

**MINUTES OF THE 357TH BOARD MEETING
OF THE
NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY**

MEMBERS:

- Lori Grifa, Commissioner, DCA
- * Susan Fischer, Assistant Attorney General
(representing Paula Dow, Attorney General)
- ** Jim Petrino, Director, Office of the State Treasurer
(representing Andrew Sidamon-Eristoff, State Treasurer)
- *** Thomas Hunt, Assistant Director, Office of Consumer Finance, Department of Banking and Insurance
(representing Thomas Considine, Commissioner, Department of Banking and Insurance)
- **** Dan Bachalis, Acting Assistant Director for Housing, Policy, Planning and Evaluation, Division of Mental Health Services, Department of Human Services
(representing Jennifer Velez, Commissioner, Department of Human Services)
- Monsignor William Linder
- Dorothy Blakeslee
- Stanley Weeks

OFFICIALS

PRESENT:

Anthony Marchetta, Executive Director
Tracee Battis, Chief of Programs
Lenore Rosner, Chief of Operations
Leslie Lefkowitz, Chief of Legal and Regulatory Affairs
Michael Floyd, Chief of Program Services
Claudia Lovas, Director of Program Development
Michael Staton, Director of Multifamily Programs and Credits
Darryl Applegate, Director of Regulatory Affairs
Jerry Keelen, Director of Single Family
Dana Irlbacher, Assistant Director of Single Family
Barbara Geary, Legal Affairs Officer
Todd Evans, Director of Capital Markets
Terry Fink, Director of Finance
Julie Reese, Manager of Accounting and Compensation
Mary Sheehy, Green Homes Administrator
Amy Palmer, Program Outreach Coordinator
Danielle Esser, Policy Research Administrator
Bruce Blumenthal, Community Development Ombudsman
Pam McCrory, Director of Supported Housing and Special Needs
Lisa Kern, Assistant Director, Division of Regulatory Affairs
Bob Huether, Assistant Director of Program Development and Outreach
Dawn Dantzler, Legislative Liaison
Harry Stevens, General Services Assistant
Carilyn Willis, Executive Secretary

OTHERS
PRESENT:

Robert Purcell, Deputy Attorney General
Jennifer Linett, Deputy Attorney General
Kim Sked, Deputy Attorney General
Kavin Mistry, Attorney General Office
Kathy Higgins, Homefirst
James O'Donohue, Hall Wallack, LLP
Bryan Gos, MDC
Brandon Minde, Governor's Authority Unit
Joan Straussman, HCDNNJ

- * Letter of March 25, 2010 designating Susan Fischer to represent the Attorney General
- ** Letter of March 2, 2010 designating Jim Petrino to represent the State Treasurer
- *** Letter of July 2, 2010 designating Thomas Hunt to represent Thomas Considine, Commissioner, Department of Banking and Insurance.
- **** Letter of June 4, 2010 designating Dan Bachalis to represent Jennifer Velez, Commissioner, Department of Human Services

SUNSHINE ACT

"The New Jersey Housing and Mortgage Finance Agency gave notice of the time, place and date of this meeting by facsimile, regular mail and hand delivery on November 29, 2010 to the Secretary of State of New Jersey, The Star Ledger, The Times, and the Courier Post, and by posting the notice at the office of the Agency in Trenton, New Jersey. Pursuant to the New Jersey Open Public Meetings Act, a resolution must be passed by the New Jersey Housing and Mortgage Finance Agency in order to hold a session from which the public is excluded."

1. APPROVAL OF MINUTES

APPROVAL OF THE MINUTES OF THE OCTOBER 28, 2010 MEETING OF THE HMFA BOARD – ITEM 1A.

Thomas Hunt moved and Monsignor Linder seconded approval of the Minutes of the October 28, 2010 meeting of the HMFA Board.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks
Nay-None*

2. SINGLE FAMILY

INFORMATIONAL ITEM - HOMEKEEPER PROGRAM – STATUS REPORT – ITEM 2A.

Executive Director Anthony Marchetta provided the Board with a current status of the HomeKeeper program. The Board was also provided a written status report.

Jim Petrino arrived at 10:25 a.m.

HOMEKEEPER PROGRAM - APPROVAL OF PROGRAM GUIDELINES – ITEM 2B.

