

**MINUTES OF THE 414<sup>th</sup> MEMBERS' MEETING OF THE  
NEW YORK STATE HOUSING FINANCE AGENCY  
HELD ON DECEMBER 3, 2009 AT 1:49 P.M. AT  
ITS OFFICES AT 641 LEXINGTON AVENUE  
NEW YORK, NEW YORK 10022**

MEMBERS AND DESIGNEES:

PRESENT:

Judd S. Levy	Chairman
Royce A. Mulholland	Member
Karen A. Phillips	Member
Deborah VanAmerongen	Member
Aida Brewer	Department of Taxation and Finance, representing Jamie Woodward, Member (via video conference)
Elaine McCann	Division of the Budget, representing Robert Megna, Member (via video conference)

Chairman Levy chaired the meeting; Joy F. Willig, Senior Vice President and Counsel, acted as secretary. The meetings of the Affiliated Agencies opened in joint session for the consideration of various matters of shared importance. These minutes reflect only those items being considered by the Members of the New York State Housing Finance Agency. A record of items considered by other Agencies is contained in the minutes of each Agency respectively.

Chairman Levy noted that Elaine McCann and Aida Brewer were participating in the meeting via video conference from the State of New York DOB conference center at the Capital Building in Albany. A public notice was given of the time and locations of both venues.

**The first item on the agenda was the President's Report.** Priscilla Almodovar, the Agencies' President and Chief Executive Officer said that while there were no new projects to present, the Agency was about to close on several projects in December and had issued bonds and were currently in the market with a \$70.5 million offering at an interest rate at 5.25% compared to an offering at 6.80% at this time last year.

Ms. Almodovar reported that, as a result of the New Issue Bond Program, which would be discussed further during the meeting, borrowing costs were expected to be lower in 2010 for the Agency's programs.

**The next item on the agenda was the report of the Audit Committees.** Chairman Levy reported that the Audit Committee had approved the minutes of the November 3, 2009 meeting; adopted a resolution reviewing and approving Internal Audit Staff Functions, adopted a resolution approving Audit Committee Action Plan for 2010, and conducted a review of the Agencies' Annual Disaster Recovery Test in Carlstadt, New Jersey. The Audit Committee Members requested that the Audit Committee Meetings be scheduled for one hour to allow time for extended briefing and discussion.

**The next item on the agenda was the report of the Governance Committees.** Chairman Levy reported that the Governance Committee had approved the minutes of the September 10, 2009 meeting; adopted a resolution authorizing the adoption of salary range for Senior Officers; the Members were presented with a report on salary changes for management confidential employees and a report on recently passed public authority legislation.

**The next item on the agenda was the approval of the minutes of the 413<sup>th</sup> HFA Members' meeting, held on November 3, 2009.**

There being no objections or corrections by the Members, the minutes were deemed approved.

**The next item on the Agenda was the approval of Quarterly and Annual Bond Sales Reports.** Ms. Marian Zucker, Executive Vice President, highlighted certain Information contained in the materials provided to the Members in connection with this item in advance of the meeting, which is incorporated herein by reference. Chairman Levy requested that in the future the Board be provided with a chart which includes the par amount of bonds issued organized by underwriter as well as by percentage, as it is presented currently.

Ms. Phillips moved to adopt the resolution; Mr. Mulholland seconded the motion; and the following resolution was adopted unanimously:

**A RESOLUTION OF THE NEW YORK STATE HOUSING  
FINANCE AGENCY APPROVING THE QUARTERLY AND  
ANNUAL BOND SALES REPORTS.**

**The following items on the agenda were presented for informational purposes.** Information with respect to each of these items was provided to the Members in advance of the meeting, which information is incorporated herein by reference:

Review of the Agencies' Annual Disaster Recovery in Carlstadt, New Jersey.

Report on recently passed public authority legislation. Staff reported that the implications of this legislation would be presented to the Members at the next meeting.

**The next item on the agenda was the approval of the appointment of George Graham as Senior Vice President for Debt Issuance starting January 1, 2010.** Ms.

Zucker highlighted certain information which was transmitted to the Members with respect to this item under a separate cover. She commended Mr. Graham on his excellent work with the Agencies since August and expressed gratitude for all of his work on the MBBA bond issuance.

Ms. Phillips moved to adopt the resolution; Mr. Mulholland seconded the motion; and the following resolution was adopted unanimously:

**A RESOLUTION OF THE NEW YORK STATE HOUSING FINANCE AGENCY APPROVING THE APPOINTMENT OF A NEW SENIOR VICE PRESIDENT IN FOR DEBT ISSUANCE.**

Chairman Levy announced Ms. Almodovar's resignation and praised her for her momentous achievements as President and CEO.

**The next item on the agenda was a resolution authorizing the issuance of 316 11<sup>th</sup> Avenue Housing Revenue Bonds, 2009 Series A in an amount not to exceed \$35,000,000.** Ms. Zucker highlighted certain information contained in the materials provided to the Members in connection with this item, which materials are incorporated herein by reference. Chairman Levy asked whether there is sufficient volume cap to finance these bonds. Ms. Zucker responded that there is sufficient volume cap for this request. Mr. Mulholland asked whether or not there was insurance on this project. Ms. Zucker responded that there was credit enhancement.

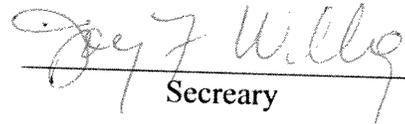
Ms. Phillips moved to adopt the resolution; Mr. Mulholland seconded the motion; and the following resolution was adopted unanimously:

**A RESOLUTION OF THE NEW YORK STATE HOUSING FINANCE AGENCY APPROVING THE ISSUANCE OF 316 11<sup>TH</sup> AVENUE HOUSING REVENUE BONDS, 2009 SERIES A IN AN AMOUNT NOT TO EXCEED \$35,000,000.**

**The next item on the agenda was a resolution authorizing the issuance of bonds as a participant in the New Issue Bond Program (NIBP).** Ms. Zucker highlighted certain information contained in the materials provided to the Members in connection with this item, which materials are incorporated herein by reference. Ms. Zucker pointed out that for HFA there is no 40% to 60% ratio requirement. Furthermore, Ms. Zucker pointed out that staff would be coming to the board as these bond proceeds are released from escrow for the approval of the financing for specific projects. Chairman Levy inquired as to whether or not there would be significant warehousing due to the limited number of times the bond proceeds could be accessed during the year. Ms. Zucker responded that while there would be some warehousing on the multifamily side the projects would be timed accordingly to reduce this, on the single family there would be little warehousing due to the nature of the financing. Ms. Zucker also noted that there would be little or no negative arbitrage since the bonds, while in escrow mode, would be invested in treasuries or eligible agency securities.

Ms. Phillips moved to adopt the resolution; Mr. Mulholland seconded the motion; and the following resolution was adopted unanimously:

There being no unfinished business, Ms. Phillips moved to adjourn the meeting; Mr. Mulholland seconded the motion; and the meeting was adjourned at 2:41 PM.

  
Secretary