



Board of Directors

Alison Weiner  
Chair

Wayne Kuncel  
Vice-Chairman

Robin Lackey Jacobs  
Treasurer

Josh Gurlitz  
Secretary

Flicka Bateman

Marion Brooks

Laurie Charest

Jim Earnhardt

Joan Ferguson

Vida Grubisha

Susan Levy

Mabin Malekian

Shirley Marshall

Amy Newton

Garry Sronce

Marilyn Thompson

Carrie Whitebill

Robert Dowling  
Executive Director

Funding provided by

Town of Chapel Hill

Orange County

Town of Carrboro

Town of Hillsborough

PO Box 307

104-C Jones Ferry Rd.

Carrboro, NC 27510

919. 967. 1545

Fax 919. 968. 4030

www.ochlt.org

Received 2-26-02  
Town Clerk's Office

(3)

20 February 2002

Mayor Kevin Foy and Town Council Members  
Chapel Hill Town Hall  
306 North Columbia Street  
Chapel Hill NC 27516

**Re: Town of Chapel Hill Representation on the OCHLT Board**

Dear Mayor Foy and Council Members:

Orange Community Housing and Land Trust is preparing for its First Annual Meetings this spring. As you know, there are three classes of directors which serve on our Board of Directors: Lessees (6 members), General (6 members), and Public (6 members – one from each of the four local governments, one from UNC-Chapel Hill, and one from a local nonprofit organization). At the First Annual Membership Meeting on May 4<sup>th</sup>, 2002, the Membership will elect its General and Lessee Board Representatives to serve on the new Board. On Saturday, June 1<sup>st</sup>, 2002, the new Board will hold its own First Annual Meeting.

Council Member Flicka Bateman has served as the Town's representative this past year on the OCHLT Organizing Board. Her experience as a co-founder of the land trust was vital in allowing us to effectively execute our merger and we are so very grateful for her commitment and service.

**At this time, we respectfully ask the Town to appoint its Public Representative, for a three-year term, to the new OCHLT Board of Directors, no later than April 19<sup>th</sup> if possible, in order for the Town's representative to be able to plan to attend the upcoming Annual Meetings.**

Attached is a document that summarizes the roles and responsibilities of the OCHLT Board of Directors, to be shared with the Public Representative.

We look forward to developing our work with the Town and we very much appreciate your continuing support.

Sincerely,

Alison Weiner  
Chair

cc: Mr. Cal Horton, Town Manager  
Ms. Loryn Barnes, Community Development Planner  
Mr. Robert Dowling, OCHLT Executive Director

Attachment

## **Orange Community Housing and Land Trust<sup>4</sup> Information for Board of Directors members**

### **Some background**

**Orange Community Housing and Land Trust (OCHLT)** was created in July 2001 as the result of merging two existing non-profit organizations. Since 1991, Orange Community Housing Corporation (OCHC) had created a variety of rental and owner-occupied housing, focusing on families and individuals with income levels at or below median income in Orange County. Its operational funding was provided by the four local governments of Orange County, the Town of Chapel Hill, the Town of Carrboro and the Town of Hillsborough. In 1999, the Community Land Trust in Orange County (CLTOC) was established to provide opportunities for low- and moderate-income households to secure decent, affordable housing and keep it permanently affordable utilizing the community land trust model. CLTOC was staffed by OCHC and partnered with OCHC to develop the first land trust project, the Legion Road Townhomes in Chapel Hill. With the support of both organizations and the four local governments, OCHLT was formed in order to achieve greater operational and fiscal efficiency, as well as a strengthened mission and purpose regarding affordable housing.

A **community land trust (CLT)** keeps housing affordable for future generations by controlling the price owners receive when they sell their homes. It balances a homeowner's ability to develop wealth with the community's desire to maintain a variety of housing affordable to all of its citizens. The CLT model was created in the 1970s; there are presently over 120 CLTs throughout the United States.

### **Upcoming events**

- **Annual Membership Meeting (suggested date: Saturday 4 May)**
  - Presentation of the Annual Report by the Board of Directors
  - Assessment of dues
  - Nomination and election of Lessee and General Representatives for the Board of Directors
  
- **Last meeting of the Organizational Board of Directors (Wednesday 8 May)**

This meeting will be a regular business meeting and also serve as an orientation meeting for new board members.
  