Monsignor Linder moved and Thomas Hunt seconded 1. Approval of the New Jersey HomeKeeper Program Guidelines, as attached to the Request for Action. 2. Approval to allow the Executive Director, in consultation with the Attorney General's Office, to make any subsequent changes to the Program Guidelines that may be required by the U.S. Treasury Department.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

3. MULTIFAMILY

HMFA #02325 – 450 OCEAN AVENUE - APPROVAL OF A MORTGAGE COMMITMENT EXTENSION – ITEM 3A.

Thomas Hunt moved and Dan Bachalis seconded 1. Approval of an extension of a mortgage commitment for permanent financing from the Small Rental Project Loan Program for a project known as 450 Ocean Avenue, HMFA #02325, for an estimated \$772,000. This commitment extension will expire on March 31, 2011. The Executive Director is authorized to extend the commitment for two additional consecutive three-month periods, if deemed appropriate in his sole discretion. All other terms and conditions of the request for action dated June 18, 2009 regarding this project shall remain the same.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino*
Nay-None

HMFA #1411 – HILLCREST MANOR SENIOR RESIDENCE - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 3B.

Monsignor Linder moved and Thomas Hunt seconded 1. Approval of a mortgage recommitment for an estimated \$3,884,000 in permanent financing for a project known as Hillcrest Manor, HMFA #1411, upon the terms and conditions set forth in the Request for Action. 2. Approval of a mortgage commitment for an estimated \$1.1 million in permanent financing from the Strategic Zone Lending Pool as a subsidy loan for a project known as Hillcrest Manor, HMFA #1411, upon the terms and conditions set forth in the Request for Action. 3. Removal of condition in recommitment dated May 19, 2009 #15 which provides "Permanent mortgage closing shall not occur until stabilization has been determined by Agency staff and upon evidence that the Project has achieved 95% occupancy and has generated sufficient revenues to achieve a permanent debt service coverage ratio of at least 1.15% for six (6) consecutive months."

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino*
Nay-None

MULTIFAMILY – SPECIAL NEEDS HOUSING TRUST FUND

HMFA #02509/SNHTF #203 - THE MEADOWS AT PYNE POYNT – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT AND A NEW FINANCING COMMITMENT – ITEM 3C.

Monsignor Linder moved and Stanley Weeks seconded 1. Approval of a grant recommitment for an estimated \$900,000 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as The Meadows at Pyne Poynt, HMFA #02509/SNHTF #203 (the "Project"), upon the terms and conditions set forth in the Request for Action. 2. Approval of a mortgage loan commitment for an estimated \$100,000 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as The Meadows at Pyne Poynt, HMFA #02509/SNHTF #203, upon the terms and conditions set forth in the Request for Action.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino*
Nay-None

4. PRESERVATION

HMFA #00419-2 – OCEAN TOWERS – APPROVAL OF A DECLARATION OF INTENT – ITEM 4A.

Thomas Hunt moved and Dan Bachalis seconded 1. Approval of a "Declaration of Intent" stating the intention of the Agency to issue tax exempt bonds in an estimated amount not to exceed \$6,697,000 in construction and permanent financing for a project known as Ocean Towers, HMFA #419-2 (the "Project"), upon the terms and conditions set forth in the Request for Action. Approval of this "Declaration of Intent" will establish for tax purposes the eligibility of costs associated with pre-bond sale and development work on the Project. By this approval, the Board expresses its present intent to issue bonds for this Project. The ability of the Project to conform to the Agency's Multifamily Underwriting Guidelines and Financing Policy, as well as compliance with federal tax and other laws, has not yet been determined. This approval does not obligate the Agency to take any further action in connection with this Project, including any approval to allocate tax-exempt bond volume cap, to issue bonds or to provide first mortgage financing, gap financing or a tax credit allocation. This approval for a Declaration of Intent is not intended to give this Project any preference over any other project financing.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

5. SUPPORTIVE HOUSING-SPECIAL NEEDS TRUST FUND

HMFA #02643/SNHTF #257 – MOUNTAIN CENTRAL HOMES – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 5A.

Dan Bachalis moved and Monsignor Linder seconded 1. Approval of a mortgage commitment for an estimated \$1,159,000 in permanent only financing from the Special Needs Housing Trust Fund for a project known as Mountain Central Homes HMFA #02643, SNHTF#257 upon the terms and conditions set forth in the Request for Action.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

HMFA #02617/SNHTF #247 - SHIIMTI APARTMENTS – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 5B.

