

**MINUTES OF THE MEETING OF THE
HOUSING TRUST FUND CORPORATION (HTFC)
HELD ON JULY 14, 2016 AT 9:30 A.M.**

Locations: 641 Lexington Avenue, New York, New York
95 Perry Street, Commissioner's Conference Room, Buffalo, New York
Hampton Plaza, Commissioner's Conference Room, Albany, New York
Locations connected by video-conference

MEMBERS PRESENT:

James S. Rubin, Chairman
Marian Zucker representing William C. Thompson, Member
Howard Zemsky, Member

OTHERS PRESENT:

Alex Abrams
Dan Buyer
Mark Colon
Sean Fitzgerald
Maralyne Fleischman
Bret Garwood
Mike Kendall
Chris Leo
Betsy Mallow
Stacey Mickle
Daniel Murphy
Janet Oberstein
Heather Spitzberg
Monique Thomas
Eu Ting-Zambuto

There was a quorum with three Members present. Chairman Rubin made a motion to call to order the meeting of the Members of HTFC. The motion was seconded by Ms. Zucker.

The first item on the agenda was the approval of the meeting held on June 22, 2016.
The minutes were deemed approved.

The next item on the agenda was a resolution authorizing an award under the Community Development Block Grant (CDBG) Program for economic development to Delaware County to assist K-Tooling. Mr. Leo presented the award recommendation for \$151,970 to assist K-Tooling in expanding to a vacant manufacturing facility located in the Sidney Industrial Park which will enable the expansion of its current production capacity. He

highlighted that the total project is expected to create 12 full-time equivalent jobs over two years, with 7 (58%) to benefit low- and moderate- income persons.

Chairman Rubin expressed his satisfaction in an investment in Sidney, as it is also one of the community reconstruction zones for storm recovery.

Mr. Leo added that there have been major investments in Sidney.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby authorize an award of CDBG Program funds for economic development to Delaware County in an amount up to \$151,970 to assist K-Tooling in an expansion project.

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 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.

The next item on the agenda was a resolution authorizing an award under the CDBG Program for economic development to the City of Amsterdam to assist Memory Lane Day Care. Mr. Leo presented the award recommendation of \$100,000 to assist Memory Lane Day Care in opening a daycare facility in the south side of Amsterdam near several of the area's large manufacturing and regional distribution centers. He highlighted that the total project is expected to create 16 full-time jobs over two years, with all 16 to benefit low- and moderate-income persons.

Chairman Rubin asked if Memory Lane Day Care is a state-certified daycare program.

Mr. Leo responded that this will be verified during due diligence in the contract process.

Ms. Manley added that a license will be required through the Office of Children and Family Services.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby authorize an award of CDBG Program funds for economic development to the City of Amsterdam in an amount up to \$100,000 to assist Memory Lane Day Care in opening a daycare facility.

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 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.

The next item on the agenda was a resolution authorizing an award under the CDBG Program for economic development to the City of Oneonta to assist Bomber's Burrito. Mr. Leo presented the award recommendation for \$375,000 to assist Bomber's Burrito in opening a restaurant in downtown Oneonta. He highlighted that the project will create 31 full time jobs over two years, benefiting 25 low- to moderate- income individuals.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby authorize an award of CDBG Program funds for economic development to the City of Oneonta in an amount up to \$375,000 to assist Bomber's Burrito in opening a new restaurant in Downtown Oneonta.

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 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.

The next item on the agenda was a resolution approving the SEQRA documentation and classification of the environmental impact of 431-441 South Warren Street and 11 Commercial Street. Ms. Spitzberg described the projects and presented her recommended that the projects be classified as unlisted actions with negative declarations under SEQRA, as supported by SEQRA documentation.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby accept the SEQRA documentation for 431-441 South Warren Street and hereby adopt the recommendation that the project be classified as an unlisted action with a negative declaration under SEQRA.

Section 2. The Members hereby accept the SEQRA documentation for 11 Commercial Street and hereby adopt the recommendation that the project be classified as an unlisted action with a negative declaration under SEQRA.

Section 3. The Members hereby authorize Heather Spitzberg as SEQRA Officer or any authorized officer to execute any documents in accordance with the applicable provisions of law to effectuate the purpose of this resolution.

Section 4. This resolution shall take effect immediately.

The next item on the agenda was a resolution reauthorizing an award under the Medicaid Redesign Team (MRT) Program for 220 Hull Street. Mr. Fitzgerald stated that the award was previously recommended and approved by the Members, but that the authorizing resolution has lapsed due to delays in a closing on all sources of construction financing sufficient to complete the project. He recommended a reauthorization of the award as the closing has been rescheduled.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby approve the reauthorization of the award of MRT program funds to Housing Works, Inc. for 220 Hull Street in an amount of up to \$1,554,798.

Section 2. The Members hereby authorize the President of the Office of Finance and Development or another authorized officer of the 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. The Members hereby provide that this authorization will lapse 30 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. This resolution shall take effect immediately.

