

**MINUTES  
OF THE MEETING OF THE  
NEW YORK CITY HOUSING DEVELOPMENT CORPORATION**

March 27, 2024

A meeting of the Members of the New York City Housing Development Corporation (the “Corporation” or “HDC”) was held on Wednesday, March 27, 2024, at 120 Broadway, 2<sup>nd</sup> Floor, New York, New York. The meeting was called to order at 11:07 a.m. by the Chairperson, Adolfo Carrión Jr., who noted the presence of a quorum. In addition to the Chairperson, the Members present were Harry E. Gould, Jr., Jacques Jiha, Preston Niblack, Marc Norman and Charles G. Moerdler. The Member absent was Denise Scott. A list of observers is appended to these minutes.

The Chairperson stated that the first item on the agenda would be the approval of the minutes of the meeting held on November 30, 2023.

Upon a motion duly made by Mr. Jiha, and seconded by Mr. Gould, the Members unanimously:

**RESOLVED**, to approve the minutes of such meeting.

The Commissioner stated that the next item on the agenda would be the President’s Report and called upon Mr. Enderlin to make his presentation.

Mr. Enderlin thanked the Commissioner and Board Members for joining the meeting and welcomed the partners who had joined the meeting in-person and virtually for the Corporation’s first board meeting of 2024.

Mr. Enderlin stated that there was a full agenda of items to present for the Board’s approval today, all of which would help advance HDC’s ongoing work to address the City’s housing crisis. He said that the severity of this crisis was driven home by the recent findings of the latest NYC Housing and Vacancy Survey, which was released last month by our partners at HPD. He said that the findings revealed a historically low vacancy rate of 1.41% -- the lowest recorded measurement since 1968. He said that while there was extremely low vacancy at the lowest end of the market overall, the survey finds that there is less housing availability across more rent levels making it harder -for low- and moderate-income New Yorkers in particular, to find housing they can afford.

Mr. Enderlin stated that the survey’s findings underscore the importance of our continued efforts to increase our city’s housing supply at an accelerated pace in order to keep up with growing demand. He said that given the economic challenges before us -- and the pressing need for more housing, we must continue to respond proactively with creative solutions, while advocating for more resources at every level of government. He said on that note, he did want to share that the Biden Administration announced last month an indefinite extension of the FFB HUD Risk Share Program. He said that knowing we could rely on this powerful program for many years to come was a significant victory as we would be able to finance even more housing using this important financing tool.

Mr. Enderlin then turned to the agenda before the Members. He said that after a brief report from the HDC Audit Committee, the Members would hear from Senior Vice President for Development Lauren Connors who would seek the Members' approval for several items that would enable the Corporation to finance various affordable and public housing developments throughout the city.

Mr. Enderlin stated that Brian Cheigh, Senior Vice President for Public Housing & Lending Strategies, would then seek the Members' approval of an Authorizing Resolution that would enable the Corporation to finance the preservation of the Sack Wern development in the Bronx under NYCHA PACT Program.

Mr. Enderlin stated that the Members would then hear from Michael Rose, Vice President for Preservation Development, who would present for the Members approval a new Preservation Refinancing Program term sheet. He said that HDC's portfolio had grown, and this proposed new term sheet would standardize the refinancing process for developments in HDC's existing portfolio and thereby help us to address their needs and provide resources in a timely and efficient way throughout the year.

Mr. Enderlin stated that next, the Corporation's Executive Vice President for Capital Markets and Investments Ellen Duffy, would present for your approval a ratification of HDC's 2023 Annual Investment Report, which as noted earlier was approved by the HDC Audit Committee in January.

And, finally, Mr. Enderlin stated that Lauren Connors would join us once again to present for your approval a Declaration of Intent Resolution for the acquisition of a newly built development in the Bronx that would ultimately provide 57 households with safe, stable, and affordable homes.

Mr. Enderlin thanked everyone for joining the meeting and for their ongoing partnership as we advance this important work. He especially acknowledged the incredible efforts of the entire HDC team who bring so much talent and creativity to solving the complex and evolving challenges our city faces so that more New Yorkers can find quality, affordable homes in their communities.

With that, Mr. Enderlin turned it back to the Chairperson, to take the lead on today's agenda.

The Chairperson stated that the next item on the agenda would be the "Report of Audit Committee Meeting and called upon Mr. Gould to make this presentation.