Dorothy Blakeslee moved and Dan Bachalis seconded 1. Approval of a mortgage commitment for an estimated \$555,000 in permanent financing from the Special Needs Housing Trust Fund, or any other funds available to the Agency to a project known as Shmiiti Apartments, HMFA #02617, SNHTF #247, upon the terms and conditions set forth in the Request for Action.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

START EASY EAGLE DEVELOPMENT CORP. (SEED CORP.) – APPROVAL OF A TRANSFER OF MANAGEMENT CONTROL TO NEW BRIDGE SERVICES, INC. – ITEM 5C.

Dan Bachalis moved and Dorothy Blakeslee seconded 1. Approval of a transfer of management control in Start Easy Eagle Development Corp. (“SEED Corp.”) to NewBridge Services, Inc. (“NewBridge”). 2. Authorization for the Executive Director or any Chief to execute any and all documents necessary to effectuate the above action.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

6. REGULATORY AFFAIRS

HMFA #456 - SHALOM TOWERS APARTMENTS – APPROVAL OF A WAIVER OF REGULATION IN CONNECTION WITH BUYER’S RETURN ON EQUITY RATE – ITEM 6A.

Thomas Hunt moved and Dorothy Blakeslee seconded 1. Waiver of N.J.A.C. 5:80-5.8(a) requiring that the buyer assume the same rate of return on equity as the seller, as applicable to Shalom Towers Realty, LLC. This waiver does not waive the requirement of N.J.A.C. 5:80-5.8(a) regarding the determination of the buyer’s equity and this portion of N.J.A.C. 5:80-5.8(a) shall remain applicable.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

HMFA#00002 - ZION TOWERS APARTMENTS – APPROVAL OF A WAIVER OF REGULATION IN CONNECTION WITH BUYER’S RETURN ON EQUITY RATE – ITEM 6B.

Thomas Hunt moved and Dan Bachalis seconded 1. Waiver of N.J.A.C. 5:80-5.8(a) requiring that the buyer assume the same rate of return on equity as the seller, as applicable to Zion Towers Realty, LLC. This waiver does not waive the requirement of N.J.A.C. 5:80-5.8(a) regarding the determination of the buyer’s equity and this portion of N.J.A.C. 5:80-5.8(a) shall remain applicable.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

HMFA #1203 - PARK AVENUE APARTMENTS – APPROVAL OF MODIFICATION OF PURCHASE PRICE FOR THE SALE OF THE GENERAL PARTNERSHIP INTEREST – ITEM 6C.

Thomas Hunt moved and Monsignor Linder seconded 1. Approval of modification of purchase price for the sale of 50% of the general partnership interest in the project known as Park Avenue Apartments, HMFA #1203, in accordance with the terms in the Request for Action. 2. Authorization for the Executive Director or any Chief to execute any and all documents necessary to effectuate the above action

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

7. POLICY AND PLANNING

CAMDEN PROGRAM OFFERING WIDESPREAD ENERGY RECOVERY (POWER) RESIDENTIAL – APPROVAL TO ACCEPT FUNDING AND APPROVAL OF PROGRAM GUIDELINES – ITEM 7A.

Thomas Hunt moved and Stanley Weekes seconded 1. Authorization for the Executive Director, to enter into an agreement with the City of Camden, as may be amended from time to time, in consultation with the Office of the Attorney General, for the purpose of accepting grant funds in the amount of \$787,500 to fund energy efficiency improvements under the Camden POWER Residential program. 2. Authorization for the Executive Director, to enter into an agreement with the New Jersey Economic Development Authority (EDA), as may be amended from time to time, in consultation with the Office of the Attorney General, to accept approximately \$1,500,000 to fund required life safety improvements and/or energy efficiency repairs as needed under the Camden POWER Residential program. 3. Authorization for the Executive Director, or his designee, to take necessary actions in consultation with the Office of the Attorney General, to accept funds identified in Actions #1 and #2 above from the City of Camden and the EDA and to enter into the applicable agreements. 4. Approval of the Camden POWER Residential Program Guidelines in substantially final form. 5. Delegation to the Executive Director to make minor non-substantive changes to the Camden POWER Residential Program Guidelines in consultation with the Attorney General's Office.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

8. GREEN INITIATIVE

WEATHERIZATION ASSISTANCE PROGRAM – APPROVAL TO AMEND THE MEMORANDUM OF UNDERSTANDING BETWEEN HMFA AND DCA TO ENTER CONTRACTS AND TO ACCEPT ADDITIONAL FUNDING – ITEM 8A.

