taxation on the income of corporations under Subchapter IV of Chapter 71 pursuant to §71.26(lm)(L) and

(c) taxation on the income of insurance companies under Subchapter VII of Chapter 71 pursuant to §71.45(lt)(L).

Not all bonds issued by WHEFA, however, are eligible for such an exemption from the payment of Wisconsin income tax. Under the newly adopted provisions, interest income on bonds issued by WHEFA under Chapter 231 will be exempt from the payment of Wisconsin income tax if the 501(c)(3) borrower would have been eligible to receive the proceeds of obligations issued by another Wisconsin issuer for the same purpose and the interest income received on such other bonds, if so issued, would be exempt from Wisconsin taxation under Subchapters I, IV and VII of Chapter 71.

Each issue of bonds needs to be analyzed on a case-by-case basis in order to determine whether, under the applicable facts and circumstances, such bonds would have been eligible to be issued by an issuer other than WHEFA whose bonds, if issued for the same purpose as WHEFA's, would be eligible for an exemption from the payment of Wisconsin income tax.

Below are some examples of the steps that would need to be taken in order to determine whether bonds proposed to be issued through WHEFA would have been eligible to be issued on a State tax-exempt basis by another Wisconsin issuer, such as one of the following:

- a housing authority for persons of low income (*HA-low income*), which may be created by Cities (§66.1201), Counties (§59.53(22)), Towns (§60.23 & §66.1341), and Villages (§61.73 & §66.1339);
- a housing authority for elderly persons (*HA-elderly*), which may be created by Cities (§66.1213), Towns (§66.1341), and Villages (§61.73 & §66.1339);
- a redevelopment authority (*RDA*), which may be created by Cities (§66.1333), Towns (§60.23 & §66.1341), and Villages (§66.1339);
- a housing and community development authority (*CDA*), which may be created by Cities (§66.1335), Towns (§60.23 & §66.1341), and Villages (§66.1339). Note that a CDA has the same authority as an RDA or an HA-low income, but does *not* have the same authority as an HA-elderly.

EXAMPLES:

1. *Bonds issued by WHEFA for a new money project that could have been issued by an RDA under §66.1333 or by a CDA under §66.1335 for blight elimination, slum clearance or urban renewal:*

- There must be an RDA or a CDA for the jurisdiction in which the project is to be located. Will need to see the resolution, ordinance or other action taken to create the RDA or CDA.

- The proposed project must be located in an existing redevelopment area and be consistent with an existing redevelopment plan for such redevelopment area. If the proposed project is not consistent with the existing plan, the RDA or CDA must proceed with the process for amending the plan to include such project.
- If the project is *not* within an existing redevelopment area, the RDA or CDA must proceed with the creation of boundaries for a redevelopment area and the creation of a redevelopment plan for the area that includes the proposed project.
- In the alternative to a project being located in a redevelopment area and consistent with the plan for the area, the proposed project, if eligible, would have to be determined to be "blighted property" (§66.1333(2m)(bm)) on a single property basis by the RDA or CDA, as applicable.

2. *Bonds issued by WHEFA for a new money housing project for persons of low income that could have been issued by an HA-low income under §66.1201 or by a CDA under §66.1335:*

- There must be an HA-low income or a CDA for the jurisdiction in which the project is to be located. Will need to see the resolution, ordinance or other action taken to create the HA-low income or CDA.
- The HA-low income or CDA must have made a determination as to who is a "person of low income" for the housing project (§66.1201(3)(m)) and 100% of the dwelling accomodations in the housing project must be rented only to persons of low income (§66.1205(1)(a)).
- There shall be no tenant in the housing project with an annual income in excess of 5 times the annual rental expense of the unit to be occupied by such person, subject to certain adjustments for family members (§66.1205(c)).
- The proposed housing project for persons of low income must be submitted to the planning commission, if any, of the political subdivision, for advice on the location, extent and general features and layout of the proposed project (§66.1211(3)).
- The proposed housing project for persons of low income must be approved by the applicable common council or board (§66.1201(9)(a)).

