MINUTES OF THE 504th BOARD MEETING OF THE NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY

March 30, 2023

MEMBERS:

*	Robert Long, Deputy Commissioner, DCA (representing Lieutenant
	Governor Sheila Y. Oliver. Commissioner, DCA)

- ** Aimee Manocchio-Nason, Deputy Attorney General, Division of Law, (representing Matthew J. Platkin, Attorney General)
- *** Robert Tighue, Assistant Deputy Director, Department of Treasury (representing Elizabeth Maher Muoio, State Treasurer)
- **** Paulette Sibblies -Flagg, Administrator of Accreditation, Department of Banking and Insurance (representing Marlene Caride, Commissioner, Department of Banking and Insurance)
- ***** Eric Kaufman, Director of Special Projects, Department of Human Services (representing Sarah Adelman Commissioner, Department of Human Services)

Dorothy Blakeslee

HMFA STAFF PRESENT:

Malania D. Walton Exception Director	
Melanie R Walter, Executive Director	
Laura Shea, Chief of Legal and Regulatory Affairs	
John Murray, Chief Financial Officer	
Deb Urban, Chief of Multifamily Programs	
Jeanette Nieves, Executive Board Secretary	
Jonathan Sternesky, Manager of Policy and Legislative Affairs	
Catherine Bernard, Assistant Director of MF Program Funding	
Gloria Mehnert, Senior Paralegal	
Joseph Heath, Director of Capital Markets	
Rosy Dafonseca, Assistant Director of Multifamily/Supportive Ho and Lending	using
Donna Spencer. Director of Multifamily/Supportive Housing and I	Lending
Mary Miller, Director of Operations	
Milenda Merrill, Legal Research Analyst	
Andrea Baverov, Manager of Credit and Delinquent Assets	
Katone Glover, Assistant Director of Servicing	
Gerald Boone, Credit Officer II	
Marlo Austell, Executive Assistant	
Albert Peasco, Senior Legal Research Analyst II / Opra Custodian	
Jesse Crawford, Lender Outreach and Marketing Coordinator	
Darryl Applegate, Director of Regulatory Affairs	
Jeanette Santiago, Closing Assistant	
Julianne Reese, Assistant Director of Finance	
Musique Hodges, Closing Assistant	
Radica Ghooray, Director of Information Technology	

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Susan Tonry, Bond Analyst I Jean Claude Michel, Graphic Design Coordinator Jordan Moskowitz, Managing Director of Single Family Programs Tessa Young, Paralegal I Teresa White, Assistant Director of Risk Management

OTHERS PRESENT:

Dorian Smith, Assistant Counsel, Governor's Authority Unit George Loeser, Deputy Attorney General, Attorney General's Office Melisa Easaw, Deputy Attorney General, Attorney General's Office

MEMBERS OF THE PUBLIC:

N Risoli, CIS Cathy Sawyer, Public Kevin Downs, Public Diane Dabulas, Public Lakesha Lee, Public

*	Letter of October 21, 2022 designating Robert Long to represent Lieutenant Governor
	Sheila Y. Oliver, Commissioner, DCA
**	Letter of January 27, 2023 designating Aimee Manocchio – Nason to represent
	Matthew J. Platkin, Attorney General
***	Letter of November 29, 2022 designating Robert Tighue to represent the State
	Treasurer, Elizabeth Maher Muoio
****	Letter of January 17, 2020 designating Paulette Sibblies – Flagg to represent
	Marlene Caride, Commissioner, Department of Banking and Insurance
****	Letter of November 2, 2018 designating Eric Kaufman to represent Sarah Adelman,
	Commissioner, Department of Human Services

Robert Long, Deputy Commissioner, Department of Community Affairs read the following into the minutes

NOTICE OF PUBLIC MEETING

The New Jersey Housing and Mortgage Finance Agency gave notice of the time, place and date of this meeting by electronic mail, regular mail and hand delivery on March 27, 2023 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.

I will remind our Board members and any members of the public that may have joined the meeting to please keep your line on mute to eliminate unnecessary background noise. I will ask the Board members to identify themselves before they speak so that the minutes accurately reflect who is speaking.