- **Annual Meeting of the Board of Directors (suggested date: Saturday 1 June)**

*(no later than one month following the Membership Meeting)*

  - Board training
  - Election of Officers
  - Assignment of Initial Term Lengths

### **Composition of the Board of Directors**

- the Board shall represent a diversity of technical skills to enable the Board to make informed, well-balanced decisions on the economic viability and social impact of its activities

- (5)
- there shall be socio-economic, racial, gender and geographic diversity among the Board of Directors

*There are 18 directors, as follows*

- [6] **Lessee Representatives**  
nominated by Lessee Members and elected by the Regular Membership
- [6] **General Representatives**  
nominated by General Members and elected by the Regular Membership
- [6] **Public Representatives**
  - (1) appointed by the Orange County Board of Commissioners
  - (1) appointed by the Chapel Hill Town Council
  - (1) appointed by Carrboro Board of Aldermen
  - (1) appointed by the Hillsborough Town Board
  - (1) appointed by The University of North Carolina at Chapel Hill
  - (1) nominated and elected by the OCHLT Board of Directors, representing a local nonprofit organization that provides housing or other services for low- or moderate-income people.

### **Term lengths**

A term length is 3 years. However, at the First Annual Meeting of the Board of Directors in May 2002, the staggering of terms will be established as follows:

- Lessee Representatives: Two will serve a term of 3 years, two will serve a term of 2 years, and two will serve a term of 1 year.
- General Representatives: Three will serve a term of 2 years and three will serve a term of 1 year.
- The four Public Representatives representing the governments of Chapel Hill, Carrboro, Hillsborough, and Orange County will each serve a term of 3 years.
- The University Representative will serve a term of 2 years.
- The Non-Profit Representative will serve a term of 1 year.

The determination of which Directors shall serve which term lengths shall be made by the newly - elected Board by the drawing of lots or by mutual agreement of the Board.

### **Responsibilities of Board Directors**

#### ***General Responsibilities***

The Board is responsible for making sure the organization is effective and financially sound. Specific responsibilities include:

#### **1. Legal/Fiduciary**

Board members are legally responsible for making sure that money is being raised and spent in a responsible manner. This means that board members must help create or approve a budget that they fully understand and must review income and expenses on a regular basis. In some cases, this means that the people who handle the money should be bonded. The Board is also responsible for keeping the corporation's legal record (the Minutes), making sure the organization has adequate insurance and an annual audit.

#### **2. Management**

Board members are responsible for making sure the organization is well-managed. Board members have the authority and responsibility to hire (and fire) the Executive Director. They

also must make sure that the director has what <sup>6</sup>she/he needs to do the job, and is supported, held accountable and evaluated on a regular basis.

**3. Fund-raising**

Board members are responsible for raising funds for the organization. While some fundraising work may be given over to the staff, the Board is responsible for creating and approving the budget and for insuring that the budget is raised. Each Board member should make a direct personal contribution to the budget. Each Board member must also be willing to participate in fundraising activities.

**4. Organizational identity**

Board members are responsible for creating the organization's identity. This means that Board members need to develop or support the organization's mission, make decisions about program directions, and participate and ensure effective short and long-range planning.

**5. Stewardship of Land**

Inherent in the land trust model is the stewardship of land held by the organization. Board members are thus responsible for caring for the land held by OCHLT in a manner that will promote the long-term well-being of the community and the long-term health of the environment. This includes conveying land use rights so as to facilitate access, by low- and moderate-income households, to land, affordable housing, and other community needs.

***Personal Responsibilities***

**1. Philosophical commitment**

Board members must be willing to make a philosophical or emotional commitment to OCHLT. In other words, Board members must believe in the mission of the organization and help shape or support the vision behind that mission. (*See attached Purposes*).

**2. Time and energy commitment**

Board members must be willing to come to Board and committee meetings and actively participate.

• ***Time Commitment***

Historically, the OCHLT Board has met once each month (2<sup>nd</sup> Wednesday) for 90 minutes. ***Attendance at these regular board meetings is critical.*** OCHLT's operations are complex and require board members to stay up-to-date regarding issues facing the organization.