3. *Bonds issued by WHEFA for a new money housing project for elderly persons that could have been issued by an HA-elderly created under §66.1213*:

- There must be an HA-elderly for the jurisdiction in which the project is to be located. Will need to see the resolution, ordinance or other action taken to create the HA-elderly.
- The housing project must be at least 8 new or rehabilitated living units which are specifically designed for the use and occupancy of persons 62 years of age or over (§66.1213(4)(L)2.).
- The person living in each unit must be age 62 or older at the time of occupancy, or if the unit is occupied by a family, the head of such family or such person's spouse must be age 62 or older on at the time of occupancy (§66.1213(4)(i)).
- The proposed housing project for elderly persons must be submitted to the planning commission, if any, of the political subdivision, for advice on the location, extent and general features and layout of the proposed project (§66.1213(7)).
- The proposed housing project for elderly persons must be approved by the applicable common council or board (§66.1213(6)).

4. *Bonds issued by WHEFA to refund prior bonds issued by a CDA, an RDA, an HA-elderly or an HA-low income:* If the prior bonds were validly issued by the CDA, RDA,

HA-elderly or HA-low income and are exempt from Wisconsin income tax under the provisions of Chapter 71 listed above, and if the purposes for which the prior bonds were originally issued meet the requirements of Chapter 231 pertaining to the issuance of bonds by WHEFA, the refunding bonds issued by WHEFA would be exempt from Wisconsin income taxation under the statutory sections listed above. This analysis must be performed on a case-by-case basis in order to determine whether the prior bonds were validly issued for an eligible project as required by the applicable statutory provisions.

5. *Bonds issued by WHEFA to refund prior bonds issued by WHEFA without a Wisconsin tax exemption:*

- If the steps outlined in examples 1., 2. or 3. above were not taken at the time the bonds were originally issued by WHEFA, it would be very unlikely that the requirements for the State tax exemption could be met with respect to the project that was originally financed with the prior WHEFA bonds.
- There may be a remote possibility that at the time the prior bonds were issued, there may have been an RDA or a CDA in place in the applicable jurisdiction, the project originally financed could have been located in a redevelopment area existing at that time and the project could have been consistent with the redevelopment plan for that area at the time of the original issuance of the prior bonds. Under such circumstances, the prior bonds may have been eligible to be originally issued by an RDA or a CDA on a State tax-exempt basis, in which case the analysis under example 1. above would apply.

Notes:

--Types of entities that may create local authorities:

- *HA-low income*: Cities (§66.1201), Counties (§59.53(22)), Towns (§60.23 & §66.1341), Villages (§61.73 & §66.1339)
- *HA-elderly*: Cities (§66.1213), Towns (§66.1341), Villages (§61.73 & 66.1339)
- *RDA*: Cities (§66.1333), Towns (§60.23 & §66.1341), Villages (§66.1339)
- *CDA* (same authority as an RDA or an HA-low income, but *not* an HA-elderly): Cities (§66.1335), Towns (§60.23 & §66.1341), §Villages (66.1339)

--None of the foregoing amendments to Chapter 71 changes the existing ability of WHEFA to issue bonds on which the interest income is exempt from the payment of Wisconsin income tax for the purpose of funding the acquisition of information technology hardware or software for use by a health facility described in §231.01(5).

--For financing or refinancing housing, if the property constitutes "residential rental property for family units" under federal law, the project must be eligible for financing under §145(d) of the Internal Revenue Code of 1986, as amended.

MEETING EHA
DATE: 9-6-18
ITEM NO.: 7.b.

ELDERLY HOUSING AUTHORITY
CITY OF OCONOMOWOC, WISCONSIN

BYLAWS AND RULES OF PROCEDURE

1. GENERAL RULES BY STATUTE, ORDINANCE OR RESOLUTION

The Elderly Housing Authority (the "Authority") of the City of Oconomowoc shall be governed and controlled by statutes of the State of Wisconsin and as the same may hereafter be amended, by all resolutions and ordinances of the City of Oconomowoc as they relate to the Authority and as such resolutions and ordinances may hereafter be amended and adopted, and by the within rules of procedure. All provisions of the Wisconsin Statutes, ordinances or resolutions of the City of Oconomowoc as may be enacted from time to time shall take precedence over these bylaws and rules of procedure. The General Rules of Procedure of the Authority shall be governed by *Robert's Rules of Order* where no specific statute, law, resolution or ordinance controls.

2. GENERAL POWERS AND DUTIES

The Authority shall exercise all powers conferred and perform all duties imposed by state statutes and local ordinances of the City of Oconomowoc and shall perform such further and other duties as may properly from time to time be required by the Common Council.