ROLL CALL

Executive Director Walter addressed the Board to provide the Executive Director's Update

APPROVAL OF MINUTES

<u>APPROVAL OF THE PUBLIC SESSION MINUTES OF THE FEBRUARY 9, 2023</u> <u>MEETING OF THE HMFA BOARD – ITEM 1A.</u>

Aimee Manocchio-Nason moved and Dorothy Blakeslee seconded. 1. Approval of the Public Session Minutes of the February 9, 2023 Teleconference Meeting of the HMFA Board

SINGLE FAMILY

APPROVAL OF REVISIONS TO THE PARTICIPATING LENDERS GUIDE – ITEM 2A

Paulette Sibblies-Flagg moved and Aimee Manocchio-Nason seconded. 1. Approval of revision to the New Jersey Housing and Mortgage Finance Agency Mortgage Program Policy and Procedures for Participating Lender's Guide") as outlined below and in the form attached hereto. 2. Authorization is requested for the Executive Director to approve updates to spelling, punctuation, placement of text and adjustments to the order or numbering of sections of these documents, for the purposes of providing clarity or improved organization to the documents. Any amendments that would change the underlying policy or implementation of the Participating Lender's Guide from the form in which it is now approved shall remain subject to Agency Board approval.

SPECIAL NEEDS HOUSING TRUST FUND

<u>HMFA #07823 – 490 AMWELL ROAD SUPPORTIVE HOUSING – APPROVAL OF A</u> <u>MORTGAGE FINANCING COMMITMENT – ITEM 3A</u>

Dorothy Blakeslee moved and Robert Tighue seconded. Approval of a mortgage subsidy loan commitment for an estimated \$711,000 in construction and permanent financing from the Special Needs Housing Trust Fund (the "SNHTF") for a project known as 490 Amwell Road Supportive Housing, HMFA #07823 (the "Project"), upon the terms and conditions set forth in the RFA.

MULTIFAMILY

<u>APPROVAL OF REVISIONS TO THE MULTIFAMILY GAP FINANCING PROGRAM</u> (MGFP) GUIDELINES – ITEM 4A

Robert Tighue moved and Paulette Sibblies Flagg seconded. 1. Approval to amend the Multifamily Gap Financing Program ("MGFP") Guidelines as set forth in the RFA. 2. Authorization for the Executive Director and the Chief of Programs to approve amendments to correct errors in or clarify the Guidelines, so long as such amendments do not result in a change in policy or implementation of the Guidelines as currently approved. Any amendments that would change the underlying policy or implementation of the Guidelines from the form in which it is now presented shall remain subject to Agency Board approval. 3. Authorization for the Executive Director, the Chief of Multifamily Programs, the Chief Financial Officer, the Chief of Legal and Regulatory Affairs, in consultation with the Attorney General's Office, to execute any and all documents necessary to effectuate the above actions.

MULTIFAMILY – FOUR PERCENT TAX CREDITS

<u>HMFA #07810– WEST ORANGE SENIOR HOUSING – APPROVAL OF A DECLARATION</u> <u>OF INTENT - ITEM 5A</u>

Aimee Manocchio-Nason moved and Dorothy Blakeslee seconded. 1. Approval of a "Declaration of Intent" stating the intention of the Agency, subject to the availability of volume cap, to issue tax- exempt bonds in an estimated amount not to exceed \$13,742,000 in permanent financing for a project known as West Orange Senior Housing, HMFA #07810 (the "Project"). Approval of this "Declaration of Intent" is intended to establish for tax purposes the eligibility for reimbursement with the proceeds of the Bonds of certain costs paid prior to the issuance of the Bonds (the "Original Expenditures") associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue the Bonds for the Project and its reasonable expectation that it will reimburse Original Expenditures with proceeds of the Bonds of the Bonds, and declares its intent that the Declaration of Intent be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 (the "Reimbursement Regulations") promulgated under the Internal Revenue Code of 1986, as amended (the "Code").