Mr. Gould stated that the Audit Committee met on January 18<sup>th</sup>, 2024, at which time the Members approved the Corporation's Fiscal Year 2023 annual financial statements. He said that the auditors, Ernst & Young issued a clean opinion and there were no management letter comments once again this year. He also said that at the January 18<sup>th</sup> meeting, the 2023 Annual Investment Report was approved, which would be presented for ratification at this meeting. And finally, he said that the 2023 Annual HDC Audit Committee Report was approved as well.

Mr. Gould stated that the Members also met prior to this meeting at which time the FY 2024 second quarter internal audit plan and the Internal Audit Charter were approved. He said

that the Members also reviewed the 2024 first quarter financials, and other investment, debt, credit, and internal audit reports.

The Chairperson stated that pursuant to the Public Authorities Accountability Act, and for the purposes of discussing the next items on our agenda, we would now commence the meeting of HDC's Finance Committee.

The Chairperson stated that the next item on the agenda is the Approval of an Authorizing Resolution relating to the Multi-Family Housing Revenue Bonds, 2024 Series A and B and Approval of Mortgage Loans and calls upon Ms. Connors to make this presentation.

Ms. Connors referred the Members to the memorandum before them entitled "Multi-Family Housing Revenue Bonds, 2024 Series A and B and Approval of Mortgage Loans" the "Open Resolution Memorandum") dated March 20, 2024.

Ms. Connors stated that she was pleased to recommend that the Members approve the issuance of the Corporation's Multi-Family Housing Revenue Bonds, 2024 Series A Bonds and 2024 Series B Bonds in an amount not expected to exceed \$486,800,000. Ms. Connors stated that the Bonds, together with the Corporation's unrestricted reserves and available funds of the Open Resolution, were expected to be used to finance the construction, acquisition, rehabilitation and/or permanent financing of certain projects, and other activities described in the Open Resolution Memorandum.

Ms. Connors stated that interest on the Bonds was expected to be exempt from Federal and New York State and local income tax and such bond series would qualify as tax-exempt private activity bonds with a combination of an allocation of new private activity bond volume cap and an allocation of "recycled" volume cap in accordance with the Housing and Economic Recovery Act of 2008. She stated that the anticipated interest rates, maturity dates, and other relevant terms of the Bonds are described in the Open Resolution Memorandum.

Ms. Connors stated that the Members were also being asked to authorize the Corporation to finance one senior, un-enhanced, non-accelerating mortgage loan, a SUN Loan, for the Permanent Affordability Commitment Together ("PACT") Sack Wern development. She stated that, if approved, the Corporation expects to fund all or a portion of this mortgage loan with proceeds from the 2024 Series A Bonds and the remaining portion with its unrestricted reserves or available funds of the Open Resolution, as further described in your Open Resolution Memorandum.

Ms. Connors stated that the Corporation also expects to originate an \$89,000,000 Loan, funded with Housing Impact Bonds, 2024 Series A and B which funding approval would be presented to the Members by Mr. Brian Cheigh, Senior Vice President of Public Housing & Lending Strategies Development, during the Housing Impact Resolution presentation later in this meeting.

Ms. Connors stated that Members are also being asked to approve an amendment to an action authorized by the Members on November 30, 2023, for the large-scale, multi-phase development and re-financing of the Halletts Point development.

Ms. Connors stated that an Authorizing Resolution would authorize the 358th and 359th Supplemental Resolutions.

Ms. Connors stated that the Members previously authorized the origination of one or more participation mortgage loans in an amount not expected to exceed \$352,000,000 to finance Halletts Point Buildings 2 and 3, which were part of the large-scale, multi-phase Halletts Point development, and the execution of one or more participation agreements with M&T Bank and a to-be-determined lender syndicate to fund a 100% participation interest in the mortgage loan(s). She stated that Halletts Point Buildings 2 and 3 are expected to be subject to the Affordable Housing New York (421-A) program in connection with Halletts Point Building 7, which was previously financed by the Corporation. Ms. Connors stated that the Members are now asked to authorize the Corporation to sell a 100% participation interest in the participation loan(s) to Wells Fargo Bank, N.A., in place of M&T Bank, and a to-be-determined lender syndicate, pursuant to one or more participation agreements.

Ms. Connors stated that it was anticipated that all or a portion of the proceeds of the 2024 Series A Bonds, in an amount not expected to exceed \$436,800,000, together with available monies of the Open Resolution or the Corporation's unrestricted reserves, will be used to finance all or a portion of the senior and subordinate mortgage loans for the six (6) developments. Ms. Connors stated that the proceeds will create approximately 326 new rental homes in the Brooklyn and a portion of the proceeds will provide additional financing for 1,772 existing or under construction units in developments in Brooklyn and Queens which the Members have previously approved. Ms. Connors stated that it was also anticipated that a portion of the proceeds of the 2024 Series A Bonds will be used to finance the SUN Loan for the PACT Sack Wern development.