Board members must be willing and able to commit to a minimum average of 6-8 hours per month. This will include not only a regular board meeting but also serving on a board committee. In addition, Board members are expected to attend an annual board training (historically, 1 day in July) and an annual planning retreat (historically, 1 day in early January).

• ***Board committees***

Presently there are two standing committees as identified in the bylaws.

⑦

**Executive Committee**  
**Lessee Membership Committee**

We anticipate the formation of other new committees during 2002-2003 to further the work of OCHLT, particularly in the areas of membership, fund-raising, and education/public relations.

**3. Financial commitment**

Board members must be willing to make a financial commitment. Every Board member does not have to contribute at the same level; we certainly recognize that some can give far more than others. But everyone can give something. One hundred percent of the Board needs to financially support the work of OCHLT. Asking the community to give when Board members are not makes the organization less credible.

**4. Contribution of self**

Board members should bring some special talent, skill, knowledge, contact or other contribution to the work of the board. This can include experience in the community being served, extensive board experience, energy and enthusiasm for the work of the organization, willingness to learn board skills, or technical skills such as legal or public relations know-how.

**5. Willingness to serve**

Board members should bring themselves to the work of the Board. They must have a desire to serve and be willing to share their ideas, experiences, feelings, insights, fears, questions, etc. They must be willing to read the organization's materials, ask questions, think things through, make suggestions, and express honest feelings.

**6. Facilitate**

Board members must see themselves as facilitators for the organization, providing support to staff and other Board members. They must be open to working with other people, respecting new ideas, and taking reasonable risks.

**OCHLT Advisory Committee**

This Committee will be formally established at the 2002 Annual Meeting. It will be composed of folks with a wide variety of expertise who are interested in offering their time and services to OCHLT board and staff on a volunteer consulting basis, but are not interested in serving on a formal board or committee. Examples of areas of expertise are construction, architecture, real estate, legal, fund-raising, community-building etc.

**The Purposes of OCHLT, as stated in its Bylaws of 15 August 2001, are as follows:**

- a. To provide opportunities for low- and moderate-income households to secure housing that is decent and affordable. The primary focus of the Corporation's activities and the majority of the Corporation's resources will serve low- to moderate-income households earning less than 80% of the area median income by household size. All of the Corporation's activities and resources will serve households earning up to 100% of the area median income by household size.
- b. To preserve the quality, affordability, and economic diversity of housing for present and future residents of Orange County, North Carolina.
- c. To partner with town governments, county government, non-profit corporations, for-profit housing developers, The University of North Carolina, and other major employers in Orange County to further the Corporation's primary purpose of assisting low- and moderate-income households.
- d. To assist local government staff and elected officials in their efforts to design and implement policies and programs that address housing needs in Orange County.
- e. To acquire developed or undeveloped land, to hold land in perpetuity, to hold ground leases, and, to arrange for the purchase, sale, repurchase, and development of housing and other structural improvements as appropriate.
- f. To construct new homes using the best available market data, creative planning and design, public subsidies and community investment from financial institutions, with first mortgages affordable to those households with incomes at or below 80% of the area median.
- g. To construct rental housing affordable to families and individuals with incomes at or below 80% of the area median, with the primary goal of providing rental housing affordable to families and individuals with incomes at or below 60% of the area median.
- h. To participate in cooperative efforts to provide housing that serves the needs of special populations such as homeless individuals and families, older adults, persons with disabilities or mental illness, and battered women, in association with agencies that operate programs supporting the targeted population.
- i. To produce homes that are safe, durable, comfortable, cost effective, energy efficient and sustainable, and to assist residents of housing located on land owned by the Corporation in maintaining and improving the quality and security of their housing and the safety and well-being of their community.
- j. To provide housing opportunities for low- and moderate-income people to secure housing that is decent and affordable and that is controlled by residents on a long-term basis.
- k. To educate and advocate in the local community to increase private sector participation in efforts to provide adequate housing for families and individuals earning less than 80% of the area median by household size.
- l. To conduct education and counseling programs that will prepare interested families and individuals for the responsibilities of home ownership, and create a pool of ready buyers for homes the Corporation builds or acquires.
- m. To protect the natural environment and to promote the ecologically sound use of land and natural resources.