Ms. Mosquera-Bruno called the meeting of the Connecticut Housing Finance Authority to order at 10:02 a.m.

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, welcomed and introduced Lisa Hensley, CHFA’s new Managing Director of Homeownership Programs. Ms. Natarajan also noted that it was the last Board meeting of 2021 and thanked Board members for their support and counsel over the past year.

Ms. Natarajan introduced Ted Carroll from Leadership Greater Hartford, who presented a summary of the Board self-assessment survey results and recommendations for improvement.

A roll call of Board members was conducted and a quorum was present.

Hazim Taib, Chief Financial Officer, presented the Resolution Regarding the Adoption of the Annual Budget and Plan of Operations for 2022. He outlined the revisions made to the budget since the draft overview presented at the October 28th Board meeting, noted that no comments on the budget were received from Board members since the last meeting and summarized discussion items from the Finance/Audit Committee meeting.
Upon a motion made by Mr. Abrahams, seconded by Ms. DeWyngaert, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding the adoption of the Annual Budget and Plan of Operations for 2022:

RESOLUTION REGARDING THE ADOPTION OF
THE ANNUAL BUDGET AND PLAN OF OPERATIONS FOR 2022

WHEREAS, Section 709 of the General Housing Mortgage Finance Program Bond Resolution (the “Resolution”) requires the Connecticut Housing Finance Authority (the “Authority”) to adopt an Annual Budget and Plan of Operations covering its fiscal operations for the succeeding calendar year not later than December 1 and file the same with the Trustee appointed under the Resolution; and

WHEREAS, the Board of Directors of the Authority may at its discretion amend said budget from time to time in accordance with the Resolution.

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

The attached 2022 Annual Budget and Plan of Operations is hereby adopted.

Masouda Omar, Managing Director, Multifamily, provided a summary of the Mortgage Committee’s recommended resolution authorizing a permanent first mortgage loan utilizing tax exempt bond proceeds of up to $22,247,000 for Clay Arsenal Renaissance Apartments, located in Hartford, Connecticut. Discussion ensued regarding the scope of work in relation to per unit cost, CHFA’s experience working with Omni America, LLC and the high concentration of deed restricted housing in Hartford. The need to develop strategies and financing options to deal with rehabilitation of properties in areas with a high concentration of subsidized housing was also discussed.

Upon a motion made by Ms. Tepper Bates, seconded by Mr. Perry, the Board members voted by roll call and were in favor of adopting the following resolution regarding Clay Arsenal Renaissance Apartments, located in Hartford, Connecticut. Ms. Gosselin abstained from voting.

RESOLUTION REGARDING FINANCING OF
CLAY ARSENAL RENAISSANCE APARTMENTS, HARTFORD, CONNECTICUT
CHFA DEVELOPMENT NO. 21 - 403M

WHEREAS, Omni America, LLC has applied to the Connecticut Housing Finance Authority (the “Authority”) for mortgage financing for the rehabilitation of a 150-unit scattered site housing development known as Clay Arsenal Renaissance Apartments, located in Hartford, Connecticut (the “Development”); and
WHEREAS, the Authority desires to provide mortgage financing for the Development to Clay Arsenal Apartments, 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 Colette Slover, HTCC Program Manager, dated November 18, 2021 (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 permanent loan in a principal amount not to exceed $22,247,000. The permanent loan shall be secured by a first-priority fee simple mortgage on the Development, shall accrue interest on amounts advanced at a rate not to exceed 4.4% per annum and principal and interest repayment shall be based upon an amortization schedule of 40 years over a term of up to 40 years, after which all outstanding permanent loan principal and interest shall be due, provided, however, the permanent loan may be prepaid in full: (i) after 15 years of the permanent 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) after 20 years of the permanent 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 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 40 years, such that 30 units shall be set aside for households at or below 50% of area median income, and 120 units shall be set aside for households at or below 60% 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), as further described in the Memorandum;

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 a 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 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, 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 August 31, 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.

