

Minutes
Connecticut Housing Finance Authority
Board of Directors Meeting No. 599
February 24, 2022

Directors Present: (Virtually) Seila Mosquera-Bruno, Chairperson of CHFA and Commissioner of the Department of Housing
Jerrold Abrahams
Cindy Butts
Heidi DeWyngaert, Vice Chairperson of CHFA and Chairperson of the Mortgage Committee
Kiley Gosselin
Timothy Hodges
Catherine MacKinnon
Jorge Perez, State Banking Commissioner
Franklin Perry II
Sarah Sanders, Chairperson of Finance Committee, representing Shawn Wooden, State Treasurer
Lisa Tepper Bates
Gregory Ugalde

Directors Absent: Wendy Clarke
Alexandra Daum, representing David A. Lehman, Commissioner, Department of Economic & Community Development

Ms. Mosquera-Bruno called the meeting of the Connecticut Housing Finance Authority to order at 10:03 a.m.

A roll call of Board members was conducted and a quorum was present. Ms. Mosquera-Bruno asked for public comments by virtue of the public call-in line and there were none.

Nandini Natarajan, Chief Executive Officer-Executive Director, reported on the status of the MyHomeCT program roll out, described the changes to CHFA's Single Family Procedures being recommended to increase production, and announced the development of a new program to provide downpayment assistance for first time homebuyers that CHFA will administer on behalf of the Department of Housing. She also reported that the Board Retreat is scheduled for May 18th and will be held at a CHFA housing development in Meriden.

Hazim Taib, Chief Financial Officer, presented the resolution authorizing CHFA to procure a warehouse loan facility to assist the pooling of single family loans into mortgage backed securities.

Upon a motion made by Mr. Hodges, seconded by Mr. Ugalde, the Board members voted by roll call and were unanimously in favor of adopting the following resolution authorizing CHFA to enter into revolving mortgage loan warehousing facilities and issue revolving mortgage loan warehousing obligations. Ms. Gosselin was not present for the vote.

RESOLUTION TO ENTER INTO
REVOLVING MORTGAGE LOAN WAREHOUSING FACILITIES AND ISSUE
REVOLVING MORTGAGE LOAN WAREHOUSING OBLIGATIONS

WHEREAS, Section 8-250(11) of Chapter 134 of the General Statutes of Connecticut, as amended (the “Act”) provides that the Authority shall have the power to borrow money or secure credit on a temporary, short-term, interim or long-term basis; and

WHEREAS, Section 8-250(12) of the Act provides that the Authority shall have the power to issue bonds, bond anticipation notes and other obligations of the Authority; and

WHEREAS, Section 8-252(a) of the Act provides that the Authority is authorized from time to time to issue its bonds, bond anticipation notes and other obligations in such principal amounts as in the opinion of the authority shall be necessary to provide sufficient funds for carrying out the purposes set forth in subsections (32) and (33) of Section 8-250 of the Act and Section 8-251 of the Act, including the payment, funding or refunding of the principal of, or interest or redemption premiums on, any bonds, bond anticipation notes and other obligations issued by it whether the bonds, bond anticipation notes or other obligations or interest to be funded or refunded have or have not become due; and

WHEREAS, the Authority’s program requires a source of funds to purchase and warehouse single family mortgage loans to facilitate the pooling thereof into mortgage-backed securities by its master servicer prior to the purchase thereof with the proceeds of its tax-exempt bonds; and

WHEREAS, such source of funds has previously been proceeds of the Authority’s regular taxable bond issuances; and

WHEREAS, the Authority may achieve significant cost savings by instead funding such purchases with interim obligations issued between its regular bond issuances and ultimately refunded by a future bond issuance; and

WHEREAS, the Authority has received indications of interest from a number of qualified providers of revolving mortgage loan warehousing facilities under which the Authority may issue such interim obligations;

NOW, THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority as follows:

1. The Chief Executive Officer – Executive Director of the Authority and/or the Chief Financial Officer and staff are hereby authorized to enter into one or more revolving mortgage loan warehousing facilities (each, a “Revolving Mortgage Loan Warehousing Facility” and collectively, the “Revolving Mortgage Loan Warehousing Facilities”) with one or more providers who may be selected in the manner determined by the Chief Executive Officer – Executive Director of the Authority and/or the Chief Financial Officer and to issue thereunder interim obligations of the Authority for the purposes set forth hereinabove (each, a “Revolving Mortgage Loan Warehousing Obligation” and collectively, the “Revolving Mortgage Loan Warehousing Obligations”).