The next item on the agenda was a resolution designating signatories for the Governor's Office of Storm Recovery (GOSR). Ms. Lim presented the item. She stated that the proposed action would restate the authorization given by the Members to the Executive Director of GOSR, and additionally, designate Daniel Greene, the General Counsel of GOSR, as an agent of HTFC authorized to execute contracts and certify compliance as to those contracts without further action by the Members. Additionally, she stated that the resolution expands the scope of authority to sources beyond CDBG-DR grants to include other sources of disaster recovery and related funding.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members authorize the Executive Director of GOSR to be an authorized signatory of HTFC for contracts and instruments utilizing CDBG-DR grant funds or other sources of funding related to disaster recovery, without further action by the Members.

Section 2. The Members authorize the Executive Director of GOSR to designate up to two agents of HTFC for the limited purpose of signing and executing warrants to authorize the Treasurer to disburse funds.

Section 3. The Members authorize Daniel Greene, as General Counsel of GOSR, to be authorized signatory of HTFC for contracts and instruments utilizing CDBG-DR grant funds or other sources of funding related to disaster recovery, without further action by the Members.

Section 4. The authorizations are conditioned upon satisfaction of the following requirements:

- a) All executed contracts and instruments are within the amount permitted by HUD or other relevant agencies;
- b) The signing of all such contracts and instruments be reported to the Members at the next scheduled meeting of the Members following such signing;

- c) No such contract or instrument will be effective unless and until approved by the General Counsel of GOSR as to form and by the Treasurer as to financial sufficiency; and
- d) For each such contract, the Executive Director of GOSR or Daniel Greene, as General Counsel of GOSR, shall certify to compliance with all applicable Federal, State and local laws, rules and regulations, HTFC policies and CDBG-DR policies and guidelines, and otherwise as required in a form of certification approved by the General Counsel of GOSR.

Section 5. This resolution shall not limit the authority of Senior Officers, as defined by HTFC's bylaws.

Section 6. The Chair of HTFC may revoke and rescind this resolution upon notice to the Members and Executive Director of GOSR.

Section 7. This resolution shall be effective as of June 15, 2015. The resolutions adopted on October 25, 2013, June 26, 2014, July 18, 2014, September 11, 2014, and June 15, 2015, authorizing signatories and designating agents of HTFC under GOSR are replaced.

The next item on the agenda was a resolution authorizing the establishment and administration of the Preventive Troubled Asset Program (PTAP). Mr. Colon presented the program. He highlighted that the goal of the program is to enable a rapid and preemptive response to exigent physical needs to ensure the health and safety of the residents of the agency's various housing portfolios. He stated that PTAP will be funded with available corporate resources from HTFC and the New York State Housing Finance Agency (HFA). He stated that proposed projects identified for funding will include those with currently unmet, exigent needs in the Preservation Initiative Program portfolio, as well as in several Mitchell Lama and HFA-financed properties. Further, he stated that awards will be approved by a credit committee that will include both Office of Housing Preservation and Office of Finance and Development staff.

Ms. Zucker asked for an explanation on the source of funds. She questioned the representation that the funding is through corporate funds by HTFC and HFA.

Mr. Colon responded that the initial \$7.3 million was coming from unspent HTFC corporate funds that had been previously allocated for the Preservation Initiative Program.

Mr. Abrams added that there was approximately \$13 to \$16 million of the original \$25 million available from the Preservation Initiative Program.

Mr. Colon added that there are a number of projects that will be closed before ending the Preservation Initiative Program, and he stated that the \$7.3 million requested reflected only the first tranche of funds to be used for PTAP. He stated that future tranches may come from funds including those for the LEAN initiative and interest payments.

Ms. Mallow added that the \$7.3 million is a rough estimate of the amount needed based upon a set of projects identified. She emphasized that the approval process will be through a credit committee.

Chairman Rubin moved to adopt the resolution; Ms. Zucker seconded the motion, and with the approval of all Members, the following resolution was adopted:

Section 1. The Members hereby authorize the establishment and administration of the PTAP.

Section 2. The Members hereby authorize a reallocation of \$7.3 million in corporate funds that had been previously allocated for the Preservation Initiative Program to fund PTAP.

Section 3. The Members authorize the PTAP credit committee to approve PTAP awards.

Section 4. The Members hereby authorize the President of the Office of Housing Preservation 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.

Chairman Rubin added that the program reflects the agencies' recognition that the agencies hold a large housing portfolio with a lot of risks and the program enables these risks to be addressed.

Mr. Colon added that the program will be developing a team of dedicated staff to identify needs better in order to get ahead of issues.

The remaining items are informational items. No board action is necessary.

The next item on the agenda was a review of board, governance committee, and audit committee self-evaluations. The evaluations were submitted to the Members under separate cover.

The next item on the agenda was a review of Type II SEQRA summaries.

The next item on the agenda was a review of SEQRA determinations for projects under the Community Development Block Grant Disaster Recovery Program.

The next item on the agenda was a review of contracts executed by Governor's Office of Storm Recovery.

The next item on the agenda was a review of the adjustment to annual report to reflect litigation liability. The adopted audit report was adjusted to the extent that it reflected the authorized litigation settlement as a liability for the last fiscal year.

There being no unfinished business, Ms. Zucker moved to adjourn the meeting; Chairman Rubin seconded the motion, and the meeting was adjourned at 10:00 a.m.