Specific action taken related to the following powers shall be subject to review and approval by the Common Council:

a. Acquisition of land
b. Issuance of debt
c. Hiring of staff
d. Expenditure of any funds in excess of $10,000.00
e. Amendments, deletions, or additions to these bylaws
f. Any and all projects proposed or approved by the Authority pursuant to the ordinance creating the Authority.

3. OFFICERS AND THEIR DUTIES

Officers. The officers of the authority shall be a Chairperson, a Vice-Chairperson, and a Treasurer. The Executive Director shall be considered an ex officio member of the Authority with the right to participate in all deliberations and actions of the Authority, but he/she shall not have the power to vote on any matters that may come before the Authority.

Chairperson. The Chairperson shall chair all meetings and shall have the right to vote and make motions, shall rule on matters of procedure subject to appeals of such rulings by proper motion, shall conduct the meetings in accordance with Wisconsin Statutes and the rules contained herein, shall have such powers and duties as may be necessary for conduct of orderly meetings, and such other powers and duties as herein assigned to him/her or as may be assigned by the Common Council. No person may act as Chairman for more than two consecutive years except for the initial Chairperson, whose term shall be limited to three years.

Vice-Chairperson. In case of the absence or disability of the Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson and shall also perform such other duties as may be required by the commissioners.

Treasurer. The City Administrator/Treasurer of the City of Oconomowoc shall act as the Treasurer of the Authority when necessary as an *ex officio* nonvoting member.

Executive Director. The Director of Finance of the City shall act as the Executive Director and as Secretary of the Authority. The Executive Director shall manage and supervise the administrative operation of the Authority in accordance with the direction of the Authority. The Executive Director shall also:

a. Execute those documents, in conjunction with the Chairperson, that are required of the Authority;

b. Keep the minutes of the meetings of the Authority;

c. See that all notices are duly given in accordance with the provisions of these bylaws or as otherwise required by law;

d. Be custodian of the records of the Authority; and

e. In general, perform all duties incidental to the duties of the Authority.

The Executive Director may utilize such members of City staff as may be made available by the Common Council to accomplish his/her tasks.

4. ELECTION OR APPOINTMENT

The Chairperson and Vice-Chairperson shall be elected from among the Commissioners of the Authority immediately following adoption of these bylaws, and thereafter at the first regular or special meeting of the Authority held on an as needed basis and shall hold office until the next succeeding meeting, or until their successors are elected and qualified.

5. VACANCIES

Should the offices of Chairperson or Vice-Chairperson become vacant, the Authority shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office.

6. AGENDA

The Executive Director shall prepare the agenda with direction from the Chairperson.

7. MEETINGS

Regular Meetings. Regular meetings shall be held by the Authority at the City of Oconomowoc City Hall at a time agreed to by consensus of the members of the Authority.

Special Meetings. Special meetings may be called by the Chairperson whenever in his/her judgment such a meeting is necessary, or whenever requested by at least three

members of the Authority. Such request may be made orally. Notice of such special meetings shall be given by announcement thereof at any regular meeting, or by written or telephone notice as hereinafter provided, not less than 24 hours before the time fixed for such meeting. Any business which could be conducted at a regular meeting may be conducted at such special meeting.

Quorum. A quorum for all meetings shall consist of three members, and the Chairperson shall be included in such a count.

Order of Business. The order of business at all meeting, regular and special, unless varied by a suspension of rules agreed upon by a majority of the Authority, shall be as follows:

Call to Order
Public Hearings (if any)
Comments from the Audience
- Comments of any person shall be limited to three minutes.
- The Comments section of meetings shall be limited to 15 minutes.
- The Chairperson may waive either time limit.

Approval of Minutes
Old Business
New Business
Adjournment

Open Meetings Law. The Authority shall act in accordance with Subchapter V of Chapter 19 of the Wisconsin Statutes titled "Open Meetings of Governmental Bodies" (pursuant to Section 1(e) of the ordinance creating the Authority).

8. VOTING

Provided a quorum is present and except as otherwise provided by law or these rules, the affirmative vote of a majority of the members present shall be required to decide any matter up for consideration.

In the event that any member shall disqualify himself/herself from voting on any matter, such member shall nonetheless be counted in determining whether a quorum is present, but such disqualification shall not decrease the number of votes required for passage of any motion, resolution or the taking of any action.