2. The Chief Executive Officer – Executive Director and/or Chief Financial Officer and staff of the Authority are hereby authorized to negotiate, approve, execute and deliver all documents necessary or desirable to enter into Revolving Mortgage Loan Warehousing Facilities for the issuance of Revolving Mortgage Loan Warehousing Obligations thereunder with providers that are satisfactory to the Chief Executive Officer – Executive Director and/or the Chief Financial Officer, to accomplish efficient execution of such transactions, in the best interest of the Authority, as determined by the Chief Executive Officer – Executive Director and/or the Chief Financial Officer. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to make such changes, additions, deletions, modifications and amendments to such Revolving Mortgage Loan Warehousing Facility documents as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to approve changes, additions, deletions, modifications, novations and amendments to Revolving Mortgage Loan Warehousing Facility documents previously executed by the Authority, in each case as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization.

3. The aggregate principal amount of Revolving Mortgage Loan Warehousing Obligations outstanding at any time shall not exceed \$75,000,000.

4. Revolving Mortgage Loan Warehousing Obligations shall constitute general obligations of the Authority, payable from all available funds of the Authority. In addition to and not in limitation of the foregoing, amounts held under the Investment Trust Subaccount within the Surplus Account of the Authority's General Housing Mortgage Finance Program Bond Resolution available therefor may be applied to the payment of principal of and interest on Revolving Mortgage Loan Warehousing Obligations.

5. Until required for the purchase and warehousing of single family mortgage loans, amounts held under any Revolving Mortgage Loan Warehousing Facility, or any portion of such amounts, shall be (A) held uninvested by the custodian of such facility or (B) invested in (i) the State of Connecticut Short-Term Investment Fund, (ii) any direct obligations of or obligations guaranteed by the United States of America or obligations issued by any federal agency that are backed by the full faith and credit of the United States of America or (iii) deposits in interest-bearing time or demand deposits or certificates of deposit secured by obligations described in clause (ii).

6. Interest on Revolving Mortgage Loan Warehousing Obligations shall be federally taxable.

7. Revolving Mortgage Loan Warehousing Obligations shall contain on the face thereof a statement to the effect that neither the State of Connecticut nor any political subdivision thereof other than the Authority shall be obligated to pay the same or the interest thereon except from revenues or other funds of the Authority and that neither the faith and credit nor the taxing power of the State of Connecticut or of any political subdivision thereof other than the Authority is pledged to the payment of the principal of or the interest on such obligations.

8. The authorization provided by this Resolution shall expire on February 24, 2025. No Revolving Mortgage Loan Warehousing Facility shall have a term ending later than such date, and no Revolving Mortgage Loan Warehousing Obligation shall have a final maturity later than such date.

9. The authorization provided by this Resolution is separate and apart and in addition to any authorization provided by any other resolution of the Authority in respect of any other credit facility or facilities.

Masouda Omar, Managing Director, Multifamily, provided a summary of the Mortgage Committee's recommended resolution authorizing the payoff of two existing mortgages, transfer of ownership and approval of first mortgage construction to permanent financing, utilizing tax exempt bond proceeds, for Woodland Hills Apartments, located in Torrington, Connecticut.

Upon a motion made by Mr. Ugalde, seconded by Mr. Abrahams, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding Woodland Hills Apartments, located in Torrington, Connecticut. Ms. Gosselin was not present for the vote.

RESOLUTION REGARDING FINANCING OF
WOODLAND HILLS APARTMENTS, TORRINGTON, CONNECTICUT
CHFA DEVELOPMENT NO. 21 - 411M

WHEREAS, by resolution adopted on May 30, 2001, the Board of Directors of the Connecticut Housing Finance Authority (the "Authority") authorized mortgage financing for Woodland Hills Apartments (formerly-known-as Highwood Apartments), a 176-unit multifamily development located in Torrington, Connecticut (the "Development"), and the Authority provided Highwood Rehab Associates Limited Partnership (the "Mortgagor") with certain mortgage loans (the "Authority Loans") for the benefit of the Development;

WHEREAS, Mortgagor received certain mortgage financing from the State of Connecticut (the "State") for the benefit of the Development, which was assigned by the State to the Authority (the "State Loan");

WHEREAS, the Mortgagor has requested permission to transfer ownership of the Development and to prepay the Authority Loans and the State Loan in accordance with the terms and conditions as provided herein;

WHEREAS, Woodland Hills GP, LLC and 615 Holdings, LLC have applied to the Authority for mortgage financing for the acquisition and rehabilitation of the Development; and

WHEREAS, the Authority desires to permit prepayment of the Authority Loans and the State Loan and to provide mortgage financing for the benefit of the Development to Woodland Hills Community Partners, Limited Partnership and/or a related entity otherwise acceptable to the Authority (the "Proposed Mortgagor"), all as described in the attached Memorandum and

Development Summary Materials from Elizabeth Valigorsky, Senior Multifamily Workout Officer, dated February 22, 2022 (the “Memorandum”).