<u>HMFA #07846– HERITAGE VILLAGE AT MOORESTOWN – APPROVAL OF A</u> <u>DECLARATION OF INTENT - ITEM 5B</u>

Paulette Sibblies – Flagg moved and Dorothy Blakeslee seconded. Approval of a "Declaration of Intent" stating the intention of the Agency, subject to the availability of volume cap, to issue tax- exempt bonds in an estimated amount not to exceed \$13,213,000 in permanent financing for a project known as Heritage Village at Moorestown, HMFA #07846 (the "Project"). Approval of this "Declaration of Intent" is intended to establish for tax purposes the eligibility for reimbursement with the proceeds of the Bonds of certain costs paid prior to the issuance of the Bonds (the "Original Expenditures") associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue the Bonds for the Project and its reasonable expectation that it will reimburse Original Expenditures with proceeds of the Bonds of the Bonds, and declares its intent that the Declaration of Intent be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 (the "Reimbursement Regulations") promulgated under the Internal Revenue Code of 1986, as amended (the "Code").

<u>HMFA #07813– PARK VILLAGE AT GARDEN STATE PARK – APPROVAL OF A</u> <u>DECLARATION OF INTENT - ITEM 5C</u>

Aimee Manocchio Nason moved and Dorothy Blakeslee seconded. Approval of a "Declaration of Intent" stating the intention of the Agency, subject to the availability of volume cap, to issue tax- exempt bonds in an estimated amount not to exceed \$12,848,000 in construction and permanent financing for a project known as Park Village at Garden State Park, HMFA #07813 (the "Project"). Approval of this "Declaration of Intent" is intended to establish for tax purposes the eligibility for reimbursement with the proceeds of the Bonds of certain costs paid prior to the issuance of the Bonds (the "Original Expenditures") associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue the Bonds for the Project and its reasonable expectation that it will reimburse Original Expenditures with proceeds of the Bonds, and declares its intent that the Declaration of Intent be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 (the "Reimbursement Regulations") promulgated under the Internal Revenue Code of 1986, as amended (the "Code").

<u>HMFA #07709– THE MEWS AT ST MARY – APPROVAL OF A DECLARATION OF</u> <u>INTENT - ITEM 5D</u>

Paulette Sibblies Flagg moved and Robert Tighue seconded. Approval of a "Declaration of Intent" stating the intention of the Agency, subject to the availability of volume cap, to issue tax-exempt bonds in an estimated amount not to exceed \$17,179,000 in construction and permanent financing for a project known as The Mews at St. Mary, HMFA #07709 (the "Project"). Approval of this "Declaration of Intent" is intended to establish for tax purposes the eligibility for reimbursement with the proceeds of the Bonds of certain costs paid prior to the issuance of the Bonds (the "Original Expenditures") associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue the Bonds for the Project and its reasonable expectation that it will reimburse Original Expenditures with proceeds of the Bonds, and declares its intent that the Declaration of Intent be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 (the "Reimbursement Regulations") promulgated under the Internal Revenue Code of 1986, as amended (the "Code").

<u>HMFA #07848– MANAHAWKIN FAMILY PHASE II – APPROVAL OF A DECLARATION</u> <u>OF INTENT - ITEM 5E</u>

Robert Tighue moved and Dorothy Blakeslee seconded. Approval of a "Declaration of Intent" stating the intention of the Agency, subject to the availability of volume cap, to issue tax-exempt bonds in an estimated amount not to exceed \$8,002,000 in construction and permanent financing for a project known as Manahawkin Family Apartments, Phase II, HMFA #07848 (the "Project"). Approval of this "Declaration of Intent" is intended to establish for tax purposes the eligibility for reimbursement with the proceeds of the Bonds of certain costs paid prior to the issuance of the Bonds (the "Original Expenditures") associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue the Bonds for the Project and its reasonable expectation that it will reimburse Original Expenditures with proceeds of the Bonds, and declares its intent that the Declaration of Intent be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 (the "Reimbursement Regulations") promulgated under the Internal Revenue Code of 1986, as amended (the "Code").