Ms. Connors stated that depending on market conditions, the Corporation may fund all or a portion of the short-term portion of certain senior mortgage loans with its unrestricted reserves. She stated that with this funding structure, when the borrower makes a mandatory prepayment upon the project's completion, such prepayment will be available for taxable re-lending by the Corporation to other affordable housing projects. She stated that any future lending for a development that has not been previously approved by the Members will be presented for approval to the Members before the making of such loan.

Ms. Connors stated that for more information on these developments, please see Attachments 1 – 6 in the Open Resolution Memorandum.

Ms. Connors stated that it was anticipated that the 2024 Series B Bonds, in an amount not expected to exceed \$50,000,000, will be issued as a Convertible Option Bond ("COB") to preserve tax-exempt "recycled" volume cap in excess of the amounts currently needed by the Corporation and the New York State Housing Financing Agency.

Ms. Connors stated that if issued, the proceeds of the 2024 Series B Bonds are expected to provide construction and permanent financing for the new construction or acquisition and rehabilitation of certain developments, all of which are listed in Attachment "7" of the Open Resolution Memorandum and which will all meet the low income set aside required to issue private activity tax-exempt bonds. She stated that the mortgage loans for these developments have either previously closed with corporate funded loans that will be refinanced with recycled bonds or are expected to close in 2024 at which point the 2024 Series B Bonds are expected to be refunded or

remarketed to match the terms of the applicable mortgage loans. Ms. Connors stated that most of the developments listed in Attachment “7” of the Open Resolution Memorandum will not be funded from the 2024 Series B Bond proceeds but all will be eligible for such financing.

Ms. Connors stated that the Members are being asked to authorize the issuance of the Bonds pursuant to multi-modal Supplemental Resolutions. Accordingly, all or a portion of the Bonds may be converted to other interest rate modes provided for in the Supplemental Resolutions such as a fixed rate or variable rate.

Ms. Connors stated that it was anticipated that the 2024 Series A Bonds, will initially be issued as tax-exempt, fixed-rate bonds to finance both the long-term and short-term portions of the 2024 Series A mortgage loans. Ms. Connors stated that 2024 Series B Bonds were expected to be issued as variable rate obligations initially in the term rate mode.

Ms. Connors stated that more detail on the developments as well as bond underwriters, risks, fees and credit ratings associated with the bonds was outlined in the Open Resolution Memorandum.

Mr. Jiha stated that the PACT Sack Wern development seems to be very costly and asked as to the reason for this. Mr. Jiha stated that his concern was that this will be the new standard.

Mr. Enderlin stated that there will be a presentation on the Pact Sack Wren Development coming up and will keep that question for that presentation. Mr. Enderlin further stated that he understood Mr. Jiha’s concern and that HDC shares it. Mr. Enderlin stated that NYCHA and HDC are seeing that post-pandemic PACT projects require increased operating and construction costs.

There being no further questions, Susannah Lipsyte, Executive Vice President, and General Counsel of the Corporation then described the provisions of the Authorizing Resolution and the actions the Members were being asked to approve.

The Chairperson asked for a motion to approve the Authorizing Resolution relating to the Multi-Family Housing Revenue Bonds, 2024 Series A and B and the Approval of Mortgage Loans.

Upon a motion duly made by Mr. Gould, and seconded by Mr. Norman, the Members of the Finance Committee unanimously:

**RESOLVED**, to approve (A) an authorizing resolution that provides for the (i) adoption of Supplemental Resolutions to the Open Resolution, (ii) the issuance of the Bonds, (iii) the pledge to the Open Resolution of any mortgage loans of the Corporation, (iv) the terms of any liquidity facility and other activities listed therein and, in the Open Resolution Memorandum; (B) the use of available funds of the Open Resolution or the Corporation’s unrestricted reserves to finance (i) the SUN Loan for the PACT Sack Wern development in an amount not expected to exceed \$30,560,000 (ii) two (2) senior loans and two (2) subordinate loans for two (2) ELLA developments; (iii) one (1) the supplemental co-senior loan for an existing Mixed-Middle Income development, and (iii) the execution by an Authorized Officer of the Corporation of mortgage-related documents and any other documents necessary to accomplish such financings; (C) an amendment to an action authorized by the Members on November 30, 2023, to authorize the execution of one or more participation agreements with Wells Fargo Bank, N.A., and a to-be-

determined lender syndicate to fund a 100% participation interest in the mortgage loan(s) for the Halletts Point development. All other aspects of the original authorization remain unchanged.

