

**ST. MARK'S CATHEDRAL PARISH
VESTRY RESOLUTION #26-GO-03**

HISTORY:

In partnership with Redwood Housing Partners, LLC (Redwood), St. Mark's Cathedral Parish (Saint Mark's) is redeveloping for a multi-generational affordable housing community the historic St. Nicholas School at 1501 10th Avenue East in Seattle (the Property), which Property is owned by Saint Mark's Properties LLC, a wholly owned subsidiary of Saint Mark's.

Saint Mark's is planning to make application to public financing sources that support the planned development of the Property for affordable housing, specifically including an application for an award from the Multifamily Housing Capital Fund of the Washington State Housing Trust Fund. Per RCW 43.185A.040, "nonprofit community or neighborhood-based organizations" may receive financial assistance. Section 202 of the Housing Trust Handbook (5/28/2026) sets out requirements to qualify, including:

... nonprofit organizations must submit a letter from the Internal Revenue Service designating them as a tax-exempt nonprofit organization and a copy of their bylaws stating a clear housing purpose.

In order to meet the requirements to qualify, Saint Mark's needs to amend its bylaws to state a clear housing purpose; and, it is appropriate to place this housing purpose in the broader context of the mission and ministry of Saint Mark's. To accomplish this, it is proposed to amend the bylaws of Saint Mark's by re-numbering the current Articles XII and XIII to become Articles XIII and XIV and adding a new Article XII (Mission).

Pursuant to Article XIII of the Second Restated Bylaws, the Bylaws may be amended by a two-thirds vote of the Vestry at a regular or special meeting subject to meeting certain notice and posting requirements.

BE IT RESOLVED BY THE VESTRY OF ST. MARK'S CATHEDRAL PARISH:

1. The Vestry intends to amend the Second Restated Bylaws of St. Mark's Cathedral Parish by re-numbering the current Articles XII and XIII to become Articles XIII and XIV and adding a new Article XII (Mission):

**ARTICLE XII
MISSION**

Section 1. This Corporation (a) strives for justice and peace, respecting the dignity of every human being, (b) seeks to nurture a culture where all are encouraged and equipped to live out the call to do justice, love mercy, and walk humbly with God, and (c) pursues justice and reconciliation across a myriad of critical issues, including housing and racial justice.

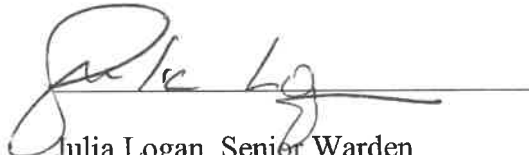
Section 2. In furtherance of and subject to the limitations of (a) Section 501(c)(3) of the Internal Revenue Code and (b) Articles III (Purposes), IV (Powers), and V (Limitations) of the Articles of Incorporation, this Corporation undertakes a portfolio of hunger and housing ministries. The Corporation is committed to addressing a full spectrum of housing needs from acute shelter to long-term affordable housing and from direct service to advocacy for systemic changes to achieve housing justice.

2. The Vestry will consider this amendment to the Second Restated Bylaws at a special meeting of the Vestry called by the Dean to be held at 6:00 p.m. on September 15, 2026.

3. Pursuant to Article XIII of the Second Restated Bylaws, notice of intention to amend the Bylaws shall be posted in at least two conspicuous locations in the Church buildings for a period of not less than three weeks prior to the special Vestry meeting. The notice of intention to amend shall include the content of the changes and an opportunity to comment.

4. If the Vestry approves the amendment, it shall be included in Third Restated Bylaws dated as of the date the amendment is approved by the Vestry. The Third Restated Bylaws shall be identical to the Second Restated Bylaws except for the new date and certification, the new Article XII (Mission), and the re-numbering of the current Articles XII and XIII to become Articles XIII and XIV. Notice that changes have been adopted and the date of adoption shall be posted in at least two conspicuous locations in the church buildings for a period of not less than 30 days following adoption.

ADOPTED by the Vestry of St. Mark's Cathedral Parish on August 25, 2026.



Julia Logan, Senior Warden

ATTESTED by me on August 25, 2026.



Barbara Erickson, Clerk