Executive Director
Contracts

Understanding Guidelines, Template and Local Options
OBJECTIVES

General Understanding of DHCD Guidelines for Executive Director Contracts

Requirements of Mandatory Contract Cover Sheet

Overview of DHCD Executive Director Contract of Employment Template

Review and Approval Process

Description of DHCD Guidelines for Local Housing Authority Hiring of Executive Director
OBJECTIVE

GENERAL UNDERSTANDING OF DHCD GUIDELINES FOR EXECUTIVE DIRECTOR CONTRACTS
DHCD Guidelines for Executive Director Contracts
Statutory Authority
M.G.L. Chapter 121B, Section 7A

- DHCD shall promulgate guidelines for ED Contracts (PHN 2016-40)
- DHCD may review all contracts, but must review all contracts more than $100,000 per year. *(DHCD will review all ED Contracts)*
- DHCD may strike contract provisions that do not conform to the Guidelines
DHCD has the right to withhold funding for ED salary, if the following conditions not met:

- LHA has followed the ED Hiring Guidelines, salaries and any other related guidance
- Candidate meets the minimum qualifications
- CORI
- Refers to M.G.L. c. 121B, § 7A, DHCD ED Contract Guidelines

* Please note that if a LHA hires a consultant to conduct the ED hiring, that consultant must meet these conditions on behalf of the LHA.
EFFECTIVE DATE: December 27, 2016

• Contracts in existence on the effective date are valid until they expire, **CANNOT BE RENEWED OR EXTENDED**

• Other Pertinent Guidelines:
  o DHCD Executive Director Hiring Guidelines
  o DHCD Executive Director Salary and Qualifications Schedule (in effect)
  o DHCD Local Housing Authority Budget Guidelines (in effect)
PARTIES TO THE CONTRACT

- Housing Authority Board of Directors and the Executive Director
- DHCD is **NOT** a party to the contract
- DHCD **HAS RESPONSIBILITY** to:
  - Review all terms to assure they confirm to the Guidelines and to strike non-conforming terms
  - Approve the Executive Director's Salary
TO BE VALID AND ENFORCEABLE

- Contract **MUST** be executed by **BOTH** LHA and ED
- **MUST** include the following language:

  "This Agreement is subject to the prior review and approval of the Massachusetts Department of Housing and Community Development ("DHCD"). Unless and until this Agreement is approved by DHCD in writing, this Agreement is without force and effect and may be deemed to be null and void by DHCD, in its sole discretion. The Executive Director understands that, if he/she commences work before this Agreement is approved by DHCD he/she shall be deemed an employee at will of the Authority unless and until such approval."
OBJECTIVE

REQUIREMENTS

OF

MANDATORY CONTRACT COVER SHEET
DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
Mandatory Contract Cover Sheet

MANDATORY CONTRACT COVER SHEET (Four Sections)
I. Parties and Executive Director Qualifications
II. Basic Terms
III. Other Material Terms
IV. Certification
MANDATORY CONTRACT COVER SHEET

• **Must** be completed by the LHA

• **Must** be reviewed by DHCD

• If LHA uses DHCD Contract Template, **WITH NO CHANGES** the LHA **MUST COMPLETE** Sections I and IV, **ONLY**
MANDATORY CONTRACT COVER SHEET

Mandatory Cover Sheet to be Completed and Submitted by LHA With the Contract of Employment for the Executive Director For Review by DHCD.

(Note: For contracts prepared using the DHCD template with no changes other than insertion of factual information, complete only Sections I and IV below. If not using the DHCD template, or if using it with amended terms, complete all sections below.)

To facilitate DHCD review of Executive Director Employment Contracts, the LHA must provide a summary of qualifications and material contract terms below and identify by article, paragraph and/or sub-paragraph where the material terms appear in the contract being submitted for review.

I. Parties and Executive Director Qualifications

<table>
<thead>
<tr>
<th>Housing Authority</th>
<th>Name:</th>
<th>Address for purposes of Notices:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Executive Director</td>
<td>Name:</td>
<td>Address for purposes of Notices:</td>
</tr>
</tbody>
</table>

* Years as Executive Director or Assistant Executive Director or other senior staff at any LHA

<table>
<thead>
<tr>
<th>Years:</th>
<th>Position held:</th>
</tr>
</thead>
</table>

Original date of hire of ED at this LHA

Certifications

Educational Level

Experience in Field | Years: | Type: |

IV. Certification.

The undersigned certifies that the above information is true and correct.

