

**MINUTES OF THE 312TH MEETING OF THE MEMBERS OF THE  
HOUSING TRUST FUND CORPORATION (“HTFC”)  
HELD ON JANUARY 29, 2015 AT 8:30 A.M.**

Locations: 641 Lexington Avenue, New York, NY 10022 and  
State Capitol Building, Room 131, Albany, NY 12207  
Locations connected by video-conference

**MEMBERS PRESENT:**

Darryl C. Towns, Chairman  
Marian Zucker for William Mulrow, Member

**HTFC OFFICERS PRESENT:**

Gary Connor, Counsel  
Sean Fitzgerald, Vice President, Office of Finance and Development  
Bret Garwood, Senior Vice President, Office of Finance and Development  
Ted Houghton, Chief Executive Officer  
Chris Leo, Vice President, Office of Community Renewal  
Dawn Schindelman, Assistant Secretary  
Eu Ting-Zambuto, Secretary

**OTHERS PRESENT:**

Maralyne Fleischman, Assistant Director of Asset Management, Office of Housing Preservation  
Melvin Galloway\*, Director of Operations, Governor’s Office of Storm Recovery (“GOSR”)  
Michael Kendall, NYS Division of the Budget  
Shin Kim\*, Director of Procurement, GOSR  
Ashley Lavigne, Senior Economic Developer, Office of Community Renewal  
Lisa Pagnozzi, Procurement Officer  
Arden Sokolow\*, Managing Director, Housing Programs, GOSR  
Heather Spitzberg, SEQRA Officer

\*Participation by Telephone

There was a quorum with two Members present. Chairman Towns made a motion to call to order the 312th Meeting of the Members of HTFC. The motion was seconded by Ms. Zucker.

**The first item on the HTFC agenda was the approval of the minutes of the 311th meeting held on December 11, 2014.** The minutes were deemed approved.

**The second item on the HTFC agenda was a resolution amending the procurement and contract guidelines for contracts funded by the Community Development Block Grant (“CDBG”) Disaster Recovery Program.** Mr. Galloway indicated that GOSR staff would be in attendance at the next meeting to present on the activities of the Office.

Ms. Kim presented the proposed amendment to the procurement policy. She stated that in accordance with 24 CFR Section 85.36 governing grantee procurement standards for contracts funded by CDBG Disaster Recovery funds, HTFC is required to have protest procedures in place to handle and resolve disputes relating to procurements. She stated that the procurement policy that was adopted in July does not have these guidelines, so these guidelines are being added to the policy in Section 12. Ms. Kim added that the recommended protest procedures are broadly based on OSC's protest procedures. She stated that the procedures apply to contracts in excess of \$150,000, and she summarized the procedures including the appeals process.

Mr. Galloway indicated that the proposed procedures would be shared with Ms. Pagnozzi, the HCR Procurement Officer.

Ms. Zucker asked for clarification on whether the proposed amendment will align the current procedures to OSC's procedures.

Mr. Connor responded that the amended procedures conform to federal requirements.

Ms. Kim added that the procedures are different from OSC procedures.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby approve the amended Procurement and Contract Guidelines for Contracts Funded by the CDBG Disaster Recovery Program to add protest guidelines under Section XII.

Section 2. The Members hereby authorize the Executive Director of the Governor's Office of Storm Recovery, HTFC Procurement Officer, or another officer or authorized agent of HTFC, subject to the provisions of this resolution, to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 3. This resolution shall take effect immediately.

**The third item on the HTFC agenda was a resolution authorizing the acceptance and administration of Social Service Block Grant funds from the New York State Office of Children and Family Services ("OCFS") to establish and facilitate the New York Rising Vulnerable Applicant Program.** Ms. Sokolow gave an overview of the success of the current homeowner-driven housing program. She stated that as the current program progresses, a need has been identified to assist vulnerable applicants including certain low- to moderate- income households, elderly households, disabled households, homeowners living in mobile homes and homeowners on Indian reservations. She stated that these homeowners have unique challenges that have made it a struggle for them to utilize the standard services provided under the current housing program. She reported that the State has Social Service Block Grant funds which it

needs to spend in a fairly rapid manner to help the vulnerable households as well, so GOSR has proposed in conjunction with OCFS to create a Vulnerable Applicant Program, which will offer enhanced services to eligible applicants. The services provided will include assisting homeowners with designs, permitting, and diagnosing barriers. Ms. Sokolow highlighted that HTFC has \$22 million in Social Service Block Grant funds and would like to accept and administer more funds as they become available through the Social Service Block Grant Program.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby authorize HTFC to accept and administer Social Services Block Grant funds from OCFS to establish and facilitate the New York Rising Vulnerable Applicant Program.

