

**MINUTES OF THE
247TH MEMBERS MEETING OF
THE NEW YORK STATE AFFORDABLE HOUSING CORPORATION
HELD ON JUNE 10, 2014 AT 8:30 A.M.
AT ITS OFFICES AT 641 LEXINGTON AVENUE
NEW YORK, NY 10022**

MEMBERS AND DESIGNEES

PRESENT:

Darryl C. Towns	Acting Chairman
Nestor M. Davidson	Member
Thomas H. Mattox	Member (via video conference)
Joyce L. Miller	Member
Renee Nowicki	New York State Division of the Budget, representing Robert Megna, Member (via video conference)

ABSENT:

William J. Mulrow	Chairman
Steven J. Weiss	Vice Chairman

In the absence of the Agencies' Chairman, William J. Mulrow, Commissioner Darryl C. Towns presided over the meeting and welcomed everyone.

Mr. C. Jason Kim, Senior Vice President and Counsel to the Agencies, acted as Secretary. He noted that Commissioner Thomas H. Mattox and Ms. Aida Brewer from the New York State Department of Taxation and Finance; Ms. Renee Nowicki from the New York State Division of the Budget, representing Robert Megna, Budget Director was participating in the meeting via video conference from the New York State Division of Budget conference center at the Capitol Building, Room 131, in Albany. A public notice was given of the time and location of the venue in accordance with the New York State Open Meetings Law.

Mr. Kim asked for motions and seconds to call to order the Members and Directors meetings of the New York State Housing Finance Agency ("HFA"), the Affordable Housing Corporation

("AHC") and the State of New York Mortgage Agency ("SONYMA"); Ms. Miller moved to call the HFA and AHC meetings to order; Mr. Davidson seconded the motion. Ms. Rogatz moved to call the SONYMA meeting to order; Commissioner Towns seconded the motion.

Mr. Kim stated that as items were presented to each Board throughout the meetings, these motions and seconds would be used, unless specific items called for a different vote, or unless any Board member wished to record his or her vote differently. He noted that in the absence of Chairman, William Mulrow, Commissioner Towns will serve as Acting Chairman.

The meetings of the affiliated Agencies were opened in joint session for the President's report, the recital of the Committee reports, the adoption of the minutes of previous meetings and consideration of various matters of shared importance. These minutes reflect only those items being considered by the Members of the New York State Affordable Housing Corporation. A record of items considered by the other Agencies is contained in the minutes of each of the Agencies.

The first item on the agenda was the President's Report. Commissioner Towns began his report by noting that housing initiatives continue to dominate the conversation in the political and business communities in both New York State as well as New York City: from New York City's ambitious housing plan (outlined last month) to possible new housing initiatives addressing supportive, homeless and middle income housing.

Commissioner Towns noted that at the Agencies, historically, the second half of the year sees a significant increase of activity and this year is notably "no exception." He referred to the "very large amount of deals in the pipeline" and noted that it is expected that a significant amount of these deals will close by year-end. He added that the Board will be kept abreast of updates on the New York City housing front.

Commissioner Towns next reported that, earlier in the day, the Mortgage Insurance Committee ("MIC") approved insurance for four (4) projects representing 978 affordable units located in eight counties including Erie, Saratoga, Clinton, Oswego, Washington, Delaware, Kings and Bronx. He added that at the upcoming Affordable Housing Corporation meeting, the Board will be asked to approve over \$6 Million in funding for 261 units; of these, 57 are projects located inside New York City and the remaining 204 are units located in the 15 counties outside of New York City including Nassau, Suffolk, Cattaraugus, Wyoming, Portland, Jefferson and Westchester. He spoke favorably about the grants associated with these projects as they include money to be invested in projects in counties that the business community does business with. He reported that on the multifamily side, today, HFA will be seeking your approval for three (3) projects including nearly \$12 Million in financing for a scattered site project upstate, a nearly \$28 Million project in Buffalo and a \$5 Million financing in Elmira; these projects represent 579 units of affordable housing across the state.

Commissioner Towns reported that staff continues to monitor HCR's extended bills pending in the legislature in the regular session which ends next week (June 19). He said that the Agencies continue to work with Governor Andrew M. Cuomo's District of Columbia staff on federal issues including the Government-Sponsored Enterprises ("GSE") Reform bill and changes with regard to the U.S. Department of Housing and Urban Development's ("HUD") fair housing rules.