________________________________________
HOUSING AUTHORITY

By:______________________________________

Name:  

Title:  

Date: ____________________________

If LHA uses the DHCD Contract Template (with no amendments or alterations) MUST COMPLETE Sections I and IV of the cover sheet ONLY  

5/22/2017
IF LHA **DOES NOT** use the DHCD Contract Template, or uses the DHCD Contract Template with amended terms, the LHA **MUST COMPLETE ALL SECTIONS** of the Mandatory Contract Cover Sheet, including Section II and Section III, and identify:

Where the material terms appear in the contract.

- By article
- Paragraph and/or sub-paragraph

The Cover Sheet is “like a road map”
DHCD Executive Director Mandatory Contract Cover Sheet: Section II

II. Basic Terms (LHAs using the DHCD-approved contract template do not need to complete this section. The subject matter covered by these Basic Terms must be included in all contracts.)

<table>
<thead>
<tr>
<th>Basic Term</th>
<th>Brief Summary</th>
<th>Section/Paragraph #s of Contract</th>
</tr>
</thead>
<tbody>
<tr>
<td>Length of Contract Term</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public Housing/Rental Assistance Programs Operated</td>
<td>Number of units for each program at the LHA</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Number of BRUs for each program at the LHA</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Program</td>
<td></td>
</tr>
<tr>
<td></td>
<td>State-aided public housing</td>
<td></td>
</tr>
<tr>
<td></td>
<td>State-aided rental vouchers (MRVP and/or AHVP), leased units only.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Federally subsidized public housing</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Federal Section 8 vouchers, leased units only</td>
<td></td>
</tr>
<tr>
<td>Other program activities, if any</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Full/Part Time</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Required hours/week</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Salary (not including bonus)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Percentage of Authority’s state-aided public housing units and units that are leased with state-aided rental vouchers (MRVP and/or AHVP)</td>
<td>Stacy-aided rental vouchers (MRVP and/or AHVP), leased units only.</td>
<td></td>
</tr>
<tr>
<td>Approved State Share of Salary</td>
<td>$ (Percentage of the Authority’s state-aided public housing units and units that are leased with state-aided rental vouchers (MRVP and/or AHVP) multiplied by the Salary)</td>
<td></td>
</tr>
<tr>
<td>Bonus (if any)</td>
<td>$ payable from State operating subsidy</td>
<td></td>
</tr>
<tr>
<td></td>
<td>$ payable from the following other sources</td>
<td></td>
</tr>
</tbody>
</table>

Other Taxable Compensation

<table>
<thead>
<tr>
<th>Benefits:</th>
</tr>
</thead>
<tbody>
<tr>
<td>List non-monetary compensation such as laptops, cell phones, etc.:</td>
</tr>
</tbody>
</table>

LHAs not using the DHCD Contract Template or using Template with amendments or alterations, must complete Section II.
SECTION III. Other Material Terms

Other **MATERIAL TERMS** are mandatory

- LHAs **not using** the DHCD Contract Template **must complete Section III**

- LHAs using DHCD Contract Template **do not** need to identify template provisions, but **MUST IDENTIFY** any provisions in the Special Contract Provisions (Rider 1) that affect or differ from the material terms.
### DHCD Executive Director Mandatory Contract Cover Sheet: Section III

**III. Other Material Terms.**

*Note: All material terms are mandatory and must be included in each contract. LHAs utilizing the DHCD-approved contract template do not need to identify template provisions, but do need to identify any provisions set forth in the Special Contract Provisions (Rider I) that affect or differ from these material terms.*

<table>
<thead>
<tr>
<th>Material Term</th>
<th>Page and Section # in Contract or Special Contract Provisions</th>
<th>Is Language Identical to DHCD-Approved Template?</th>
<th>Brief Explanation of Changes from DHCD-Approved Provisions</th>
<th>No modifications without written agreement and DHCD approval</th>
<th>Dispute Resolution</th>
<th>Post-term activities</th>
<th>No assignment</th>
</tr>
</thead>
<tbody>
<tr>
<td>Job Description (must be attached to contract)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Detailed summary of any additional benefits not in II above</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Expense Reimbursement</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Termination by Executive Director</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Termination by LHA</td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Termination by DHCD</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other discipline or termination provisions, if any</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Executive Director’s Inability to Perform Essential Functions</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Notice Provision</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

LHAs **not using** the DHCD Contract Template or using Template with amendments or alterations **must complete Section III**
SECTION IV. Certification

• LHA must certify that the information in the contract cover sheet is true and correct. (Member delegated by LHA)

• Signature, printed name, title and date are all required
OBJECTIVE

OVERVIEW

OF

DHCD EXECUTIVE DIRECTOR

CONTRACT FOR EMPLOYMENT TEMPLATE
BASIC TERMS (Mandatory)