Section 2. The Members hereby authorize HTFC to enter into a Program Management Agreement with OCFS which will govern the relationship and responsibilities of the parties for the program; the Program Management Agreement shall be in effect until September 30, 2015 unless otherwise extended.

Section 3. The Members hereby authorize the Executive Director of GOSR to enter into the Program Management Agreement on behalf of HTFC and to execute any documents which may be necessary and appropriate to effectuate the purpose of this resolution.

Section 4. This resolution shall take effect immediately.

**The fourth item on the HTFC agenda was a resolution amending the By-Laws to establish the position of Assistant Secretary and appointing the Assistant Secretary.** Mr. Connor recommended the creation of the position of Assistant Secretary and recommended the appointment of Dawn Schindelman, an attorney in the Office of Legal Affairs, as the Assistant Secretary. He stated that this will provide the necessary backup throughout the year for the HTFC.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby amend the By-Laws of HTFC to add Article V, Section 8A to establish the position of the Assistant Secretary:

Section 8A. Assistant Secretary. The Assistant Secretary shall perform all the duties of the Secretary and shall perform all other functions as shall from time to time be

assigned by the Members, Chief Executive Officer or Counsel.

Section 2. The Members hereby appoint Dawn Ivy Schindelman as Assistant Secretary for a term consistent with Article V of the By-Laws of HTFC.

Section 3. This resolution shall take effect immediately.

**The next item on the HTFC agenda was a resolution amending the By-Laws to amend the reporting structure for the Director of Internal Audit.** Mr. Connor recommended an amendment of the By-Laws to provide that the Director of Internal Audit reports directly to the Board. He stated that this amendment will make the reporting structure consistent with the reporting structure of the Internal Auditor of GOSR.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby amend Article IX, Section 2(b) of the By-Laws to the extent that the Director of Internal Audit shall report the results of any internal audit or other review of the books and records of HTFC directly to the HTFC Board of Directors.

Section 2. This resolution shall take effect immediately.

**The next item for a resolution authorizing a contract with Enhanced Business Systems, Inc. was tabled.**

**The next item on the HTFC agenda was a resolution authorizing the use of funds to preserve a project imperiled by disaster or other circumstances beyond the project's ability to remedy.** Ms. Fleischman presented this item and stated that the proposed use of funds is for St. Joseph's Housing, a turnkey project located in the Arbor Hill neighborhood of Albany with 30 units in 15 buildings in scattered sites. She stated that the project has been troubled since 2000 with various issues and the Attorney General's office has been retained to represent HTFC in a foreclosure proceeding. Staff is seeking to utilize its funds in the engagement of the Albany Housing Authority ("AHA"). She stated that AHA has a significant investment in the area and experience with the management of distressed housing, recovered for the purpose of rehabilitation and redevelopment. Staff is requesting approval to spend up to \$30,000 to pay AHA management fees pursuant to a management agreement, allow it to secure the buildings, cure exigent health and safety violations as they are encountered, defray the cost of tenant relocation as deemed necessary, pay essential costs; and pay fees associated with the foreclosure action.

Ms. Zucker asked for a breakdown of the \$30,000 expenditure.

Ms. Fleischman responded that the management agreement with AHA is for \$99 per unit per month. She stated that the number of occupied units is currently uncertain and it is unforeseen how long it will take for the foreclosure action to proceed. The \$30,000 is an “up to” amount and will enable AHA some comfort level that there will be funds available as it encounters issues so that it does not need to lay out payments.

Ms. Zucker indicated that she may follow up with Ms. Fleischman and acknowledged the importance of authorizing funds given the nature of emergency circumstances.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby approve an expenditure of up to \$30,000 in emergency funds under the Policy for the Use of Funds to Preserve HTFC Assisted Projects Imperiled by Disaster or Other Circumstances beyond the Project’s Ability to Remedy for St. Joseph’s Housing.

Section 2. The Members hereby authorize the President of the Office of Housing Preservation or another officer of HTFC to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 3. This resolution shall take effect immediately.

**The next four items were confirmation items of previously passed resolutions.** In accordance with HTFC’s By-Laws, resolutions approved in writing must be confirmed by the Members at the next meeting in order to retain their effectiveness.