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority, as follows:

Section 1. Prepayment of the principal balance and all accrued interest of the Authority Loans and the State Loan is hereby authorized in connection with the completion of the Proposed Mortgagor’s acquisition and rehabilitation of the Development and the mortgage financing authorized herein.

Section 2. The Authority is authorized to provide a construction-to-permanent loan in a principal amount of up to \$23,500,000. The construction-to-permanent loan shall be secured by a first-priority fee simple mortgage on the Development and shall accrue interest on all amounts advanced at a rate not to exceed 4.59% per annum for the initial 24 months and at a rate not to exceed 4.53% per annum for the immediately succeeding 40 years. The construction-to-permanent loan shall be repaid monthly in arrears, as follows: (i) interest-only repayment for a period of 24 months, immediately followed by, (ii) principal and interest repayment based upon an amortization schedule of 40 years over a term of 40 years, after which all outstanding loan principal and interest shall be due, *provided, however*, the construction-to-permanent loan may be prepaid in full: (i) on or after 15 years of the amortizing loan term by virtue of refinance with a mortgage loan from the Authority and subject to the satisfaction of all applicable Authority requirements, including the payment of a housing program maintenance fee equal to 1% of the outstanding principal balance, or (ii) on or after 20 years of the amortizing loan term and subject to the satisfaction of all applicable Authority requirements, including the payment of a housing program maintenance fee equal to 1% of the outstanding principal balance. The Authority will fund this loan with Tax-Exempt Bond proceeds, including the issuance of bonds as described in Attachment A, attached hereto, or from such other sources of funding, and upon such terms and conditions, as are deemed to be in the best interests of the Authority. To the extent other sources of funding are deemed to be in the best interest of the Authority, the Authority finds that mortgage loan financing is not readily available from another source and that it is appropriate and in the public interest for the Authority to provide such financing from the proceeds of taxable bonds. With respect to any such expenditure, this Resolution is intended to satisfy the technical requirements of Section 1.150-2(d)(1) of the United States Treasury Regulations.

Section 3. The Authority’s commitment to provide mortgage financing for the Development shall be conditioned upon the Authority’s acceptance and approval in its sole discretion of the following:

- (a) Affordability restrictions on the Development for a period of 40 years, such that 176 units shall be set aside for households at or below 50% of area median income;
- (b) An independent appraisal and a market acceptance analysis for the Development;

- (c) All required governmental approvals, tax abatement agreements, hazardous waste testing at the Development, and hazardous waste removal and disposal (if applicable);
- (d) Final construction costs and plans and specifications;
- (e) Commitments for sources of funds, as further described in the Memorandum, or in such other amounts and/or from such other comparable sources as are acceptable to the Authority, such that the total of the sources and uses of funds for completion of the Development are in balance;
- (f) Proposed operating income and expenses, all required reserve and escrow funding, tenant relocation plan, and property management organization and plan;
- (g) United States Department of Housing and Urban Development approval of the transfer of ownership of the Development to the Proposed Mortgagor and the issuance of new 20 year Section 8 Housing Assistance Payments contract benefitting the Development; and
- (h) Compliance by the Proposed Mortgagor with all applicable law, the Authority's Procedures, the provisions of the Memorandum, and all applicable Authority policies, *provided, however*, if there is any inconsistency between the provisions of this Resolution and the Authority's policies, the terms of this Resolution shall control.

Section 4. The Chief Executive Officer - Executive Director is hereby authorized to modify or supplement the terms and conditions hereof and to take all other actions consistent with this Resolution, as may be in the best interest of the Authority and necessary for the development of quality affordable housing.

Section 5. Failure to provide any of the above-referenced requirements in a form acceptable to the Authority and to close the mortgage financing authorized herein on or before November 30, 2022 shall render this Resolution void and of no further effect, *provided, however*, upon good cause shown and upon payment by the Proposed Mortgagor of any extension or other fees as may be required by the Authority, the Chief Executive Officer - Executive Director may extend the time for compliance hereunder.

(Woodland Hills Apartments, Torrington, Connecticut)

ATTACHMENT A

1. The Chief Executive Officer - Executive Director and/or Chief Financial Officer of the Authority and staff are hereby authorized to continue the Authority's Housing Mortgage Finance Program by way of one or more bond sales.
2. The timing of such bond sales shall be determined in coordination with the State Treasurer's Office.