Thomas Hunt moved and Dorothy Blakeslee seconded 1. Approval to amend the Memorandum of Understanding between the Agency and DCA ("MOU") to accept additional ARRA WAP grant funds from DCA, revise the budget and to enter into other amendments to the MOU from time to time in consultation with the Office of the Attorney General. 2. Authorization for the Executive Director, the Chief of Programs, the Chief Financial Officer, the Chief of Legal and Regulatory Affairs, or designee to take all actions and to execute and deliver all agreements, certificates, instruments and other documents necessary, to execute the items listed for approval, including the MOU, as amended, to effectuate the transfer of additional funds to the Agency. 3. Approval for the Executive Director or his designee to enter into contracts with general contractors and other professionals as needed for the performance of weatherization improvements for successful applicants to the Multifamily Weatherization Assistance Program ("MF WAP").

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

9. FINANCE

APPROVAL OF THE FISCAL YEAR BUDGET 2011 – ITEM 9A.

Thomas Hunt advised the Board that Agency staff provided a detailed explanation of the Fiscal Year 2010 revenues and expenses, as well as an explanation of the Fiscal Year 2011 proposed budget to the Finance & Audit subcommittee. The subcommittee members in attendance were: Commissioner Lori Grifa, Steve Petrecca, representing Treasurer Andrew Sidamon-Erisstoff, Dorothy Blakeslee and he represented Commissioner Thomas Considine. As a member of the Finance and Audit subcommittee, Mr. Hunt recommended approval of the Agency's budget for Fiscal Year 2011 as provided to the members of the Board.

Monsignor Linder moved and Dorothy Blakeslee seconded 1. Approval of the Fiscal Year 2011 Budget as provided to the members of the Board.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

OTHER BUSINESS

Anthony Marchetta advised the Board that HMFA has retained David Bonomo who will fill the vacant Chief Financial Officer position.

EXECUTIVE SESSION

Commissioner Grifa read the following into the minutes:

WHEREAS, pursuant to N.J.S.A. 10:4-12 and 10:4-13 of the Open Public Meetings Act, the Agency intends to obtain legal advice regarding HMFA #1388 Whitlock Mills, HMFA #1316/ASL #33- Paragon Village and certain rent increase challenges. NOW, THEREFORE, be it resolved by the Members of the New Jersey Housing and Mortgage Finance Agency as follows:

1. A closed session shall be held by the Agency for the purposes set forth above.
2. The discussions undertaken at the closed session will be disclosed when the need for confidentiality no longer exists.

Thomas Hunt moved and Dorothy Blakeslee seconded a motion to enter into Executive Session at 11:20 a.m.

*Aye-Lori Grifa, Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee,
Stanley Weeks, Jim Petrino
Nay-None*

Commissioner Grifa left the meeting at 11:20 a.m. and Vice Chair Thomas Hunt chaired the meeting.

APPROVAL OF ACTIONS TAKEN IN RESPONSE TO A GLOBAL OFFER OF SETTLEMENT IN FOUR RELATED MATTERS IN THE OFFICE OF ADMINISTRATIVE LAW

Dorothy Blakeslee moved and Monsignor Linder seconded to 1. Reject the of settlement offers globally tendered in the four related rent increase challenges in the New Jersey Office of Administrative Law filed by affiliates of MBI Development Company, Inc; 2. Authorization for the Executive Director or designee to take all actions and to execute and deliver any and all documents necessary to effectuate the above actions, with assistance from the Attorney General's Office as necessary.

*Aye- Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks,
Jim Petrino*

Nay-None

MOTION TO ADJOURN

Dorothy Blakeslee moved and Jim Petrino seconded a motion to adjourn at 12:00 p.m.