**The next item on the HTFC agenda was a resolution confirming approval of the 2015-2016 Goal Plan Update pursuant to the Minority and Women Business Enterprise Program.** By written approval on December 18, 2014, the Members passed a resolution approving the 2015-2016 Minority and Women Business Enterprise Program Goal Plan Update.

Chairman Towns moved to adopt the resolution confirming the approval of awards under the CDBG Program; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby confirm the resolution passed in writing on December 18, 2014 approving the 2015-2016 Minority and Women Business Enterprise Program Goal Plan Update.

Section 2. The Members hereby confirm the resolution passed in writing authorizing the Director of the Office of Fair Housing & Equal Opportunity or her designated staff or officer to submit the 2015-2016 Goal Plan Update to the Division of Minority and Women's Business Development.

Section 3. This resolution shall take effect immediately.

**The next item on the HTFC agenda was a resolution confirming authorization of an award under the Rural and Urban Community Investment Fund Program ("CIF Program") for Wedgepoint Apartments.** By written approval on December 29, 2014, the Members passed a resolution authorizing an award for Wedgepoint Apartments under the CIF Program in an amount of up to \$431,495.

Chairman Towns moved to adopt the resolution confirming the approval of awards under the CDBG Program; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby confirm the resolution passed in writing on December 29, 2014, authorizing an award for Wedgepoint Apartments under the CIF Program in an amount of up to \$431,495.

Section 2. The Members hereby confirm the resolution passed in writing providing that this authorization will lapse 360 days after the effective date of this resolution if a closing on all sources of construction financing sufficient to complete the project has not occurred.

Section 3. The Members hereby confirm the resolution passed in writing authorizing the entering into of regulatory agreements with the applicant, upon its satisfactory compliance with any pre-contract conditions as required by statute or regulations, and upon such terms and conditions as set forth by program guidelines.

Section 4. The Members hereby confirm the resolution passed in writing authorizing the President of the Office of Finance and Development or another authorized officer of HTFC to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 5. This resolution shall take effect immediately.

**The next item on the HTFC agenda was a resolution confirming authorization of awards under the Low-Income Housing Trust Fund Program ("HTF Program") for Wedgepoint Apartments and Big Tree Glen.** By written approval on December 29, 2014, the

Members passed a resolution authorizing awards under the HTF Program for Wedgepoint Apartments in an amount of up to \$3,612,734 and Big Tree Glen in an amount of up to \$1,382,135.

Chairman Towns moved to adopt the resolution confirming the approval of awards under the CDBG Program; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby confirm the resolution passed in writing on December 29, 2014, authorizing an award for Wedgepoint Apartments under the HTF Program in an amount of up to \$3,612,734.

Section 2. The Members hereby confirm the resolution passed in writing authorizing an award for Big Tree Glen under the HTF Program in an amount of up to \$1,382,135.

Section 3. The Members hereby confirm the resolution passed in writing providing that this authorization will lapse 360 days after the effective date of this resolution if a closing on all sources of construction financing sufficient to complete the project has not occurred.

Section 4. The Members hereby confirm the resolution passed in writing authorizing the entering into of regulatory agreements with the applicants, upon their satisfactory compliance with any pre-contract conditions as required by statute or regulations, and upon such terms and conditions as set forth by program guidelines.

Section 5. The Members hereby confirm the resolution passed in writing authorizing the President of the Office of Finance and Development or another authorized officer of HTFC to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 6. This resolution shall take effect immediately.

**The next item on the HTFC agenda was a resolution confirming authorization of an award under the HOME Program for Wedgepoint Apartments.** By written approval on December 29, 2014, the Members passed a resolution authorizing an award for Wedgepoint Apartments under the HOME Program in an amount of up to \$235,469.

Chairman Towns moved to adopt the resolution confirming the approval of awards under the CDBG Program; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby confirm the resolution passed in writing on December 29, 2014 authorizing an award for Wedgepoint

Apartments under the HOME Program in an amount of up to \$235,469.

Section 2. The Members hereby confirm the resolution passed in writing providing that this authorization will lapse 360 days after the effective date of this resolution if a closing on all sources of construction financing sufficient to complete the project has not occurred.

Section 3. The Members hereby confirm the resolution passed in writing authorizing the entering into of regulatory agreements with the applicants, upon their satisfactory compliance with any pre-contract conditions as required by statute or regulations, and upon such terms and conditions as set forth by program guidelines.

Section 4. The Members hereby confirm the resolution passed in writing authorizing the President of the Office of Finance and Development or another authorized officer of HTFC to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 5. This resolution shall take effect immediately.