3. The bond sales shall be in an amount not to exceed \$25,900,000 for the Housing Mortgage Finance Program Bonds, of the series designated (subject to paragraph 18 below) 2022 Series D (the “Bonds”), which shall be issued in one or more series and subseries as federally taxable bonds and/or as federally tax-exempt bonds under the Internal Revenue Code of 1986, as amended (the “Code”), or other applicable federal tax law.

4. The Bonds shall be sold on a negotiated basis.

5. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to set the date or dates for receipt of the respective offers from the underwriter(s) or other purchaser(s) (the “Respective Purchasers”) to purchase the Bonds.

6. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to execute and cause to be delivered appropriate documentation, including, without limitation, one or more Preliminary Official Statements and Underwriting Commitments, to adopt the expectations, beliefs, assumptions and representations expressed and made on behalf of the Authority in the Official Statement(s) of the Bonds (the “Official Statement(s)”) and to execute and deliver the Official Statement(s).

7. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized both (a) to receive the related offer presented by the Respective Purchasers, and (b) to make a formal award of the related portion of the Bonds to the Respective Purchasers and execute one or more Contracts of Purchase, provided the Chief Executive Officer - Executive Director and/or Chief Financial Officer may make such award only if the net interest cost on the tax-exempt portion or related portion of the Bonds does not exceed the Bond Buyer Revenue Bond Index published most recently prior to the award by more than 50 basis points.

8. The Chief Executive Officer - Executive Director and/or Chief Financial Officer and staff of the Authority are hereby authorized to negotiate one or more interest rate swap agreements with counterparties that meets the requirements of the General Bond Resolution and is satisfactory to the Chief Executive Officer - Executive Director and/or Chief Financial Officer in conjunction with the 2022 Series D bond sale (collectively, the “Swap”). The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to approve, execute and deliver all documents necessary to consummate the Swap, provided the Swap results in a net interest rate savings to the Authority of not less than 20 basis points of the Swap portion or in the best interest of the Authority, as determined by the Chief Executive Officer - Executive Director and/or Chief Financial Officer. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to make such changes, additions, deletions, modifications and amendments to the Swap and other related documents as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to approve changes, additions, deletions, modifications, novations and amendments to interest rate swap agreements previously executed by the Authority and intended to be allocated to the Bonds, in each case as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization.

9. The Authority hereby adopts the Series Resolution Authorizing the issuance of not more than \$25,900,000 Housing Mortgage Finance Program Bonds, 2022 Series D (the “Series Resolution”) and hereby authorizes all necessary transfers from the Capital Reserve Fund in accordance with Section 513(8) of the General Bond Resolution on December 1 to the Section 506 account for the purpose of redeeming bonds and the Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to take whatever other action is necessary to carry out such sale including, without limitation, determining the amount of fixed rate, variable or convertible option bonds and to make such changes, additions, deletions, modifications and amendments to the Series Resolution as may be necessary or desirable and in the best interest of the Authority and not inconsistent with the authorization contemplated at this meeting.

10. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to have the Bonds prepared and to execute and authorize the delivery of the Bonds to the Respective Purchasers upon receipt of the purchase price thereof plus accrued interest, if any, and to pay to any underwriter the underwriters’ fee and/or discount and expenses and to do and perform all acts and things and execute any and all documents in the name of the Authority, necessary, useful or convenient to the issuance and sale of the Bonds by the Authority. The Bonds shall bear such rates and maturities, and sinking fund installments shall be made as set forth in the Official Statement(s) and the Series Resolution.

11. The Bonds shall be executed by the manual or facsimile signatures of the Chairperson, Vice Chairperson, Chairperson of the Finance/Audit Committee, or the Chief Executive Officer - Executive Director of the Authority and/or her designee, and the official seal of the Authority or a facsimile thereof shall be affixed, impressed or imprinted on the Bonds and attested by the manual or facsimile signature of the Chief Executive Officer - Executive Director or another duly Authorized Officer of the Authority.

12. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is authorized to establish the interest rate on mortgage loans financed with the proceeds of the Bonds (“Proceeds”), provided that such interest rate shall not exceed that which is permitted or authorized under the Code.

13. The Proceeds are to be used to make new single and/or multi-family mortgages and/or refund current and future maturities of outstanding bonds and/or to refund prepayments. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to determine which multifamily projects are to be funded from proceeds of the Bonds.