*Aye- Susan Fischer, Dan Bachalis, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks,
Jim Petrino*

Nay-None



CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

State of New Jersey
OFFICE OF THE ATTORNEY GENERAL
DEPARTMENT OF LAW AND PUBLIC SAFETY
DIVISION OF LAW
25 MARKET STREET
PO Box 112
TRENTON, NJ 08625-0112

PAULA T. DOW
Attorney General

ROBERT M. HANNA
Director

March 25, 2010

Honorable Lori Grifa, Acting Commissioner
Department of Community Affairs
New Jersey Housing & Mortgage Finance Agency
P.O. Box 800
Trenton, NJ 08625-0800

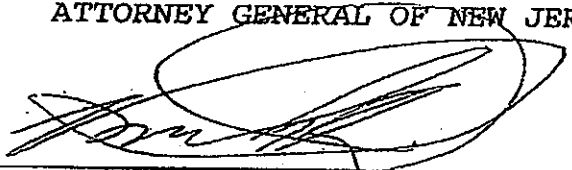
Dear Commissioner Grifa:

I hereby designate Susan K. Fischer, Assistant Attorney General, to represent me in my absence at the meetings of the New Jersey Housing and Mortgage Finance Agency. In the event of AAG Fischer's absence, Assistant Attorney General Nancy Kaplen is authorized to vote in my stead and to otherwise act on my behalf.

Sincerely yours,

PAULA T. DOW
ATTORNEY GENERAL OF NEW JERSEY

By:


Paula T. Dow
Attorney General

mgh

c: Kim Guadagno, Lt. Governor
Nancy Kaplen, Assistant Attorney General
Susan Fischer, Assistant Attorney General





State of New Jersey
OFFICE OF THE STATE TREASURER
PO Box 002
TRENTON NJ 08625-0002

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

ANDREW P. SIDAMON - ERISTOFF
State Treasurer

March 2, 2010

Marge DellaVecchia, Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue
PO Box 18550
Trenton, NJ 08650

Dear Ms. DellaVecchia:

I hereby designate Steve Petrecca, Department of Treasury to act as my permanent designee at all the meetings of the New Jersey Housing and Mortgage Finance Agency. Jim Petrino, Department of Treasury will serve as back-up should Steve not be available to attend.

Sincerely,

A handwritten signature in black ink, appearing to read "Andrew P. Sidamon-Eristoff".

Andrew P. Sidamon-Eristoff
State Treasurer

**State of New Jersey**

DEPARTMENT OF BANKING AND INSURANCE

OFFICE OF THE COMMISSIONER

PO BOX 325

TRENTON, NJ 08625-0325

TEL (609) 292-7272

CHRIS CHRISTIE
*Governor***KIM GUADAGNO**
*Lt. Governor***THOMAS B. CONSIDINE**
Commissioner

July 2, 2010

Marge Della Vecchia
Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue – PO Box 18550
Trenton, NJ 08650

Re: Board Meeting Designee

Dear Ms. Della Vecchia:

My designee for the New Jersey Housing Mortgage and Finance Agency Board meetings is Thomas Hunt, Assistant Director, Office of Consumer Finance.

If you have any questions, please do not hesitate to call Mr. Hunt at (609) 292-7272, ext. 50223.

Very truly yours,

A handwritten signature in black ink that reads "Tom Considine".

Tom Considine
Commissioner

C: Thomas Hunt
Assistant Director, OCF

Garret Komjathy
Director of Banking



State of New Jersey
DEPARTMENT OF HUMAN SERVICES
PO Box 700
TRENTON NJ 08625-0700

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

JENNIFER VELEZ
Commissioner

June 4, 2010

Marge Della Vecchia, Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue
Trenton, NJ 08650-2085

Dear Ms. Della Vecchia:

Please be advised that Valerie L Larosiliere, Acting Assistant Director, Office of Housing, Policy, Planning, and Evaluation, Division of Mental Health Services, has been chosen as the Department's representative for board meetings of the New Jersey Housing and Mortgage Finance Agency. In her absence Dan Bachalis will be her designee and will have full authority to represent and take action on matters related to the Department of Human Services.

We appreciate the opportunity to participate in meetings of the HMFA Board and look forward to continuing to promote affordable housing needs for our citizens.

Sincerely,



Jennifer Velez
Commissioner

c: Kevin Martone
Valerie L Larosiliere
Dan Bachalis