The Chairperson stated that the next item on the agenda would be the Approval of an Authorizing Resolution relating to the Housing Impact Bonds, 2024 Series A and B for the NYCHA PACT Sack Wern Development and Approval of Mortgage Loans and called upon Brian Cheigh to advise the Members regarding this item.

Mr. Cheigh referred the Members to the memorandum before them entitled “Housing Impact Bonds, 2024 Series A and B for the NYCHA PACT Sack Wern Development and Approval of Mortgage Loans” dated March 20, 2024 (the “NYCHA PACT Memorandum”). He stated that he was pleased to recommend that the Members approve the issuance of the Corporation’s Housing Impact Bonds, 2024 Series A and 2024 Series B, and in a combined amount not expected to exceed \$89,000,000 and that the Members approve the origination of a permanent Senior Un-Enhanced Non-accelerating Loan (“SUN Loan”) in an amount not to exceed \$30,560,000 to finance the acquisition, rehabilitation and permanent financing of the NYCHA development known as Sack Wern.

Mr. Cheigh stated that Sack Wern was part of the “Permanent Affordability Commitment Together,” or “PACT” strategy outlined in the 2018 NYCHA 2.0 plan, which describes how the city would reinvest and reposition public housing through Section 8 conversions.

Mr. Cheigh stated that subject to HUD and Freddie Mac approval, the Housing Impact Bond proceeds were expected to fund two mortgage loans not to exceed \$89,000,000. He stated that one mortgage loan, not to exceed \$80,100,000 or 90% of the proceeds, was expected to be secured by supplemental security in the form of a standby credit enhancement agreement issued by Freddie Mac. Mr. Cheigh stated that the other mortgage loan, not to exceed \$8,900,000 or 10% of the proceeds, was expected to be secured by the Corporation’s general obligation pledge. Mr. Cheigh stated that the repayment of principal and interest on the loans would be allocated first to reimburse the Freddie Mac enhanced loan in full, and second, to reimburse the Corporation enhanced loan in full.

Mr. Cheigh stated that the two mortgage loans were expected to have a 30-year term. The loans would be interest-only for five years, after which it would amortize over a 40-year amortization schedule with a balloon due at the end of 30-years. Mr. Cheigh stated that the loans would have a blended interest rate of 6.30%, inclusive of the SUN loan interest rate. He said that interest on the 2024 Series A Bonds was expected to be exempt from Federal and New York state and local income tax, and such bonds would qualify as recycled tax-exempt private activity bonds. Mr. Cheigh stated that the interest on the 2024 Series B Bonds was not expected to be exempt from federal income tax but was expected to be exempt from New York state and local income tax.

Mr. Cheigh stated that the SUN Loan would be senior, un-enhanced, and non-accelerable with fixed principal and interest payments that were designed to mimic real estate taxes. Mr. Cheigh stated that the SUN Loan would have a 40-year term and would fully amortize after a five-year interest-only period. The SUN Loan would not require external credit enhancement because of its high debt service coverage and particularly low repayment risk.

Mr. Cheigh stated that the proceeds of the two mortgage loans and the SUN loan would be used for the acquisition, rehabilitation, and permanent mortgage for the Sack Wern Development. Mr. Cheigh stated that the Sack Wern Development consists of 7 multi-family, multi-story rental buildings with 411-unit units, and 1 non-residential garage building, located in the Soundview neighborhood of the Bronx. Mr. Cheigh stated that the proposed rehabilitation work was extensive and was expected to bring significant quality of life improvements to residents, promote energy efficiency, and enhance the development's physical appearance.

Mr. Cheigh stated that all the units that comprise Sack Wern would convert to Section 8 operating subsidy, through the Rental Assistance Demonstration ("RAD") program and Section 18 of the Housing Act of 1937.

Mr. Cheigh stated that the development would be supported by one or more long term project-based Section 8 Housing Assistance Payment Contracts. He stated that as a requirement of the HAP contract, residential units will be reserved for households earning no more than 50% of area median income. Mr. Cheigh stated that the overwhelming majority of existing residents meet this income restriction; nonetheless all residents would have the right to remain in their homes after the subsidy conversion.