14. U.S. Bank National Association is hereby authorized to act as Paying Agent and U.S. Bank National Association is hereby authorized to act, if required, as Tender Agent.

15. The Authority may make or finance, on an interim basis, certain mortgage loans, which costs are reasonably expected to be paid or reimbursed with the proceeds of debt to be incurred by the Authority in the maximum amount of \$25,900,000 and with respect to any such expenditures, this resolution is intended to satisfy the technical requirements of Section 1.150-2(d)(1) of the Treasury Regulations.

16. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to issue a certification as to the Authority's reasonable expectations regarding the amount and use of the Proceeds as described in Section 1.148-2(b)(2) of the Treasury regulations relating to Section 148 of the Code on the date such certificate is issued.

17. In the event the Chief Executive Officer - Executive Director is unable to act in accordance with this resolution or otherwise, then the Chief Financial Officer is hereby authorized to carry out all necessary functions to consummate the sale of the Bonds. In the event his designee is unable to act in accordance with this resolution or otherwise, then a committee of not less than three (3) members of the Board of Directors, at least one of whom shall not be a state employee, is hereby authorized to carry out all necessary functions to consummate the sale of the Bonds (the "Sale Committee"). If neither the Chairperson nor the Vice Chairperson of the Authority is able to attend, then the Chairperson of the Finance/Audit Committee shall be the Chairperson of the Sale Committee, and if he/she is unable to attend, then the Chairperson of the Mortgage Committee shall be the Chairperson of the Sale Committee, and if neither of them is able to attend, the Chairperson or Vice Chairperson of the Authority shall designate a Chairperson of the Sale Committee.

18. The Chief Executive Officer - Executive Director and/or Chief Financial Officer is hereby authorized to change the series designation of the Bonds and/or any other of the Authority's bonds and to change the selected bond underwriting firms as necessary and in the best interest of the Authority.

19. The Bonds may be sold as one or more series and bond underwriting firms to act as the book running senior or co-senior managers, co-managers and/or selling group members for the Bonds may be determined by the Chief Executive Officer - Executive Director and/or Chief Financial Officer for each series of Bonds from among the appointed Housing Mortgage Finance Program Bond Underwriters.

20. The senior manager, the co-senior bond underwriters and the co-managing underwriters designated by the Authority for participation in the Authority's bond issues are hereby required prior to participation in the 2022 Series D Bond issue to provide an update to the statutory provisions, affidavits and certifications submitted as part of their agreements with the Authority.

21. Failure to provide the above required information in such form and content as determined by the Chief Executive Officer - Executive Director and/or Chief Financial Officer necessary to satisfy the requirements of this resolution shall render the senior manager, co-senior bond underwriters or co-managing underwriters ineligible to participate in the designated bond issue.

Ms. Omar provided a summary of the Mortgage Committee's recommended resolution authorizing approval of the sale of several scattered site properties owned and operated by the Corporation for Independent Living to Eastern Connecticut Housing Opportunities, Inc. and restructuring of the existing mortgage loans.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. DeWynngaert, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding transfer of ownership and modified mortgage financing:

RESOLUTION REGARDING TRANSFER AND MODIFIED FINANCING OF
SOUND COMMUNITY SERVICES, RELIANCE HEALTH & SAFE FUTURES,
GROTON, NEW LONDON & NORWICH, CONNECTICUT
CHFA DEVELOPMENT NOS. 03-021S, 02-018S & 03-022S

WHEREAS, in accordance with certain resolutions adopted by the Board of Directors of the Connecticut Housing Finance Authority (the “Authority”) on October 20, 2003, July 28, 2004, and February 23, 2005, the Authority provided certain mortgage financing (the “Prior Loans”) to CIL Properties, Incorporated (the “Existing Mortgagor”) for the benefit of Sound Community Services (formerly known as First Step), a 13-unit supportive housing, scattered site development located in Groton and New London, Connecticut, Reliance Health (formerly known as Reliance House), a 4-unit supportive housing development located in Norwich, Connecticut, and Safe Futures (formerly known as Women’s Center), a 4-unit supportive housing scattered site development located in New London and Norwich, Connecticut (collectively, the “Developments”), all in accordance with the State of Connecticut Supportive Housing Pilots Initiative Program (the “Supportive Housing Pilots Initiative”), established in accordance with Connecticut Public Act 01-8 and as further evidenced by a certain multi-agency memorandum of understanding to which the Authority is a party, as modified;