(Clay Arsenal Renaissance Apartments, 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 $24,500,000 for the Housing Mortgage Finance Program Bonds, of the series designated (subject to paragraph 18 below) 2021 Series L (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 2021 Series L 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 $24,500,000 Housing Mortgage Finance Program Bonds, 2021 Series L (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 $24,500,000 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 2021 Series L 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.

Theresa Caldarone, General Counsel, presented the Resolution Regarding the Appointment of Bond Counsel and Special Counsel.

Upon a motion made by Ms. Tepper Bates, seconded by Mr. Abrahams, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding the appointment of bond and special counsel:
RESOLUTION REGARDING THE APPOINTMENT OF BOND COUNSEL AND SPECIAL COUNSEL

WHEREAS, the Connecticut Housing Finance Authority (the “Authority”) from time to time, requires the services of bond and special counsel to represent its interests and provide professional advice in matters including but not limited to the issuance of bonds by the Authority, loan restructuring, litigation and contracts; and

WHEREAS, in accordance with §8-249(c)(4) of the Connecticut General Statutes and the Procedures of the Authority (the “Procedures”), the Authority has solicited proposals for bond and special counsel services; and

WHEREAS, the Authority has reviewed the submitted proposals and desires to designate bond and special counsel pursuant to the applicable statutes and Procedures.

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

Section 1. A. The Authority hereby selects:

Hardwick Law Firm, LLC
Hawkins Delafield & Wood LLP
Kutak Rock LLP
Lewis & Munday, A Professional Corporation

to act as co-bond counsel for the Authority’s Housing Mortgage Finance Program Bonds for a period of up to three years and/or until their successors are designated.

B. The Authority hereby selects:

Robinson & Cole LLP
Locke Lord LLP

to act as co-bond counsel for the Authority’s special needs bonds, other bonds and/or conduit bonds for a period of up to three years and/or until their successors are designated.

Section 2. The Authority hereby selects

Barclay Damon LLP
Cicchetti, Tansley & McGrath LLP
Day Pitney LLP
Halloran & Sage LLP
Kutak Rock LLP
Murtha Cullina LLP
to act as special counsel for the Authority for a period of up to three (3) years and/or until their successors are designated.

Section 3. The fees and scope of services for bond and special counsel shall be in accordance with the proposal submitted by each respective named firm or as determined by the Chief Executive Officer - Executive Director to be in the best interest of the Authority.

Section 4. The Chief Executive Officer - Executive Director is hereby authorized to effect the assignment and transfer of pending matters being handled by previous counsel in the best interest of the Authority and may, with notification to the Chairperson of the Board of Directors, authorize additional counsel to represent the Authority in a particular and/or limited matter where necessary or desirable due to conflicts of interest or the need for special expertise.

Mr. Taib presented the resolution authorizing CHFA to adopt amendments to the Single Family Housing Emergency Mortgage Assistance Payment Program procedures.

Upon a motion made by Ms. DeWyngaert, seconded by Mr. Perry, the Board members voted by roll call and were unanimously in favor of adopting the following resolution amending the Single Family Housing Emergency Mortgage Assistance Payment Program procedures:

**RESOLUTION ADOPTING AMENDMENTS TO THE CONNECTICUT HOUSING FINANCE AUTHORITY SINGLE FAMILY HOUSING EMERGENCY MORTGAGE ASSISTANCE PAYMENT PROGRAM PROCEDURES**

WHEREAS, the Connecticut Housing Finance Authority (the “Authority”) has adopted Procedures (the “Procedures”) in connection with said responsibilities; and

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

WHEREAS, by Resolution of the Board of Directors approved September 30, 2021, the Authority authorized proposed amendments to its Single Family Housing Emergency Mortgage Assistance Payment Program Procedures for purposes of receiving public comments in accordance with the Quasi-Public Agencies Act;

WHEREAS, a public comment period was held between October 12, 2021 and November 12, 2021, which public comment period has ended and no comments have been received by the Authority; and
WHEREAS, the Authority desires to adopt the proposed amendments to its Single Family Housing Emergency Mortgage Assistance Payment Program Procedures, as set forth in the attached.

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

Section 1. The attached amendments to the Authority’s Single Family Housing Emergency Mortgage Assistance Payment Program Procedures are 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 amended, as may be necessary to effectuate this Resolution.