9. PUBLIC HEARINGS

Order of Business. The order of business for holding public hearings shall be:

a. A brief statement by the Executive Director as to the name of the applicant for relief, his address, the nature of the request, and the manner in which notice of the hearing was given.

b. Presentation by the applicant of his request, including any maps, documents and the like not previously filed.

c. Statements of all other persons in favor of granting the request, including written comments that may have been filed with the Executive Director.

d. Statements of all persons opposing the request, including written comments that may have been filed with the Executive Director.

e. Statements in rebuttal by the applicant.

f. Questions by the Authority members.

g. Discussion by the Authority members.

h. Closing of the hearing or, if necessary, adjournment of the hearing to a fixed future date.

Conduct of Public Hearings. The Chairperson shall announce immediately prior to each public hearing that no one will be heard unless they state their name and address for the record. The Chairperson shall briefly explain the order of business and may announce that each person's statement shall be limited to a specific amount of time. The Chairperson shall have the authority to terminate any statement when the speaker's time has elapsed, or in the event of unnecessary repetition, or in the event the statement is not material or germane to the subject matter of the public hearing.

Appearance. All persons desiring to be heard shall be heard.

Withdrawal of Application. At any time prior to a motion to grant or refuse a request, application or petition, the applicant may withdraw the request, application or petition. Such withdrawal shall not entitle the applicant to a refund of any filing or publication fee which may have been paid.

10. DECISION

All final decisions by the Authority shall be in writing and shall be in the form of an order or decision duly adopted by resolution. All such decisions shall be signed by the Chairperson, attested by the Secretary/Executive Director, and thereupon be filed with the records of the case.

11. RECOMMENDATIONS TO THE PLAN COMMISSION

Recommendations should be reviewed by the City Plan Commission prior to submission to the Common Council. Recommendations to the Plan Commission may be by resolution or in such other form as the Common Council deems appropriate and upon adoption of any recommendation a copy of the same shall be delivered by the Executive Director to the Plan Commission. Each such recommendation shall contain a full and complete recital of reasons therefor.

12. COMMITTEES

The Authority may establish committees by motion to review certain matters or issues that come before it from time to time. Such committees shall have no authority to act except to report the matters and issues back to the entire Authority with recommendations for appropriate action to be taken by the Authority. Appointments to committees shall be made by the Chairperson of the Authority at a regular or special meeting of the Authority. The Chairperson of

the Authority shall designate the chair of each of the committees at the time of appointment.

13. AMENDMENT OF BYLAWS

The bylaws of the Authority may be amended after an amendment has been introduced at any regular meeting or special meeting and referred to the next regular or special meeting. Adoption of an amendment shall be by a two-thirds vote of the members of the Authority and upon approval of the Common Council.

14. MISCELLANEOUS

Suspension of Rules. The Authority, by unanimous vote, may suspend any of its rules or bylaws.

ACTION BY ELDERLY HOUSING AUTHORITY

At a regular meeting of the Authority held on_____, these bylaws were approved by a motion of Commissioner _____, a second by Commissioner _____ and a _____ vote of the five members present.

ACTION BY COMMON COUNCIL

At a regular meeting of the Common Council held on_____ , a motion was made by Alder _____, seconded by Alder _____, to approve the bylaws previously approved by the Authority and submitted to the Common Council for action. The motion was carried by a vote of _____ to _____ as follows:

Alder Karen Spiegelberg	Aye _____	Nay _____
Alder Derek Zwart	Aye _____	Nay _____
Alder Tom Strey	Aye _____	Nay _____
Alder Lou Kowieski	Aye _____	Nay _____
Alder Matt Rosek	Aye _____	Nay _____
Alder Mike Miller	Aye _____	Nay _____
Alder Charlie Shaw	Aye _____	Nay _____
Alder Kevin Ellis	Aye _____	Nay _____

MEETING EHA
DATE: 9-6-18
ITEM NO.: 7.C.

presbyterian
homes & services

August 30, 2018

Housing Authority for Elderly Persons
of the City of Oconomowoc
Oconomowoc, Wisconsin

Re: Resolution

Commissioners of the Housing Authority for Elderly Persons,

PHW Oconomowoc, Inc. is requesting that the Housing Authority for Elderly Persons of the City of Oconomowoc, Wisconsin (the "Authority") adopt a preliminary resolution regarding the proposed senior housing project we are developing in the City. The Authority's willingness to approve the resolution will assist us in achieving the most cost effective financing plan for the senior housing project. We request that the resolution be placed on the agenda for the meeting of the Authority on September 6, 2018.