WHEREAS, the Existing Mortgagor has requested permission to transfer ownership of the Developments to Eastern Connecticut Housing Opportunities, Inc. (the “Proposed Mortgagor), to assign the Prior Loans to the Proposed Mortgagor, and to distribute certain funds held by the Authority in the Development’s existing reserve accounts (the “Development Funds”), all in accordance with terms and conditions as provided herein;

WHEREAS, the Proposed Mortgagor has applied to the Authority for the modification of certain terms of the Prior Loans; and

WHEREAS, the Authority desires to permit the transfer of ownership of the Developments, to authorize distribution of certain Development Funds, and to provide the Proposed Mortgagor, and/or a related entity otherwise acceptable to the Authority, with certain modified mortgage financing for the benefit of the Developments, all as described in the attached Memorandum and Development Summary Materials from Adam Goldberg, Asset Manager III, dated February 22, 2022 (the “Memorandum”).

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority, as follows:

Section 1. Transfer of ownership of the Developments and disbursement of the Development Funds is hereby authorized in connection with the acquisition of the Developments by the Proposed Mortgagor.

Section 2. The Executive Director is hereby authorized to consolidate, restate and modify the Prior Loans, as follows: (a) an amortizing loan (the “First Loan”) in the original principal amount of \$800,000 shall accrue interest on all amounts advanced at a rate not to exceed 1% per annum for a term of 20 years, which First Loan shall be repaid monthly, in arrears, with repayments of principal and interest based upon an amortization schedule of 30 years over a term of 20 years, after which all outstanding First Loan principal and interest shall be due and payable; and (b) a non-amortizing loan (the “Second Loan”) in the original principal amount of \$3,192,474 shall accrue interest on all amounts advanced at a rate of 0% per annum for a term of 20 years, which Second Loan original principal amount shall be reduced on an annual basis throughout the term of the Second Loan in an amount equal to five percent (5%) of the original principal amount of the Second Authority Loan, *provided, however*, in the event of a default under the First Loan or the Second Loan, said annual principal reductions shall cease and all outstanding Second Loan principal and interest shall be due and payable upon maturity of the term of the Second Loan.

Section 3. The Authority’s commitment to provide a mortgage financing modification for the Developments shall be conditioned upon the Authority’s acceptance and approval in its sole discretion of the following:

- (a) Affordability restrictions on the Developments for a period coterminous with the terms of the First Loan and the Second Loan, such that all units shall be set aside for households at or below 50% of area median income;
- (b) The provision of supportive housing services at the Developments, and all other compliance by the Proposed Mortgagor, in accordance with the requirements of the Supportive Housing Pilots Initiative; and
- (c) Compliance by the Proposed Mortgagor with all other existing terms and conditions of the Prior Loans, as modified herein, and all applicable law, the Authority’s Procedures, the provisions of the Memorandum, and all applicable Authority policies, *provided, however*, if there is any inconsistency between the provisions of this Resolution and the Authority’s policies, the terms of this Resolution shall control.

Section 4. The Chief Executive Officer - Executive Director is hereby authorized to modify or supplement the terms and conditions hereof and to take all other actions consistent with this Resolution, as may be in the best interest of the Authority and necessary for the development of quality affordable housing.

Section 5. Failure to provide any of the above-referenced requirements in a form acceptable to the Authority and to close the mortgage financing authorized herein on or before November 30, 2022 shall render this Resolution void and of no further effect, *provided, however*, upon good cause shown and upon payment by the Proposed Mortgagor of any extension or other fees as may be required by the Authority, the Chief Executive Officer - Executive Director may extend the time for compliance hereunder.

Ms. Omar provided a summary of the Mortgage Committee's recommended resolution authorizing prepayment of an existing mortgage loan for Highwood Gardens, located in Hamden, Connecticut.

Upon a motion made by Ms. Butts, seconded by Mr. Ugalde, the Board members voted by roll call and were unanimously in favor of adopting the following resolution for Highwood Gardens, located in Hamden, Connecticut. Ms. Gosselin was not present for the vote.

RESOLUTION REGARDING THE PREPAYMENT OF
MORTGAGE LOAN FOR HIGHWOOD GARDENS, HAMDEN, CONNECTICUT
CHFA DEVELOPMENT NO. 78 - 051M

WHEREAS, in accordance with resolutions of the Board of Directors adopted on October 29, 1981 and June 30, 2011, Highwood Gardens Associates (the "Mortgagor") received mortgage financing (the "Loan") from the Connecticut Housing Finance Authority (the "Authority") for a 16 unit development known as Highwood Gardens, located in Hamden, Connecticut (the "Development");

WHEREAS, the Mortgagor has requested permission to transfer ownership of the Development and to prepay the Loan in accordance with terms and conditions provided herein; and

WHEREAS, the Authority desires to permit the prepayment of the Loan upon terms and conditions ensuring the preservation of affordable housing, as stated herein and as described in the attached Memorandum from Mentor Ameti, Asset Manager 3, dated February 22, 2022 (the "Memorandum").