**A new business item on the HTFC agenda was a resolution authorizing an award from the Medicaid Redesign Team (“MRT”) Program for VOA Cobblestone Apartments.** Mr. Garwood presented this item and stated that this award represents an expansion of the use of MRT funds for projects outside New York City. He stated that the award recommendation of up to \$6 million for the VOA Cobblestone Apartments located in Webster, New York will create 60 new units, 30 of which will be set aside for the frail elderly. Conifer Realty and Volunteers of America are partnering in the project and the supportive services will be provided by ElderOne, an affiliate of the Rochester General Health System and VOA as part of the PACE Program, which is administered by the New York State Department of Health. Mr. Garwood discussed how Rochester Housing Authority is utilizing HCR’s processes to move projects along quickly and indicated that the project is expected to be before the Housing Finance Agency Board for the remainder of financing and closing this spring.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby approve the award of up to \$6,000,000 in MRT funds for VOA Cobblestone Apartments and the entering into of regulatory agreements with the applicant, upon its satisfactory compliance with any pre-contract conditions as required by statute or regulation, and upon such other governing terms and conditions.

Section 2. The Members hereby provide that this authorization will lapse 360 days after the effective date of this resolution if a closing on all sources of construction financing sufficient to complete the project has not occurred.

Section 3. The Members hereby authorize the President of the Office of Finance and Development or another authorized officer of HTFC, subject to the provisions of this resolution, to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 4. This resolution shall take effect immediately.

**The next new business item on the HTFC agenda was a resolution authorizing an award increase under the Low Income Housing Trust Fund (“HTF”) Program for the Moses DeWitt Redevelopment Project.** Mr. Fitzgerald presented the recommendation for an increase in an HTF award to Empire Housing and Development Corporation (“EHDC”) for the Moses DeWitt Redevelopment Project in Syracuse. He stated that in April 2014, the Board authorized an HTF award of up to \$2,656,561 to EHDC for the project as part of the annual unified funding round. The HTF award recommended reflected a revised funding proposal from the financing originally proposed by EHDC and reflected a reduced award for acquisition costs, due to unresolved questions related to the acquisition costs. He stated that subsequent to the award, EHDC was able to provide documentation satisfying HCR’s inquiries on the acquisition costs and the owner was successful in securing an extension of the project’s Section 8 rent subsidy contract, which in part reduced the amount of HTF funds needed to finance the proposed acquisition, bringing the amount needed to \$1,043,439.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby authorize an award increase under the HTF Program of up to \$1,043,439 for the Moses DeWitt Redevelopment Project.

Section 2. The Members hereby provide that this authorization will lapse 360 days after the effective date of this resolution if a closing on all sources of construction financing sufficient to complete the project has not occurred.

Section 3. The Members hereby authorize the entering into of regulatory agreements with the applicants, upon their satisfactory compliance with any pre-contract conditions as required by statute or regulations, and upon such terms and conditions as set forth by HTF Program guidelines.

Section 4. The Members hereby authorize the President of the Office of Finance and Development or another authorized officer of HTFC to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 5. This resolution shall take effect immediately.

**The first informational item was a review of authorized contracts under the CDBG Disaster Recovery Program.** Amendments to contracts were executed with Tectonic Engineering & Surveying Consultants P.C., D&B Engineers and Architects, P.C., Makeable, MSA Investigations, Inc., and LiRo Engineers, Inc. A memorandum of understanding was executed with the New York State Office of Parks, Recreation and Historic Preservation. Contracts were executed with TRC Engineers, Inc., SCAPE/Landscape Architecture PLLC, Gramercy Group, Inc., and Construction Management Support Services. Additionally, 46 Community Reconstruction and Infrastructure Program Subrecipient Agreements were executed with the Towns, Villages, Cities, Counties, and Districts.

**The next item on the HTFC agenda was a review of SEQRA determinations for CDBG Disaster Recovery Program projects.**

**The next item on the HTFC agenda was a summary of SEQRA Type II actions.**

**The next item on the HTFC agenda was a summary of SEQRA coordinated reviews.**

**The next item on the HTFC agenda was a quarterly report of the development status of multi-family projects.**

**The next item on the HTFC agenda was a treasurer's report.**

**The next item presented on the HTFC agenda was a resolution authorizing an award under the CDBG Program for economic development to Montgomery County.** Mr. Leo presented that Montgomery County has applied for \$900,000 in CDBG Program funds for economic development to assist in the retention and expansion of Amsterdam Printing and Litho Co., Inc. ("Amsterdam Printing"). He stated that Amsterdam Printing has been long based in Montgomery County and has grown into a diversified manufacturer of promotional products, currently employing 365 full-time employees at its Amsterdam, New York location.