Mr. Cheigh stated that the developer was a partnership between Douglaston Development, Asland Capital Partners, and Breaking Ground. Mr. Cheigh stated that in 2021, NYCHA issued a request for proposal for a developer partner for the Sack Wern Development. He stated that the partnership was selected to undertake the rehabilitation. He stated that the borrower for the project would be ABA Sack Wern LLC which was comprised of NYCHA and affiliates of the selected development team. Mr. Cheigh stated that NYCHA would continue to hold fee title to the Project and would transfer beneficial ownership to the Borrower through a 99-year ground lease, which would be executed at or prior to Loan Closing. He stated that upon conversion, property management would transition to Clinton Management LLC, an affiliate of Douglaston Development, per an agreement with the Borrower acceptable to the Corporation and NYCHA. Mr. Cheigh stated that the general contractor of the rehabilitation work would be Levine Builders, also an affiliate of Douglaston Development. He stated that the construction term was anticipated to be approximately 36 months.

Mr. Cheigh stated that HDC was expected to lend City Capital funds as subordinate financing pursuant to a grant. He stated that the final closing and sizing of the subsidy is subject to review and approval by the Office of Management & Budget. Mr. Cheigh stated that the risks and fees associated with the development are described in greater detail in the NYCHA PACT Memorandum.

Mr. Moerdler asked whether the Bronx borough president had been notified of this project and whether the president had indicated either approval or rejection of this proposal.

Ruth Moreira stated that the Corporation could follow up with NYCHA, who coordinates with the local officials.

Mr. Moerdler asked if she would also check with the community board that they are involved. Mr. Moerdler stated that he did not trust NYCHA and never will. He stated that if the

community has not provided input, then there is no hope for this project. Mr. Moerdler added that he would abstain from the vote in the absence of such an indication.

The Chairperson stated that NYCHA engages in significant public engagement, and HPD often participates with them in public engagement. The Chairperson stated that he would be very surprised if the borough president opposed this project.

Mr. Moerdler stated that he has made it a practice for decades to communicate with the borough presidents, whoever they may be, to get their view. He said that in the case of NYCHA, the input of real community people is absolutely essential. Mr. Moerdler stated, that in his view NYCHA was an irresponsible entity, that is getting better but not there yet. He stated that under this Chairman and Commissioner, HPD and HDC have done a superb job, and he wishes that NYCHA would follow suit, however has seen no indication that it does. Mr. Moerdler stated that unless the borough president or the community boards indicate that they are not opposed to the Sack Wern development or are favorably inclined, he must abstain.

Mr. Enderlin stated that HDC could get that affirmative statement. Mr. Enderlin noted, that as the Chairperson stated earlier there has been so much public discussion around this involving opting in and election. He stated that that the tenant association at NYCHA is so strong and interwoven with everything that these projects get thoroughly vetted.

The Chairperson stated that the vetting of these NYCHA projects by the host community and the development itself is very thorough and there is a whole voting exercise, so he would imagine that would also be true for the community board and the Borough President's office.

Mr. Enderlin stated that he wanted to address Mr. Jiha's question and stated that this particular project did not have historic tax credits. Mr. Enderlin stated that historic tax credits for the NYCHA work had been a very successful way to reduce the overall subsidy, but it is not guaranteed, it is discretionary, it goes site by site. He stated that these credits had been incredibly useful in lowering the City subsidy but this development does not have the benefit of that. Mr. Enderlin stated that he would love to have an ongoing conversation about the role of equity generally on these developments. He stated that HDC along with NYCHA have looked at a number of different executions. He said that it was important to track this overtime and do that comparative analysis to see which executions may be better or worse along with the role of different sources in each deal, including the role of equity. Mr. Enderlin stated that we have done executions with third party equity and with historic tax credit equity and that there are full conversations ongoing that will get at a lot of Mr. Jiha's concerns.

Mr. Jiha stated that his real concern was the cost per unit. He stated that preservation is so expensive and wants to know the root cause of this. Mr. Jiha stated that this has become the new standard.

The Chairperson stated that the costs in general have gone up 30% to 40% percent and on top of that, the insurance cost crisis that everybody faces on the operating side.

Mr. Enderlin stated that the analysis on NYCHA about preservation versus new construction often hinges on the fact that NYCHA units are on average much larger than other new construction units, so the analysis looks different if you look at it on a unit basis compared to a



square footage basis. He stated that there is an evolving conversation that in some of the really costly cases, replacing it and building new construction which would also add its own expense. Mr. Enderlin stated that at the end of the day, it is an emerging conversation that gets to whether it is more cost effective to rebuild versus to rehabilitate.

Mr. Moerdler asked if you could factor into that, the time lag between new construction and occupancy as compared with continued occupancy through rehabilitation?

