



# AHA HOUSING DEVELOPMENT CORPORATION

BOARD OF DIRECTORS  
RESOLUTION NO. 2018-01

**AUTHORIZE ORGANIZATION OF AHA HOUSING DEVELOPMENT CORPORATION  
AS A NEW MEXICO NONPROFIT CORPORATION TO ACT IN FURTHERANCE  
AND SUPPORT OF THE MISSION AND OPERATIONS OF THE ALBUQUERQUE  
HOUSING AUTHORITY**

**WHEREAS**, the Board of Directors desires to form AHA Housing Development Corporation (the “Corporation”) pursuant to the New Mexico Nonprofit Corporations Act (the “Act”) to act exclusively in furtherance and support of the public mission of the Albuquerque Housing Authority (the “Housing Authority”) and its existing or future instrumentalities and affiliates, and, in connection therewith, to ratify and approve the following sponsorship and organizational actions:

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS**, the governing body of the AHA Housing Development Corporation that:

it authorizes and approves the creation of AHA Housing Development Corporation to act on behalf of the Housing Authority pursuant to N.M.S.A. 1978 §§ 3-45-4 and 3-45-21 to -24, and that the Articles of Incorporation, Bylaws, and Conflict of Interest Policy, all attached hereto, are hereby approved. It is further resolved by the Board of Directors, that all actions taken prior to, or in support of, this Resolution are hereby ratified and affirmed in all respects.

**Be it further resolved**

1. **Articles of Incorporation.** That the Articles of Incorporation, filed with the Secretary of State of the State of New Mexico for the Corporation on or about March 5, 2018 are hereby approved, adopted, ratified, and affirmed.
2. **Bylaws.** That the Bylaws attached hereto are hereby adopted as the governing bylaws of the Corporation, and the Bylaws will hereinafter be kept as an official corporate record of the Corporation.
3. **Conflict of Interest Policy.** In addition to any Housing Authority policy or procedures and state or federal law prohibiting conflicts of interest, the Corporation adopts and implements the Conflict of Interest policy attached hereto.
4. **Appointment of Executive Director and Authorized Signatory on Behalf of the Corporation.** That Linda Bridge is hereby appointed as the Executive Director (“ED”) and authorized representative and signatory on behalf of the Corporation with respect to all management and operations of the Corporation. Ms. Bridge’s term as ED and authorized representative of the Corporation will be concurrent with her service as ED for the Housing Authority.



/abqha



/HousingABQ



Equal Housing Opportunity Agency



5. **Fiscal Year.** That the fiscal year of the Corporation shall be the year ending June 30th each calendar year.
6. **Bank.** That the ED be and hereby is authorized to open one or more bank accounts on the Corporation's behalf with any bank(s) the ED deems appropriate and which have been appropriately procured. It is further resolved that the ED's spending and signature authority in connection with any bank accounts of the Corporation shall be governed by the resolution(s) and policies in governing the ED's spending and signature authority in connection with any bank accounts of the Housing Authority.
7. **Organizational Expenses.** That the Housing Authority approves the expenditure and/or transfer to the Corporation the amount of up to \$44,000 for organizational, formation-related, and operational expenses on behalf of the Corporation and that the ED is hereby authorized to then pay, out of the Corporation's funds, all fees and expenses incident and necessary for the organization and operation of the Corporation.

PASSED and ADOPTED this 21<sup>st</sup> day of March, 2018.  
BY A VOTE OF  4  FOR, AND  0  AGAINST.

Members Absent:  Rivera-Wiest   
Members voting against: \_\_\_\_\_

AHA HOUSING DEVELOPMENT CORPORATION  
BOARD OF DIRECTORS

By:  /s Todd Clarke   
Todd Clarke, Chairperson of the Board

ATTEST:

/s Linda Bridge   
Linda Bridge, Secretary to the Board and Executive Director