He stated that the company has identified the need for \$6.5 million in machinery and equipment for upgrades in order to remain competitive and to capture more market share. He stated that the CDBG funds will leverage more than \$3 million in private investment which together will retain 365 full-time jobs and create an additional 8 full-time jobs. He stated that at least 203 (56%) of the 365 jobs retained jobs are currently held by low- and moderate-income persons and 5 of the 8 jobs to be created will benefit low- and moderate-income persons. All costs are reasonable and within program guidelines and statutes with a cost per job at \$2,413 and with a CDBG investment representing about 14% of the total investment in the expansion project. Mr. Leo added that this project is significant for Montgomery County and for the State as Amsterdam Printing is the sixth largest employer in Montgomery County with a significant annual payroll and significant annual contribution to local and state tax revenues. Further, he stated that according to various forecasts that were provided by the company, over 61% of the existing employees live in Amsterdam's most blighted census tracts, so the impact would have been substantial if the jobs were to leave the State, with one forecast model predicting the impact on social services costs to amount to \$7 million a year.

Ms. Zucker commended Mr. Leo on this project recommendation and commented that the corresponding job retention project nicely complemented the recent efforts to preserve affordable housing in Amsterdam.

Mr. Leo acknowledged and thanked Ashley Lavigne, Senior Community Developer who is also serving as the Director of Economic Development.

Chairman Towns asked if Amsterdam Printing has a commitment to stay in Amsterdam.

Mr. Leo responded that the owner equity is roughly \$3 million dollars and ESDC is contributing \$2.5 million along with HTFC's \$900,000 contribution.

Chairman Towns asked if Amsterdam Printing is committed to Amsterdam New York for any length of time.

Ms. Lavigne stated that the CDBG requirements do not require a commitment, but generally, HTFC has a two year contract term. ESDC also has a term requirement in their grant agreement.

Mr. Leo stated that Montgomery County officials may also elect to put in longer commitment terms into their contract with Amsterdam Printing. He added that this project came together quickly as Amsterdam Printing was seriously considering moving its operations to Waco, Texas, which has considerably lower labor and energy costs.

Chairman Towns moved to adopt the resolution; Ms. Zucker seconded the motion, and the following resolution was adopted:

Section 1. The Members hereby authorize an award of CDBG Program funds for economic development to Montgomery County in an amount up to \$900,000 to assist in the retention and expansion of Amsterdam

Printing and Litho Co., Inc., upon its satisfactory compliance with any pre-contract conditions as required by statute or regulation, and upon such other terms and conditions as agreed upon.

Section 2. The Members hereby authorize HTFC to enter into regulatory agreements with the applicant, upon its satisfactory compliance with any pre-contract conditions as required by statute or regulation, and upon such terms and conditions as set forth in the program guidelines.

Section 3. The Members hereby authorize the Vice President of the Office of Community Renewal or another authorized officer, subject to the provisions of this resolution, to execute any documents which may be necessary and appropriate to effectuate the purposes of this resolution.

Section 4. This resolution shall take effect immediately.

Ms. Zucker requested a presentation on the information item on the quarterly report of the development status of multi-family projects.

Mr. Fitzgerald presented that the quarterly status report provides the status of projects that have received awards through HTFC on a funding round by funding round basis. He highlighted various sections of the report, including the section showing the status of unified funding 2013 capital projects. He stated that about 70% of projects awarded funding in April of this past year and in the fall of 2013 as part of the early award process are currently under construction and one of the awards for the Ludlow Commons project has been withdrawn as a better fit for the project is the use of 4% tax exempt bonds. Further, he stated that of the 20% of the projects that are not under construction, no significant problems have been identified except for with the Ballston Reserve project in Saratoga County, which has encountered local concerns on the site proposal. He stated that the remaining projects that have not started construction each have their own issues, but are expected to move forward in the next three months.

Ms. Zucker asked Mr. Fitzgerald to discuss the status of unified funding 2012 capital projects.

Mr. Fitzgerald stated that the HTFC awards to two projects were withdrawn based on circumstances including the reduction of costs and funding through other financing sources. The remainder of the projects are under construction or substantially or fully complete.

There being no unfinished business, Chairman Towns moved to adjourn the meeting; Ms. Zucker seconded the motion, and the meeting was adjourned.

  
Eu Ting-Zambuto

Dated: January 29, 2015