Mr. Enderlin said that was a huge bit of it and also the swing space that you need. He stated that New York just lost about a 1% percent vacancy and there is not a lot of swing space where you can empty a development and rebuild it. He stated that there is also the latent value of the existing building. He added that the actual structures are pretty good, but do not have great layouts with weird sizes in some cases, weird unit mix, which leads to a complicated conversation that we are happy to have.

Ms. Moreira stated that this is something that we have been tracking just as part of the PACT portfolio and we have developed reported methodologies to actually get a lot more real time information from the development on time. She stated that our goal is to really consolidate that information and be able to use it to track costs, operating expense not just through closing but also once the developments are stabilized. Ms. Moreira stated that last year we all met individually and did a presentation on what we have done to date and the status and the goal is to do that again, individually, or jointly to sort of put together something of what we have done to date through 2024 of the portfolio.

The Chairperson stated that there being no further questions, he called upon Ms. Lipsyte to describe the provisions of the Authorizing Resolution and the actions the Members were being asked to approve.

Upon a motion duly made by Mr. Gould and seconded by Mr. Niblack, with Mr. Moerdler abstaining:

**RESOLVED**, to approve (A) an authorizing resolution that provides for the (i) adoption of Supplemental Resolutions to the Housing Impact Bond Resolution, (ii) the issuance of the Bonds, the execution of the HDC Funding Agreement and other activities listed therein and, in the NYCHA PACT Memorandum; (B) to authorize the use of the Corporation's general obligation pledge in an amount not to exceed \$8,900,000 plus any interest on the HDC Enhanced Mortgage Loan due; (C) the making of loans in an aggregate amount not to exceed \$89,000,000, which may be initially financed with the Corporation's unrestricted reserves until the issuance of the Bonds; (D) the origination of the SUN Loan in an amount not to exceed \$30,560,000; and (E) for all of the authorizations requested above, the Members are being requested to approve the execution by an Authorized Officer of the Corporation of mortgage related documents and any other documents necessary to accomplish such financings.

The Chairperson stated that the next item on the agenda would be the approval of the Preservation Refinancing Program and calls upon Mr. Rose to make this presentation.

Mr. Rose referred the Members to the blacklined memorandum before them entitled "Preservation Refinancing Program" dated March 20, 2024 (the "Preservation Refinancing

Memorandum”)

Mr. Rose stated that he was pleased to present for the members’ approval a proposal for the delegation of programmatic authority to the corporation’s credit committee to approve loans made under a new preservation refinancing program term sheet. He said that the Preservation Refinancing Program (“PRP”) would enable the Corporation to make timely interventions on affordable housing projects within the Corporation’s portfolio by providing much needed rehabilitation financing for capital work and facilitating the provision of HPD city capital through subordinate grant loans.

Mr. Rose stated that the Members were being asked to authorize the creation of the preservation refinancing program, under which loans would be made in an aggregate amount not expected to exceed \$100,000,000 per year for an initial period of five years, and any further extension of the programmatic authority would be presented to the members for approval at that time.

Mr. Rose stated that all or a portion of the construction and permanent loans funded under this program may initially be funded by the unrestricted funds of the Corporation in order to provide senior secured financing to eligible projects, both rentals and cooperatives. Mr. Rose stated that such financing would in many cases be accompanied by subordinate debt originated by the Corporation but funded with grants from HPD. He stated that as HDC’s portfolio has grown, HDC development has been working for some time to create a term sheet that would address the needs of the portfolio while creating efficiencies of execution and resources. Mr. Rose stated that the PRP term sheet would be a useful tool as it would enable HDC to close conforming preservation loans at any time during the calendar year.

Mr. Rose stated that the terms of the PRP were consistent with the Corporation’s conservative underwriting standards and are detailed in the Preservation Refinancing Memorandum and PRP term sheet. Additionally, he stated that all loans would require the Corporation’s Credit Committee approval and conforming loans could still be presented to the Members for approval when the project closing timeline aligns with HDC board meetings. Mr. Rose stated that the Corporation would commit to providing annual reporting to the Members of all the loans funded under the programmatic authority described in the Preservation Refinancing Memorandum. He stated that all loans greater than or equal to \$25,000,000 would be presented to the Members for authorization prior to closing.

Mr. Rose stated that further details on the terms and risks of this proposal were outlined in Preservation Refinancing Memorandum.

There being no questions, Mr. Rose then read what that the Members were being requested to approve.

