

Proposed Draft Minutes
Connecticut Housing Finance Authority
Board of Directors Meeting No. 619
February 29, 2024

Directors Present: Seila Mosquera-Bruno, Chairperson of CHFA and Commissioner
(In Person) of the Department of Housing
(Virtually) Jerrold Abrahams
Cindy Butts
Wendy Clarke
Philip DeFronzo
Heidi DeWyngaert, Vice Chairperson of CHFA and Chairperson of the
Mortgage Committee
Timothy Hodges
Catherine MacKinnon
Jorge Perez, State Banking Commissioner
Franklin Perry II
Matthew Pugliese, Deputy Commissioner, representing Daniel O’Keefe,
Commissioner of the Department of Economic and Community
Development
Chelsea M. Ross
Sarah Sanders, Chairperson of the Finance/Audit Committee and Deputy
Treasurer representing Erick Russell, State Treasurer
Lisa Tepper Bates
Gregory Ugalde

Directors Absent: Claudio Gualtieri, Undersecretary of Health and Human Services,
representing Jeffrey R. Beckham, Secretary, Office of Policy and
Management

Ms. Mosquera-Bruno called the meeting of the Connecticut Housing Finance Authority to order at 10:01 a.m. A roll call of Board members was conducted and a quorum was present.

Ms. Mosquera-Bruno asked for public comments and there were none.

Nandini Natarajan, CEO-Executive Director, stated that she will be graduating from Harvard’s Achieving Excellence Program and reminded the Board of their investment in her leadership skills and thanked members for their support. Ms. Natarajan reported that she committed to solving the challenge of alleviating issues around wealth building for black and brown first-time homebuyers. She noted that several goals in the new Strategic Plan are related to this initiative. Ms. Natarajan also summarized the changes made to how Board meetings are conducted which would solve the issue that occurred at last month’s Board meeting and would preserve public participation in the meeting.

Pasquale Guliano, Managing Director, Multifamily, provided a summary of the Mortgage Committee’s recommended resolution regarding financing for Veterans Terrace III, located in East Hartford, Connecticut.

Upon a motion made by Mr. Ugalde, seconded by Ms. Ross, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding Veterans Terrace III, located in East Hartford, Connecticut:

RESOLUTION REGARDING FINANCING OF
VETERANS TERRACE III,
EAST HARTFORD, CONNECTICUT; CHFA TAX CREDIT NO. 23 - 901M

WHEREAS, by resolution adopted on April 28, 2022 (the “Prior Resolution”), the Connecticut Housing Finance Authority (the “Authority”) authorized a reservation of \$1,483,223 of low-income housing tax credits (the “Credits”) for Veterans Terrace III, a proposed 51-unit development to be located in East Hartford, Connecticut (the “Development”), and the Credits were conditionally allocated to the Development on December 15, 2023 in accordance with the low-income housing tax credit program requirements set forth in the Authority’s Qualified Allocation Plan (the “QAP”), Section 42 of the Internal Revenue Code of 1986 (the “Code”), and the regulations promulgated thereunder (the “Regulations”);

WHEREAS, Investors Network, LLC (the “Developer”) has applied to the Authority for construction and permanent mortgage financing for the Development; and

WHEREAS, the Authority desires to provide mortgage financing to Veterans Terrace Communities III LLC and/or a related entity otherwise acceptable to the Authority (the “Proposed Mortgagor”), as described in the attached memorandum and Development summary materials from Anne Conners, Underwriter 3, dated February 27, 2024 (the “Memorandum”).

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

Section 1. The Authority is authorized to provide a construction loan in a principal amount of approximately \$8,965,000 and a construction-to-permanent loan in a principal amount of approximately \$8,273,000, *provided, however*, the aggregate principal loan amount of the construction loan and the construction-to-permanent loan shall not exceed \$17,238,000. Both loans shall be secured by a first-priority fee simple and/or leasehold mortgage lien on the Development. The construction loan shall accrue interest on amounts advanced at a rate not to exceed 7.40% per annum and shall be paid monthly, in arrears, over a term of 24 months, after which all construction loan principal and interest shall be due in full. The construction-to-permanent loan shall accrue interest on amounts advanced at a rate not to exceed 6.51% per annum and shall be repaid monthly in arrears, as follows: (i) interest-only payment for a period of 24 months, immediately followed by (ii) principal and interest repayment based upon an amortization schedule of 35 years over a period of 35 years, after which all outstanding construction-to-permanent loan principal and interest shall be due, *provided, however*, the construction-to-permanent loan may be prepaid in full: (a) on or after 15 years of the construction-to-permanent loan permanent 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 (b) on or after 20 years of the construction-to-permanent loan permanent 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 the construction loan and/or the construction-to-permanent loan with taxable 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. The Authority may adjust the interest rate limitation set forth herein solely to permit payment of Authority costs and fees related to the mortgage financing. To the extent other sources of funding are deemed to be in the best interests of the Authority, the Authority finds that permanent 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 2. 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 98 years, such that 30 units shall be set aside for households at or below 25% of area median income, 12 units shall be set aside for households at or below 50% of area median income, and 9 units shall be set aside for households at or below 60% of area median income and shall be in full compliance with the Code and the QAP;
- (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 all 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, Section 8 housing subsidies benefitting the Development, payments to provide supportive services to chronically homeless persons or at risk of becoming homeless, and property management organization and plan;
- (g) United States Department of Housing and Urban Development approval of the assignment of the existing Section 8 Housing Assistance Payments contract benefitting the Development;

(h) Satisfaction of all Authority permanent loan closing conditions including, without limitation, completion of Development construction in accordance with approved plans and specifications, satisfactory Development operation and occupancy, and satisfaction of all Development tax credit, financial and cost certification obligations and all required reserve and escrow funding; and

(i) 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 3. 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, the Procedures, the QAP, the Code and the Regulations, as may be in the best interest of the Authority and necessary for the development of quality affordable housing.