If there are any questions or anything you need from us prior to the meeting, please do not hesitate to ask.

Thank you for your assistance.

PHW OCONOMOWOC, INC.

By: M. M

Its: CFO

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freedom to live well

MEETING EHA
DATE: 9-6-18
ITEM NO.: 7.d.

APPROVAL
BY THE
PLAN COMMISSION OF THE
CITY OF OCONOMOWOC, WISCONSIN

WHEREAS, PHW Oconomowoc, Inc. ("*PHW*") has proposed the development of a 158 unit senior living residential facility (the "*PHW Project*") in the City of Oconomowoc (the "*City*") and made a request of the Elderly Housing Authority of the City of Oconomowoc (the "*Authority*") to consider under what conditions it would be willing to issue bonds on behalf of such PHW Project; and

WHEREAS, the Authority must receive the advice of the Plan Commission in accordance with Section 66.1213(7) under Section 66.1211(3) of the Wisconsin Statutes, as amended, as to the proposed location, extent and general features of the layout of a Housing Project in connection with carrying out its assistance to, and its determination of, any Housing Project under Section 66.1201(9)(a) of the Wisconsin Statutes, as amended; and

WHEREAS, on July 11, 2018, the Plan Commission reviewed and considered the proposed location, extent and general features of the layout of a Housing Project; and

WHEREAS, on said date, in connection with various approvals required for the commencement of the PHW Project, the Plan Commission considered and reviewed design plans and specifications for the PHW Project and recommended approval of the same.

NOW, THEREFORE, for the purposes of Section 66.1211(3) of the Wisconsin Statues, as amended, the Plan Commission has reviewed and approved the location, extent and general features of the layout of the PHW Project, and the advice of the Plan Commission is available to the Authority in connection with the Authority's carrying out its purposes to assist with the PHW Housing Project.

Dated: _____, 2018

PLAN COMMISSION OF THE CITY
OF OCONOMOWOC

_____
David Nold, Chair of Plan Commission
City of Oconomowoc, Wisconsin

MEETING EHA
DATE: 9-6-18
ITEM NO.: 7.e.

HOUSING AUTHORITY FOR ELDERLY PERSONS OF THE CITY OF OCONOMOWOC, WISCONSIN

September 6, 2018 **Resolution No. _____**

A PRELIMINARY RESOLUTION OF THE HOUSING AUTHORITY FOR ELDERLY PERSONS OF THE CITY OF OCONOMOWOC, WISCONSIN FOR ELDERLY HOUSING PROJECT OF PHW OCONOMOWOC, INC.

WHEREAS, the Housing Authority for Elderly Persons of the City of Oconomowoc, Wisconsin (the "*Authority*"), a public body corporate and politic duly organized and existing under and pursuant to the laws of the State of Wisconsin, is authorized and empowered by Section 66.1213, Wisconsin Statutes, as amended.

a. To exercise the powers of a housing authority under Section 66.1203, Wisconsin Statutes, as amended (the "*Act*") and provide housing for elderly persons without reference to income of those persons; and

b. To assist in the improvement and development of housing projects for the purpose of eliminating unsafe and unsanitary dwelling accommodations for elderly persons; and

c. To enter into any contracts and exercise all powers necessary or incidental to carry out and effectuate the purposes of the Act; and

d. To borrow money and issue bonds or other indebtedness; and

WHEREAS, the powers of an elderly housing authority under Section 66.1213, by reference to Section 66.1201, Wisconsin Statutes, include the power to (i) undertake housing projects within its area of operation, and (ii) do all things necessary or convenient to effectuate the purpose of providing safe and sanitary dwelling accommodations for elderly persons, including issuing bonds for such purpose; and

WHEREAS, it is the finding and determination of the Authority that there is a need for dwelling accommodations for elderly persons in the City of Oconomowoc, Wisconsin (the "*City*"), in particular, on the approximately 20 acre site to the west of the Oconomowoc Golf Club with an address of N55 W36909 Lisbon Road, Oconomowoc, Wisconsin; and

WHEREAS, the Authority is willing to cooperate and wishes to encourage and induce PHW Oconomowoc, Inc., as the Developer (as defined herein), to undertake a housing project to alleviate this shortage and is willing to exercise its powers to this end.