Upon a motion duly made by Mr. Moerdler, and seconded by Mr. Gould, the Members unanimously:

**RESOLVED**, to approve (A) the delegation of programmatic authority to the Corporation’s Credit Committee to approve the making and funding of refinancing and rehabilitation mortgage loans for projects in HDC’s portfolio that conform to the Preservation

Refinancing Program term sheet; (B) the use of the Corporation's unrestricted reserves, available monies in the open resolution, or obligations or bonds of the Corporation in an amount not to exceed \$25,000,000 per project and not to exceed \$100,000,000 per year for an initial term of five years; and (C) the execution by an authorized officer of the Corporation of mortgage-related documents and any other documents necessary to accomplish the making and funding of such loans under the Preservation Refinancing Program.

The Chairperson took the privilege of the Chair to say that he was very excited about a preservation term sheet and that we had a lot of work to do to preserve older housing in New York where most New Yorkers live.

The Chairperson stated that the next item on the agenda would be the Ratification of NYDHDC's 2023 Annual Investment Report and called upon Ms. Duffy to advise the Members regarding this item.

Ms. Duffy stated that the New York City Housing Development Corporation is submitting its Annual Investment Report for the Corporation and its subsidiaries pursuant to Section 2925 of the Public Authorities Law of New York State. Ms. Duffy stated that the Report presents the Corporation's investment record for fiscal year 2023. She stated that as required by statute, the report includes: (i) the investment record of the Corporation, (ii) the Investment Guidelines as approved by the Audit Committee Members on January 18, 2024, (iii) the results of the 2023 annual independent audit.

Ms. Duffy stated that the 2023 Annual Investment Report was presented and approved by the Audit Committee on January 18, 2024. Ms. Duffy stated at this time the Members were asked to ratify the Audit Committee's approval of the report.

Ms. Duffy stated that upon ratification by the Members, the Report would be submitted to the Mayor and to both the City and State Comptrollers, as required by the Public Authorities Law.

Upon a motion duly made by Mr. Niblack and seconded by Mr. Moerdler, the Members unanimously:

**RESOLVED** to the Ratification of the Audit Committee's approval of NYDHDC's 2023 Annual Investment Report.

The Chairperson stated that the next item on the agenda would be the Approval of a Declaration of Intent Resolution and called upon Ms. Connors to advise the Members regarding this transaction.

Ms. Connors stated that Declaration of Intent Resolutions are solely for tax code purposes, allowing any expenditures incurred by a project's developer within 60 days prior to the date the Resolution is passed to be eligible for tax exempt bond financing. Ms. Connors stated that before HDC were to actually finance a project, the specifics of the transaction would be presented to the Members for review and approval.

Ms. Connors referred the Member to the memorandum before them entitled “Resolution of Declaration of Intent” 2468 Tiebout Avenue, Bronx, New York, Block 3023, Lot 4” dated March 20, 2024 (the “DOI Memorandum”).

Ms. Connors stated that the proposed development consists of the new construction of one building containing a total of 57 residential low-income rental units to be located in the Belmont neighborhood in the Bronx. She stated that it was expected the development would use approximately \$29,000,000 in tax exempt bonds. Ms. Connors stated that the project was to be developed by a single purpose entity to be formed and controlled by MBD Community Housing Corporation.

Mr. Moerdler stated that he would support this because it was a Declaration of Intent Resolution but ask that before developments go before the board for final action that the developers communicate with borough president of the Bronx and the Community Board involved to let them know what they are doing and why. Mr. Moerdler stated that it doesn’t mean that we have to have their approval, but it does mean that they were notified.

The Chairperson stated that this was a standard practice with HPD and HDC. The Chairperson also stated that that the acronym (“MBD”) mentioned a minute ago was one that went back to the days of the Bronx was burning. He stated that an organization called Mid Bronx Desperadoes was created. The Chairperson stated that development entity still exists, and they are now building a much better Bronx than in the 1970’s. Mr. Enderlin noted that Derick Lovett still embodies that spirit.

Upon a motion duly made by Mr. Gould and seconded by Mr. Moerdler, the Members unanimously:

**RESOLVED**, to approve the Declaration of Intent Resolution for 2468 Tiebout Avenue, Bronx, New York, Block 3023, Lot 4.

The Chairperson stated that at this time, he would like to close the meeting of the Finance Committee and call for a motion of the HDC Board to ratify those items just approved by the Finance Committee.

Upon a motion duly made by Mr. Moerdler, and seconded by Mr. Jiha, the Members unanimously:

**RESOLVED**, to ratify and adopt each of the preceding approvals of the Finance Committee.

At 11:55 a.m., there being no further business, upon a motion duly made by Mr. Moerdler and seconded by Mr. Niblack the meeting was adjourned.