Mr. Taib presented the resolution to extend the term of the Memorandum of Understanding with the Department of Housing regarding assignment of three CHFA employment positions for one year. Discussion ensued regarding the contract term and program structure.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. MacKinnon, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding assignment of CHFA Employment positions:

RESOLUTION REGARDING MEMORANDUM OF AGREEMENT WITH THE STATE OF CONNECTICUT DEPARTMENT OF HOUSING REGARDING ASSIGNMENT OF CHFA EMPLOYMENT POSITIONS

WHEREAS, the Connecticut Housing Finance Authority (the “Authority”) is established as a body politic and corporate, constituting a public instrumentality and political subdivision pursuant to Chapter 134 of the Connecticut General Statutes (the “Act”) for the purpose of alleviating the shortage of housing for low and moderate income families and persons in the State of Connecticut (the “State”);

WHEREAS, pursuant to Section 8-250(42) of the Connecticut General Statutes the Authority has entered into agreements with the State of Connecticut Department of Housing (the “Department”) for the delivery of services by the Authority; and

WHEREAS, the Authority and the Department are parties to a certain Memorandum of Agreement dated October 8, 2015 Regarding Assignment of Three CHFA Positions (as amended, the “MOA”); and

WHEREAS, the Authority desires, among other things, to extend the term of the MOA for an additional year, as described in the attached Memorandum (the “Memorandum”) dated November 18, 2021 from Hazim Taib, Chief Financial Officer.
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 enter into an amendment to the MOA to extend the term through December 31, 2022 and to make certain other modifications, as set forth in the Memorandum.

Section 2. 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 necessary to effectuate this Resolution.

Ms. Mosquera-Bruno reported that Ms. DeWyngaert has agreed to continue to serve as Vice Chairperson of the Board for another year.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. Gosselin, the Board members voted by roll call and were unanimously in favor of adopting the following resolution authorizing the election of a Vice Chairperson of the Board:

RESOLUTION REGARDING THE ELECTION OF OF THE VICE-CHAIRPERSON OF THE BOARD OF DIRECTORS

WHEREAS, in accordance with Chapter 134 of the Connecticut General Statutes and Article II, Section 2.4 of the Bylaws of the Connecticut Housing Finance Authority, adopted on June 25, 2020, the Board of Directors of the Connecticut Housing Finance Authority desires to elect one of its appointed members as vice-chairperson.

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

The Board of Directors of the Connecticut Housing Finance Authority is hereby authorized to elect a vice-chairperson for the calendar year 2022.

Ms. Natarajan presented the 2022 meeting calendar to the Board for consideration. She noted the proposed change to convene Mortgage Committee meetings two days prior to the Board meeting dates stating it will give Directors the opportunity to attend both the Finance/Audit and Mortgage Committee meetings. She summarized comments from both committee meetings stating that Mortgage Committee will pilot the new schedule to determine if meeting two days prior to the Board is an adequate amount of lead time for staff and reiterated that the Bylaws do allow, at the discretion of the Committee Chairperson, Directors who are not members of a committee to attend any committee meeting and participate in discussions.

Upon a motion made by Mr. Perez, seconded by Ms. MacKinnon, the Board members voted unanimously in favor of adopting the 2022 meeting calendar as presented:
RESOLUTION REGARDING THE ADOPTION OF
THE REGULAR MONTHLY MEETING SCHEDULE FOR CALENDAR YEAR 2022

WHEREAS, the Board of Directors of the Connecticut Housing Finance Authority desires to adopt a schedule of regular monthly meetings for the 2022 calendar year.

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

The attached 2022 regular monthly meeting schedule of the Board of Directors and its Standing Committees is hereby adopted.

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

Upon a motion made by Mr. Abrahams, seconded by Ms. MacKinnon, the Board members voted by roll call and were unanimously in favor of accepting the following consent agenda items.

Reports Accepted:

• Financial Reports
• Delinquency and Forbearance Reports
• Monthly Tracking Report
• Multifamily Activities
• Minutes from October 28, 2021 Regular Meeting

There being no further business to discuss, the meeting adjourned at 11:03 a.m.