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority as follows:

Section 1. Prepayment of the Loan is hereby authorized upon the following conditions:

(a) The full repayment to the Authority of the principal balance, all accrued interest on the Loan, and all other amounts due under the Loan;

(b) Evidence acceptable to the Authority that the Development will maintain its existing Housing Assistance Payments contract (or renew the same with a replacement Housing Assistance Payments contract) until the current Housing Assistance Payments contract expiration date and that the prepayment of the Loan and transfer of the Development to a new owner has received all required consent and approval from the United States Department of Housing and Urban Development;

(c) Evidence acceptable to the Authority that the Development will remain subject to the existing continued affordability restrictive covenant in favor of the Authority for at least 15 years following the date of prepayment of the Loan;

(d) The payment to the Authority of a housing program maintenance fee on the Loan of approximately \$7,200; and

(e) Compliance by the Mortgagor and any proposed purchaser with all applicable law, the Authority's policies and procedures, the provisions of the Memorandum, and such other requirements deemed necessary for the benefit and preservation of affordable housing, *provided, however*, if there is any inconsistency between the provisions of this Resolution and the Authority's policies, the terms of this Resolution shall control.

Section 2. The Chief Executive Officer - Executive Director is hereby authorized to accept prepayment of the Loan and to execute all required documents and releases to effectuate the prepayment as provided herein and upon terms and conditions as she determines to be in the best interest of the Authority, provided the transaction is completed to the satisfaction of the Authority on or before November 30, 2022, unless time for compliance is further extended by the Chief Executive Officer - Executive Director upon good cause shown and payment of any extension or other fees as may be required.

John Chilson, Director, Portfolio Management, provided a summary of the Mortgage Committee's recommended resolution authorizing modification of existing mortgage financing for Science Park, located in New Haven, Connecticut. Discussion ensued regarding projections for the overall development and related environmental remediation.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. DeWyngaert, the Board members voted by roll call and were unanimously in favor of adopting the following resolution for Science Park, located in New Haven, Connecticut:

RESOLUTION REGARDING MORTGAGE LOAN MODIFICATION
FOR SCIENCE PARK, NEW HAVEN, CONNECTICUT
CHFA DEVELOPMENT NO. 98 - 012M

WHEREAS, by resolution adopted February 25, 1998, the Connecticut Housing Finance Authority (the "Authority") authorized mortgage financing in the original principal amount of \$14,000,000 (the "Authority Loan") for Science Park Development Corporation ("SPDC") to redevelop a portion of Science Park, which consists of 80 acres of industrial reuse land and buildings located in New Haven, Connecticut (the "Development");

WHEREAS, Connecticut Innovations, Incorporated ("CI"), and its predecessors-in-interest, provided mortgage financing to SPDC (the "CI Loan") for the benefit of the Development and the Authority entered into an inter-creditor arrangement with CI regarding the terms and conditions of repayment in connection with the Authority Loan and the CI Loan;

WHEREAS, by virtue of certain resolutions adopted by the Board of Directors of the Authority on May 26, 2011, October 5, 2011, December 15, 2011, January 26, 2012, February 28, 2013, March 28, 2019, and March 25, 2021, the Authority granted various loan modifications and moratoriums on repayment due from SPDC on the Authority Loan;

WHEREAS, on account of continued market and property conditions, SPDC has requested further modifications to the terms of the Authority Loan and the CI Loan in order to address the completion and long term financial stability of the Development; and

WHEREAS, the Authority has determined a modification of the terms of the Authority Loan to be in the best interests of the Development and desires to accommodate the same upon the terms and conditions stated herein and as described in the attached Memorandum and Development Summary Materials from John Chilson, Director of Portfolio Management, dated February 22, 2022 (the "Memorandum").

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority, as follows:

Section 1. The Chief Executive Officer - Executive Director is hereby authorized to modify the terms of the Authority Loan, as follows: (a) principal shall be repaid monthly in arrears, in the amount of \$4,114.45, (b) interest shall continue to accrue, but not compound, at a rate of 5% per annum, and (c) all principal and interest shall be due and payable upon the earlier of: (i) the maturity date of December 1, 2028, or (ii) upon the sale or refinance of the Development.