<u>HMFA #07706– MONROE VETERANS HOUSING – APPROVAL OF A MORTGAGE</u> <u>FINANCING COMMITMENT - ITEM 5F</u>

Paulette Sibblies Flagg moved and Aimee Manocchio Nason seconded. 1. Approval of a mortgage loan commitment for an estimated \$21,151,000 in construction and permanent financing from the Agency Revenue Bond Financing Program for a project known as Monroe Veterans Housing HMFA #07706 (the "Project"), upon the terms and conditions set forth in the RFA. 2. Approval of a subsidy mortgage loan commitment for an estimated \$5,933,000 in construction and permanent financing from the Affordable Housing Production Fund ("AHPF") Program for the Project, pursuant to the AHPF Program Guidelines.

HMFA #07830– THE TRAIL AT PRINCETON PIKE – APPROVAL OF A MORTGAGE FINANCING COMMITMENT - ITEM 5G

Robert Tighue moved and Paulette Sibblies Flagg seconded. Approval of a mortgage loan commitment for an estimated \$7,299,000 in permanent financing from the Agency Revenue Bond Financing Program for a project known as The Trail at Princeton Pike Apartments, HMFA #07830, upon the terms and conditions set forth in the RFA.

<u>HMFA #03492– GLEN OAKS APARTMENTS – APPROVAL OF A MORTGAGE</u> <u>COMMITMENT MODIFICATION - ITEM 5H</u>

Dorothy Blakeslee moved and Paulette Sibblies Flagg seconded. Approval of a modification of the mortgage loan recommitment for a project known as Glen Oaks Apartments HMFA #03492 (the "Project"), upon the terms and conditions set forth in the RFA.

<u>HMFA #3069 – PARAGON SENIOR LIVING – APPROVAL OF A SUPPLEMENTAL</u> INDENTURE (CONDUIT AMENDMENT)- ITEM 6A

Dorothy Blakeslee moved and Robert Tighue seconded. Approval is requested of a Resolution Authorizing and Directing the Execution and Delivery of a Second Supplemental Indenture of the New Jersey Housing and Mortgage Finance Agency's Tax-Exempt Multifamily Conduit Revenue Bonds, Paragon Village Senior Living Campus Project Series 2015 Q-1, Taxable Multifamily Conduit Revenue Bonds, Series 2015 Q-2 and Tax-Exempt Subordinate Multifamily Conduit Revenue Bonds, Series 2015 Q-3 and related documents under the Agency's Multifamily Conduit Bond Program.

APPROVAL OF CONDUIT RESOLUTIONS (LIBOR REVISIONS)- ITEM 6B

Robert Tighue moved and Paulette Sibblies Flagg seconded. Approval of a Resolution Authorizing and Directing the Execution of all Modification Agreements or Amendments necessary to provide for the replacement of LIBOR as a benchmark for establishing and adjusting interest rates within outstanding Multifamily Conduit Bonds and Notes and Authorized but not outstanding Multifamily Conduit Bonds and Notes in connection therewith (the "Resolution").

<u>APPROVAL OF RESOLUTION AUTHORIZING THE SWAP NOVATION AGREEMENT</u> <u>- ITEM 6C</u>

Aimee Manocchio Nason moved and Dorothy Blakeslee seconded. Approval by the New Jersey Housing and Mortgage Finance Agency (the "Agency") of a Resolution Authorizing the Novation of the Agency's Existing Swap Agreements with Merrill Lynch Capital Services, Inc. to Bank of America, N.A. and Related Actions (the "Resolution").

REGULATORY AFFAIRS

<u>HMFA #3379/SNHTF #359– KEANSBURG GROUP HOME – APPROVAL OF AN</u> INTERNAL TRANSFER OF THE SOLE MEMBER INTEREST – ITEM 7A

Dorothy Blakeslee moved and Paulette Sibblies Flagg seconded. 1. Approval of the transfer of ownership of the interest of the Sole Member in the project known as Keansburg Group Home, HMFA #03379/SNHTF #359 (the "Project"), from Enable Inc. to Beacon Specialized Living New Jersey, Inc. 2. Authorization for the Executive Director, Chief Financial Officer, the Chief of Legal and Regulatory Affairs and the Chief of Multifamily Programs to execute any and all documents necessary to effectuate the above actions.