Respectfully submitted,



Moira Skeados  
Secretary

**MINUTES  
OF THE MEETING OF THE  
NEW YORK CITY HOUSING DEVELOPMENT CORPORATION**

March 27,2024

**ATTENDANCE LIST**

Eric Enderlin	NYC Housing Development Corporation
Cathleen Baumann	NYC Housing Development Corporation
Lauren Connors	NYC Housing Development Corporation
Tinru Lin	NYC Housing Development Corporation
Ruth Moreira	NYC Housing Development Corporation
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Susannah Lipsyte	NYC Housing Development Corporation
Luke Schray	NYC Housing Development Corporation
Madhavi Kulkarni	NYC Housing Development Corporation
Paul Cackler	NYC Housing Development Corporation
Austin Chin	NYC Housing Development Corporation
Carol Micalizzi	NYC Housing Development Corporation
Melissa Barkan	NYC Housing Development Corporation
Paul Cackler	NYC Housing Development Corporation
Lisa Geary	NYC Housing Development Corporation
Trisha Ostergaard	NYC Housing Development Corporation
David Mischiu	NYC Housing Development Corporation
Gene Yee	NYC Housing Development Corporation
John Gearrity	NYC Housing Development Corporation
Claudine Brown	NYC Housing Development Corporation
Sakshee Sani	NYC Housing Development Corporation
Lois Bricken McCloskey	NYC Housing Development Corporation
Ilana Moyer	NYC Housing Development Corporation
Jennifer Beamish	NYC Housing Development Corporation
Adam King	NYC Housing Development Corporation
Samantha Chui	NYC Housing Development Corporation
Josephine Logozzo	NYC Housing Development Corporation
Mohammad Islam	NYC Housing Development Corporation
Lisa Wertheimer	NYC Housing Development Corporation
Horace Greene	NYC Housing Development Corporation
Mary Bruch	NYC Housing Development Corporation
Alison Glaser	NYC Housing Development Corporation
Aaron Pincus	NYC Housing Development Corporation
Tania Dorado	NYC Housing Development Corporation
Brian Wong	NYC Housing Development Corporation
Arjun Subakeesan	NYC Housing Development Corporation
Daniel Quiroz	NYC Housing Development Corporation
Marion Amore	NYC Housing Development Corporation

Angus Page	NYC Housing Development Corporation
Susan Tso	NYC Housing Development Corporation
Justine Martin	NYC Housing Development Corporation
Violine Roberty	NYC Housing Development Corporation
Zi Lin Liang	NYC Housing Development Corporation
Michael Lam	NYC Housing Development Corporation
Ronald Kestelboym	NYC Housing Development Corporation
Bonnie Nesbitt	NYC Housing Development Corporation
Chanin French	NYC Housing Development Corporation
Jose Pardo	NYC Housing Development Corporation
William Byrd	NYC Housing Development Corporation
Merin Urban	NYC Housing Development Corporation
Jamaine Gooding	NYC Housing Development Corporation
Ping Choi	NYC Housing Development Corporation
Tolulope Abotyade-Cole	NYC Housing Development Corporation
John Gearrity	NYC Housing Development Corporation
Susan O'Neill	NYC Housing Development Corporation
Farhana H. Choudhury	NYC Housing Development Corporation
Ankita Vaid	NYC Housing Development Corporation
Lisa Brice	NYC Housing Development Corporation
Yaffa Oldak	NYC Housing Development Corporation

Nick Fluehr	Wells Fargo
Ben Killian	Wells Fargo
Kevin Murphy	Hawkins Delafield & Wood LLP
Annie Lee	Bank of America
Michelle Kim	Bank of America
John Germain	TD Securities
John Matsikoudis	TD Securities
Carlos Montoya	Ramirez
Olivia Ford	Ramirez
Sonali Gorvind	Ramirez
Joe Tait	Raymond James
Olivia Nelson	Siebert Williams Shank
Giles Nicholson	Siebert Williams Shank
Albert Luong	Barclays
Paul Haley	Barclays
Nick Vakirtziddelio	Barclays
Mitch Gallo	RBC Capital Markets
Laurent Mastey	RBC Capital Markets
Arash Lahigen	Loop Capital
Kemi Akande	Loop Capital
Gregory Boggs	Morgan Stanley
Geoff Proulx	Morgan Stanley
Gloria Boyd	J.P. Morgan
Sam Rees	Caine Mitter
Samphas Chhea	Jefferies
Barry Gotfried	Stifel
Danielle Hurlbut	EY