Finally, Commissioner Towns reported that HCR staff has participated in a number of recent industry conferences. He reported that the Board tour of HCR-financed projects took place last month and "was a success." He said that he is hopeful that another tour will be scheduled in the near future as the first one was a "really valuable experience." Additionally, the Board is looking forward to its offsite retreat scheduled for Thursday, July 10, 2014, where there will be an opportunity to have some informal conversations; staff and Mr. Nester Davidson will be hosting the event at Fordham Law School.

The next item on the agenda was the report of the Audit Committee. Mr. Kim reported that the Audit Committee held a meeting earlier that day and adopted the minutes of the June 10, 2014 meeting. He next reported that the Audit Committee adopted the following resolutions:

- All five Committees adopted a resolution approving Internal Audit's Procurement Audit report.
- AHC adopted a resolution recommending the approval of AHC's March 31, 2014 Financial Statements.

The next item on the agenda was the report of the Governance Committee. Mr. Kim reported that the Governance Committee held a meeting earlier that day and adopted the minutes of the June 10, 2014 meeting. He next reported that the Governance Committee adopted the following resolutions:

- HFA, AHC and SONYM adopted a resolution reviewing and approving various contracts monitored by the Accounting Department relating to Payroll Processing Services, Independent Auditor Services, GASB 45 Consultant Services and Administration Services for the Agencies' Qualified Transportation Expense Benefit. Plan.
- An information session was given to HFA, AHC and SONYMA in connection with governance issues, particularly relating to the impact of Dodd Frank and other federal legislation on agency affairs.

The next item on the agenda was the adoption of the minutes of the 246th AHC Members meeting held on June 10, 2014. Absent comments or corrections from the Members, Mr. Kim reported that the minutes were deemed approved.

The next item on the agenda was a resolution approving AHC annual investment report. Acting Chairman, Commissioner Towns said that information regarding this item was contained in the meeting materials provided which are incorporated herein by reference. There was no discussion on this item.

Considering the first and second motions previously entered, the motions were carried, and the following resolutions were adopted unanimously:

A RESOLUTION OF THE NEW YORK STATE AFFORDABLE HOUSING CORPORATION APPROVING ANNUAL INVESTMENT REPORT

The next item on the Agenda was a review of the agencies' Quarterly Procurement Report for the period ending April 20, 2014. Acting Chairman, Commissioner Towns said that information regarding this item was contained in the meeting materials provided which are incorporated herein by reference. This was an information item and there was no discussion on this item.

The next item on the Agenda was a resolution authorizing award of grant funds for certain projects. Acting Chairman, Commissioner Towns said that information regarding this item was contained in the meeting materials provided which are incorporated herein by reference. This was a consent item and there was no discussion on this item.

Considering the first and second motions previously entered the motions were carried and the following resolution was adopted unanimously.

A RESOLUTION OF THE NEW YORK STATE AFFORDABLE HOUSING CORPORATION AUTHORIZING AWARDS OF GRANT FUNDS FOR CERTAIN PROJECTS LOCATED INSIDE AND OUTSIDE OF THE CITY OF NEW YORK.

The next item on the Agenda was a resolution approving AHC Audited Financial Statements for the fiscal year ending March 31, 2014. Acting Chairman, Commissioner Towns said that information regarding this item was contained in the meeting materials provided which are incorporated herein by reference. This was a consent item and there was no discussion on this item.

Considering the first and second motions previously entered the motions were carried and the following resolution was adopted unanimously.

A RESOLUTION OF THE NEW YORK STATE AFFORDABLE HOUSING CORPORATION REVIEWING AND APPROVING AUDITED FINANCIAL STATEMENTS FOR FISCAL YEAR 2013-2014

The net item on the Agenda was a Resolution approving AHC'S PARIS filing. Acting Chairman, Commissioner Towns said that information regarding this item was contained in the meeting materials provided which are incorporated herein by reference. This was a consent item and there was no discussion on this item.

Considering the first and second motions previously entered the motions were carried and the following resolution was adopted unanimously.

A RESOLUTION OF THE NEW YORK STATE AFFORDABLE HOUSING CORPORATION ACCEPTING A FILING UNDER THE PUBLIC AUTHORITIES REPORTING INFORMATION SYSTEM

There being no unfinished business, Commissioner Towns asked for a motion to adjourn the meeting. Ms. Miller moved to adjourn; Mr. Davidson seconded the motion, and the meeting was adjourned AT 9:10 a.m.



C. Jason Kim, Secretary