<u>HMFA #03492– SENCIT LIBERTY APARTMENTS – APPROVAL OF A MORTGAGE</u> <u>MODIFICATION – ITEM 7B</u>

Dorothy Blakeslee moved and Paulette Sibblies Flagg seconded. 1. Approval of a modification to the terms of a mortgage loan for \$2,500,000 in construction and permanent financing from the Multifamily Rental Housing Production Loan Fund ("MRHPLF Loan") for a Project known as Sencit Liberty Apartments, HMFA # 03360 (the "Project"), upon the terms and conditions set forth below. 2. Approval of a modification to the terms of a mortgage loan for \$500,000 in construction and permanent financing from the Special Needs Housing Trust Fund ("SNHTF Loan") for the Project, upon the terms and conditions set forth below. 3. Approval of a modification to the mortgage loan commitment for an estimated \$2,500,000 from the Affordable Housing Gap Subsidy Program ("AHGS") for the Project, upon the terms and conditions set forth below. 4. Authorization for the Executive Director to execute any and all documents necessary to implement the above.

Aye – Robert Long, Paulette Sibblies-Flagg, Robert Tighue, Dorothy Blakeslee, Aimee Manocchio-Nason, Eric Kaufmann Nay – None Abstained- None

Dorothy Blakeslee left the meeting at 10:59 am

DELINQUENT ASSETS

<u>CHOICE# 13-08 – LEEWOOD VILLAGES AT ROWAND POND – APPROVAL OF A</u> <u>WORKOUT PLAN– ITEM 8A</u>

Robert Tighue moved and Paulette Sibblies Flagg seconded. 1. Delegation to and authorization for the Executive Director, Chief Financial Officer, the Chief of Legal and Regulatory Affairs, and the Chief of Programs to negotiate and execute the workout plan with Renaissance Pond I, LLC (the "Owner"), of Leewood Villages at Rowand Pond (the "Project") to satisfy its obligations under the Construction Mortgage Note Loan Documents and implement the Workout Plan as described below. 2. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action that is necessary to effectuate this transaction.

Aye – Robert Long, Paulette Sibblies-Flagg, Robert Tighue, Aimee Manocchio-Nason, Eric Kaufmann Nay – None Abstained- None

OTHER BUSINESS

MOTION TO ADJOURN

Robert Tighue moved and Paulette Sibblies Flagg seconded a Motion to Adjourn at 11:02 a.m.



State of Rew Jersey DEPARTMENT OF COMMUNITY AFFAIRS

101 South Broad Street PO Box 800 Trenton, NJ 08625-0800 (609) 292-6420

LT. GOVERNOR SHEILA Y. OLIVER Commissioner

October 21, 2022

Melanie Walter, Executive Director NJ Housing and Mortgage Finance Agency PO Box 18550 Trenton, New Jersey 08625

Dear Executive Director Walter:

Please accept this letter as notification that Deputy Commissioner Robert Long will serve as my designee at the NJHMFA Meetings.

If you have any questions, please do not hesitate to call my office.

Sincerely,

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Lt. Governor Sheila Y. Öliver Commissioner



PHILIP D. MURPHY Governor



State of New Jersey OFFICE OF THE ATTORNEY GENERAL DEPARTMENT OF LAW AND PUBLIC SAFETY PO BOX 080 TRENTON, NJ 08625-0080

MATTHEW J. PLATKIN Attorney General

January 27, 2023

Lt. Governor Sheila Y. Oliver, Chair New Jersey Housing and Mortgage Finance Agency P.O. Box 18550 Trenton, NJ 08625

Dear Lieutenant Governor Oliver:

PHILIP D. MURPHY

SHEILA Y. OLIVER Lt. Governor

Governor

I am writing to appoint my designee to serve on the board of the New Jersey Housing and Mortgage Finance Agency (the "Agency").