NOW, THEREFORE, BE IT RESOLVED:

1. In addition to the definitions in the preamble hereof, the following terms when used herein shall have the following respective meanings:

a. "*Project*" shall mean the land and the construction of buildings and other improvements for the purpose of creating dwelling units in the City to provide safe and sanitary dwelling accommodations for Elderly Persons. The Project will be new construction of a 158-unit senior housing project.

b. "*Elderly Person*" means a person who is 62 years of age or older on the date on which the person intends to occupy the premises, or a family, the head of which, or that person's spouse, is a person who is 62 years of age or older on the date of the intent to occupy the premises.

c. "*Developer*" means PHW Oconomowoc, Inc., an affiliate of Presbyterian Homes and Services, who is pursuing the development of the Project and is willing to provide accommodations for elderly persons in the City in response to the needs of the City.

2. The Authority hereby finds that the Project described in this Resolution is a "housing project" within the meaning of the Act.

3. If requested by the Developer, and subject to the conditions specified in paragraph 4 hereof, the Authority, in accordance with the Act, is willing to pursue financing having the following elements:

a. The Authority shall issue revenue bonds pursuant to the Act at one or more times in one or more series in an aggregate principal amount not in excess of the amount the Developer shall request; provided, however, that the actual aggregate principal amount shall not be greater than the sum of the then estimated aggregate cost of providing the Developer's Project, plus the amount necessary to fund any reserve deemed necessary desirable, plus the estimated financing and bond issuance costs (said bonds being hereinafter called the "*Bonds*").

b. The Bonds shall be limited obligations of the Authority payable by the Authority solely out of revenues derived from the Developer or otherwise provided for pursuant to the terms of a loan or similar agreement (hereinafter called the "*Revenue Agreement*") to be entered into between the Authority and the Developer.

c. The Revenue Agreement shall require the Developer to acquire, improve, construct or install the Project and to provide the Authority with revenues sufficient in all events to pay when due the principal of, premium, if any, and interest on the Bonds.

d. The Bonds shall have such maturities, interest rates and redemption limitations as the Developer and the initial Bond purchaser(s) shall propose subject to the approval of the Authority.

e. The Developer's Project must provide that all dwelling units in the Project be set aside for Elderly Persons.

4. If requested by the Developer, the issuance of the Bonds by the Authority shall be on the following conditions:

a. The Bonds shall not constitute an indebtedness of the City within the meaning of any State constitutional provisions or statutory limitation.

b. The Bonds shall not constitute or give rise to a pecuniary liability, direct or contingent, of any kind or degree whatsoever, of the Authority or of the City or a charge against their general credit or the taxing powers of the City.

c. The Developer shall be responsible for finding a purchaser or purchasers of all of the Bonds.

d. Prior to the issuance of the Bonds, this body, by further resolution, shall have authorized and approved the terms of the Bonds and the Revenue Agreement.

e. The Bonds shall be issued pursuant to the Act, and the delivery of the Bonds shall be accompanied with the unqualified approving legal opinion of a nationally recognized firm of bond attorneys as shall be acceptable to the Authority and the Developer.

f. All out-of-pocket costs and expenses of the Authority in connection with the issuance and sale of the Bonds shall be paid or reimbursed wither from the proceeds of the Bonds or by the Developer.

g. The Developer agrees to indemnify and hold harmless the Authority and the City and their officers and officials from and against any and all losses, claims, damages, expenses and all suits in equity or actions at law (including reasonable counsel fees), and liabilities arising from, in connection with, or as a result of the issuance and sale of the Bonds or the operation, construction or maintenance of the Project.

h. Prior to the issuance of the Bonds, the Common Council shall have approved the Project in accordance with Section 66.1213(6) of the Wisconsin Statutes, under Section 66.1201(9)(a) of the Act.

i. Prior to the issuance of the Bonds, the Authority shall have received the advice of the Plan Commission of the City with respect to the location, extent and general features of the layout of the Project.

This Resolution shall be effective immediately upon its passage and approval. The authorities and authorizations given by this Resolution shall expire on the second anniversary date of the date of adoption of this Resolution or on such later date as this body may specify by resolution adopted either before or after such date.

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Adopted: September 6, 2018

_____
Chairperson

_____
Secretary