Section 4. 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, 2024 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.

(Veterans Terrace III, East Hartford, 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 \$19,000,000 for the Housing Mortgage Finance Program Bonds, of the series designated (subject to paragraph 18 below) 2024 Series F (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 the 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 the Chief Financial Officer may make such award only if the highest interest rate of any maturity of tax-exempt or taxable fixed-rate Bonds does not exceed by more than 50 basis points the highest interest rate of any maturity of tax-exempt or taxable fixed-rate bonds, respectively, sold in a comparable housing bond pricing included in pricing information provided by the book-running senior manager in connection with the award. Variable-rate Bonds shall bear interest at rates determined in accordance with the below-defined Series Resolution.

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 2024 Series F 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 \$19,000,000 Housing Mortgage Finance Program Bonds, 2024 Series F (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 Trust Company, National Association is hereby authorized to act as Paying Agent and U.S. Bank Trust Company, 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, including, but not limited to, those pooled into mortgage-backed securities, with proceeds of interim borrowings (including, but not limited to, taxable borrowings and lines of credit) or the Authority's own funds, which expenditures are reasonably expected to be reimbursed with the proceeds of tax-exempt debt to be incurred by the Authority in the maximum amount of \$19,000,000. With respect to the reimbursement of any such expenditures, this resolution is the Authority's declaration of intent to authorize such reimbursements and is intended to satisfy the technical requirements of Section 1.150- 2(d)(1) of the Treasury Regulations. This reimbursement declaration shall cover expenditures financed by the debt authorized by this resolution or debt approved by later resolution.

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 2024 Series F 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. Natarajan presented the resolution adopting CHFA's 2024-2027 Strategic Plan and outlined some of the strategies related to the four areas of focus of the plan as well as the goals and initiatives for 2024.

Upon a motion made by Mr. Hodges, seconded by Mr. Pugliese, the Board members voted by roll call and were unanimously in favor of adopting the

following resolution adopting the 2024-2027 Strategic Plan of the Connecticut Housing Finance Authority:

**RESOLUTION ADOPTING THE 2024-2027 STRATEGIC PLAN
OF THE CONNECTICUT HOUSING FINANCE AUTHORITY**

WHEREAS, the statutory purpose of the Connecticut Housing Finance Authority (the “Authority”) is to alleviate the shortage of housing for low and moderate income families and persons in the State of Connecticut (the “State”) and, when appropriate, to promote or maintain the economic development of the State through employer-assisted housing efforts;

WHEREAS, as a result of surveys, focus groups and interviews with members of the Board of Directors of the Authority, Authority staff and external stakeholders, the Authority desires to articulate certain values, goals, strategies and performance indicators in a three year strategic plan in order to achieve a State where all low and moderate income residents have a range of choices where they can live in affordable, safe, quality housing located in environmentally sustainable and economically healthy communities; and

WHEREAS, the Authority desires to adopt the 2024-2027 Strategic Plan, as further described in the Attachment presentation to the Board of Directors.

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

Section 1. The 2024-2027 Connecticut Housing Finance Authority Strategic Plan is hereby adopted.

Section 2. The Chief Executive Officer - Executive Director of the Authority is hereby authorized to take all other actions consistent with this Resolution as may be necessary to effectuate this Resolution.

Hazim Taib, Chief Financial Officer, presented an overview of CHFA’s Homeownership Financing Vehicle.

Ms. Natarajan outlined the purpose and areas of focus of the compensation study conducted by Korn Ferry and introduced Myriam Michaels, a principal in the Washington DC office of Korn Ferry. Ms. Michaels gave an executive summary of the study’s objectives, results and recommendations.

At 11:25 a.m., Ms. Mosquera-Bruno asked for a motion to go into executive session to discuss the CEO-Executive Director performance review and compensation evaluation.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. MacKinnon, the Board members were unanimously in favor of going into executive session to discuss the CEO-Executive Director performance review and compensation evaluation.

The executive session ended at 12:23 p.m.

Ms. Mosquera-Bruno asked for a motion to table action on the resolutions regarding Implementation of the Compensation Study Recommendation and Compensation of the Chief Executive Officer-Executive Director.

Upon a motion made by Mr. Ugalde, seconded by Mr. Perez, the Board members voted by roll call and were unanimously in favor of tabling action on the Resolution Regarding Implementation of the Compensation Study Recommendation and the Resolution Regarding Compensation of the Chief Executive Officer-Executive Director.

Ms. Mosquera-Bruno asked Board members for a motion to approve the items on the Consent Agenda.

Upon a motion made by Ms. Tepper Bates, seconded by Mr. Ugalde, Board members voted by roll call and were unanimously in favor of approving the following consent agenda items.

- Financial Reports
- Production and Delinquency Reports
- Monthly Tracking Report
- Multifamily Activities
- Minutes from January 31, 2024 Meeting

There being no further business to discuss, upon a motion made by Mr. Hodges, the meeting adjourned by unanimous consent at 12:32 p.m.