I hereby appoint Aimee Manocchio Nason, Deputy Attorney General as my designee to serve on the board of the Agency. DAG Manocchio Nason is authorized to represent me in my absence at the meetings of the Agency, to vote in my stead, and to otherwise act on my behalf. In the event of DAG Manocchio Nason's absence, Philip Espinosa, Deputy Attorney General is authorized to represent me in my absence at the meetings of the Agency, to vote in my stead, and to otherwise act on my behalf. In the event of the absence of both DAG Manocchio Nason and DAG Espinosa, Jonathan Peitz, Deputy Attorney General is authorized to represent me in my absence at the meetings of the Agency, to vote in my stead, and to otherwise act on my behalf.

Sincerely,

Mrg. U

Matthew J. Platkin Attorney General

c: Michael T.G. Long, Director, Division of Law Sudha Raja, Deputy Chief of Staff, Division of Law Aimee Manocchio Nason, Deputy Attorney General Philip Espinosa, Assistant Attorney General Jonathan Peitz, Deputy Attorney General Jonathan Garelick, Chief of Staff Melanie R. Walter, Executive Director, NJHMFA





State of Rew Jersey Office of the State Treasurer PO Box 002 TRENTON NJ 08625-0002

PHILIP D. MURPHY Governor Sheila Y. Oliver Lt. Governor

Elizabeth Maher Muoio State Treasurer

November 29, 2022

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

Dear Executive Director Walter:

I hereby designate Robert Tighue, Department of Treasury to act as my permanent designee at all the meetings of the New Jersey Housing and Mortgage Finance Agency. Anthony Longo, Department of Treasury will be my back-up should Robert not be available to attend.

Sincerely,

Elizabeth Maher Muoio State Treasurer



State of New Jersey

DEPARTMENT OF BANKING AND INSURANCE DIVISION OF BANKING PO Box 040 Trenton, NJ 08625-0040

> TEL (609) 292-7272 FAX (609) 292-5461

MARLENE CARIDE Commissioner

RICHARD MUMFORD Acting Director of Banking

January17, 2020

Charles A. Richman, Executive Director New Jersey Housing and Mortgage Finance Agency 637 South Clinton Avenue PO Box 18550 Trenton, NJ 08650

Re: NJ HMFA Board Meeting Designee

Dear Mr. Richman:

My designee for the New Jersey Housing Mortgage and Finance Agency Board meetings is Paulette Sibblies-Flagg of the Division of Banking.

Ms. Sibblies-Flagg can be reached at <u>paulette.sibblies-flagg@dobi.ni.gov</u>, telephone (609) 940-7347.

Very truly yours,

Meride

Marlene Caride Commissioner

cc: Richard Mumford, Acting Director of Banking Paulette Sibbles-Flagg, Division of Banking

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PHIL MURPHY Governor

SHEILA OLIVER Lt. Governor



State of New Jersey Department of Human Services

SARAH ADELMAN Acting Commissioner

PHILIP D. MURPHY Governor

SHEILA Y. OLIVER Lt. Governor P.O. BOX 700 TRENTON, NJ 08625-0700

April 9, 2021

Melanie R. Walter Executive Director New Jersey Housing and Mortgage Finance Agency 637 South Clinton Avenue PO Box 18550 Trenton, NJ 08650-2085

Dear Ms. Walter,

I am writing to update the Department of Human Services' backup staff for the New Jersey Housing and Mortgage Finance Agency Board. As Acting Commissioner, I will continue to represent the Department at these meetings. The Department's first and second backups are:

Elisa Neira Deputy Commissioner Elisa.Neira@dhs.nj.gov 609-984-5550

Eric Kaufmann Director of Special Projects Eric.Kaufmann@dhs.nj.gov 609-575-4187 *Mailing address:* NJ Department of Human Services PO Box 700 Trenton, NJ 08635-0700

Please let me know if you have any questions or need further information. Thank you.

Sincerely,

Acting Commissioner