Section 2. The Authority's commitment to provide mortgage financing modification for the Development shall be conditioned upon the Authority's acceptance and approval in its sole discretion of the following:

- (a) A cash flow reserve to be held by the Authority shall be established for the purposes of monthly deposits of Development cash flow, as determined after: (i) the payment of operating expenses, (ii) the payment of debt service, and (iii) the Development's retention of an amount equal to 10% of monthly operating expenses for the purpose of ongoing expenses, which cash flow reserve shall only be disbursed for Development operating shortfalls, capital expenditures or other Development purposes approved by the Authority;
- (b) Operating financial statements for the Development satisfactory to the Authority shall be submitted on a monthly basis;
- (c) CI shall consent to a modification of the inter-creditor arrangement consistent with the terms of this Resolution, including, without limitation, acceptance of monthly repayment on the CI Loan acceptable to the Authority;
- (d) Such other requirements for the benefit of the Development and the Authority, as may be determined by the Authority; and
- (e) Compliance by SPDC with all applicable law, the Authority's Procedures, the provisions of the Memorandum, and all applicable Authority policies, *provided, however*, if there is any inconsistency between the provisions of this Resolution and the Authority's policies, the terms of this Resolution shall control.

Section 3. The Chief Executive Officer - Executive Director is hereby authorized to extend the terms of the existing Authority Loan repayment moratorium in accordance with the resolution adopted by the Board of Directors of the Authority on March 25, 2021 for up to 6 months for the purposes of accommodating the loan modifications authorized hereunder.

Section 4. Any failure by SPDC to comply with the terms of this Resolution, including the execution of all modifications agreements prior to August 31, 2022, shall be grounds for the immediate cancellation of the existing moratorium and commencement of repayment of the Authority Loan in accordance with its current terms and conditions.

Section 5. The Chief Executive Officer - Executive Director is hereby authorized to modify and/or supplement the terms and conditions herein, to impose other conditions, and/or to take all other actions consistent with this Resolution as she may deem to be in the best interests of the Authority and the Development.

Lisa Hensley, Managing Director, Homeownership, presented the resolution authorizing a public comment period for the proposed amendments to the Single Family Housing Homebuyer Mortgage Program and Single Family Housing – Downpayment Assistance Program Procedures.

Upon a motion made Ms. Butts, seconded by Mr. Ugalde, the Board members voted by roll call and were unanimously in favor of adopting the following resolution authorizing a public comment period for the proposed amendments to the Single Family Housing Homebuyer Mortgage Program and Single Family Housing - Downpayment Assistance Program Procedures. Ms. Gosselin was not present for the vote.

RESOLUTION AUTHORIZING PUBLIC COMMENT PERIOD FOR
PROPOSED AMENDMENTS TO THE
CONNECTICUT HOUSING FINANCE AUTHORITY PROCEDURES

WHEREAS, the Connecticut Housing Finance Authority (the “Authority”) has adopted Procedures in connection with its Single Family Housing - Homebuyer Mortgage Program and Single Family Housing - Downpayment Assistance Program; and

WHEREAS, the Authority is subject to the provisions of Chapter 12 of Title 1 of the Connecticut General Statutes (the “Quasi-Public Agencies Act”); and

WHEREAS, the Authority desires to advertise proposed amendments to its Single Family Housing - Homebuyer Mortgage Program Procedures and Single Family Housing - Downpayment Assistance Program Procedures for purposes of receiving public comments in accordance with the Quasi-Public Agencies Act, as described in the attached Memorandum dated February 22, 2022 from Lisa G. Hensley, Managing Director of Homeownership.

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority, as follows:

Section 1. The Chief Executive Officer - Executive Director is hereby authorized to prepare proposed amendments to the Authority's Single Family Housing - Homebuyer Mortgage Program Procedures and Single Family Housing - Downpayment Assistance Program Procedures, to publish notice of the Authority's intent to adopt such proposed amendments, and to make available such proposed amendments to the public for comment.

Ms. Mosquera-Bruno asked Board members to consider the items on the Consent Agenda.

Upon a motion made by Ms. Hodges, seconded by Mr. Abrahams, the Board members voted by roll call and were unanimously in favor of accepting the following consent agenda items. Ms. Gosselin was not present for the vote.

Reports Accepted:

- Financial Reports
- Delinquency and Forbearance Reports
- Monthly Tracking Report
- Multifamily Activities
- Minutes from January 27, 2022 Regular Meeting

There was a brief discussion of the State's preparation for potential cyberattacks of the banking industry as a result of recent events in Europe and Russia.

There being no further business to discuss, upon a motion made by Mr. Perez, the meeting adjourned by unanimous consent at 10:41 a.m.