• DHCD Contract Template contains basic provisions that should contain factual information about the parties and terms. *(Page 1 of DHCD Contract Template)*

MANDATORY CONTRACT PROVISIONS (Mandatory)

• At minimum contracts between an LHA and the ED must set forth several terms and conditions of employment. *(Page 2, Section B, of DHCD Contract Template, referred to as “Standard Provisions”)*
MANDATORY CONTRACT PROVISIONS

1. Identification of the Contract and Parties.
2. Term and Effective Date of Contract. (Must coincide w/LHA’s FYE)
3. Duties of the Executive Director (Job Description).
4. Type of Public Housing/Rental Assistance (P/RA) Programs operated.
5. Other program activities, if any.
7. Required Hours.
MANDATORY CONTRACT PROVISIONS


9. State percentage of the Authority’s public housing units and leased vouchers.

10. Approved State Share of Salary.

11. Other Compensation, if any (include non-monetary compensation such as laptops, cell phones, etc. as well as non-salary monetary compensation such as bonus).

MANDATORY CONTRACT PROVISIONS

13. Reimbursement of Expenses.
14. Termination of Agreement.
15. Notices.
17. Dispute Resolution.
18. Post-Term Activities.
MANDATORY CONTRACT PROVISIONS

19. Assignment.

20. Governing Law (Massachusetts).

21. Signature Page and Acknowledgement that Contract is subject to DHCD review and written approval.

22. Certification Page

DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
ED Contract Template
DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
ED Contract Template

RECOMMENDED PROVISIONS

- DHCD recommends that each contract include provisions addressing the following issues:
  - Severability
  - Waiver
  - Counterparts
  - Federal Requirements
CONTRACT PROVISIONS THAT WILL NOT BE APPROVED BY DHCD

• **Longevity Payments**: Compensation increases made on the basis of increased years of service (so-called “longevity payments”)

• **Indemnity Clauses**: Clauses in which the housing authority agrees to indemnify the Executive Director
DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
ED Contract Template

• Signature Page

• Acknowledgement that Contract is subject to DHCD review and written approval
DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
Signature & Acknowledgement

• All contracts must have a signature page
• Executed as an instrument under seal
• Execution on behalf of the Authority must be by its Executive Director, its chair and its treasurer

[Signature page to Contract of Employment for Executive Director]

IN WITNESS WHEREOF, Authority, acting by and through its duly authorized chairman and treasurer and hereto affixing its seal, and Executive Director, have duly executed this Agreement as a binding contract between the parties, subject to DHCD approval as set out below.

This Agreement is subject to the prior review and approval of the Massachusetts Department of Housing and Community Development (“DHCD”). Unless and until this Agreement is approved by DHCD in writing as evidenced by the Certification of Review and Approval, this Agreement is without force and effect and may be deemed to be null and void by DHCD, in its sole discretion. The Executive Director understands that, if he/she commences work before this Agreement is approved by DHCD he/she shall be deemed an employee at will of the Authority unless and until such approval.

________________________  Housing Authority

Seal

Witness: ______________________  By: ______________________
          Its Chairman

Witness: ______________________  By: ______________________
          Its Treasurer

Witness: ______________________  Executive Director

5/22/2017
OBJECTIVE

OVERVIEW

OF

DHCD REVIEW & APPROVAL
Contract should be submitted to the DHCD Housing Management Specialist (HMS) who is assigned to the LHA

- LHAs must provide:
  - Mandatory Contract Cover Sheet
  - ED Contract of Employment, and
  - Contract must meet all the requirements set out in DHCD Guidelines for Executive Director Contract

DHCD Guidelines for Executive Director Contracts
Public Housing Notice (PHN) #2016-40
Review and Approval Process
Submit Contract to DHCD a minimum of sixty (60) days prior to the proposed effective date of the contract. Must include:

- Evidence of having followed hiring guidelines, as prescribed by DHCD’s Executive Director Hiring Guidelines currently in effect. (See pages 4-5 of the Hiring Guidelines)

- Contract must include a copy of job description

- If LHA uses DHCD contract template form, without any material changes to the template form or with rider(s), DHCD will review and respond within thirty (30) days

- If LHA does not use DHCD contract template form, DHCD will review and respond within sixty (60) days
DHCD’s response will inform the LHA whether the contract is:

- Approved
- Rejected
- Or approved with revisions and/or conditions

Using the Certification Page.

*See page 15 and 16 of DHCD Guidelines for Executive Director Contracts for full details of the DHCD approval of contracts.
All contracts must contain a certification page, as detailed in the ED Contract Guidelines.
QUESTIONS