

JACKSONVILLE HOUSING FINANCE AUTHORITY



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Board of Directors Meeting

MINUTES

OF

REGULAR MEETING

December 4, 2019

December 4, 2019: JHFA Board Meeting
Noon
214 North Hogan Street, 8th Floor

BOARD MEETING:

Present at the meeting were:

BOARD MEMBERS

Tripp Gulliford, Chair
Spencer Cummings, Vice Chair
Dee Bumbarger, Secretary
Nadine Carswell, Member
Jeffrey Rosen, Member
Jane Scofield, Member

PROFESSIONAL STAFF:

Mark Hendrickson, The Hendrickson Company, Financial Advisor
Susan Leigh, The Community Concepts Group, Financial Advisor
Helen Feinberg, RBC Capital Markets, Investment Banker
Will Milford, Bryant Miller Olive, Bond Counsel
Lawsikia Hodges, City of Jacksonville Office of General Counsel
Tricia Heintz, Bank of New York Mellon, Trustee

CITY STAFF:

Bryan Mosier
Laura Stagner
Jane Bouda

PUBLIC:

Ryan Hoover, Vestcor
Bob Colvard, Blue Sky Communities
Barney Smith, Smith and Young Company

BOARD MEETING

Chairman Gulliford called the meeting to order at 12:01 pm, with a quorum present.

Minutes

Ms. Scofield moved, with a second by Mr. Rosen, that the **Board approve the minutes of the October 23, 2019 Board meeting.** The motion passed 6-0.

Public Comments

Mr. Ryan Hoover updated the Board on multiple properties with JHFA financing. He stated that Lofts at Jefferson Station had its first move-in December 1, and also provided information on the timing of closings for Lofts at Brooklyn, Lofts at Murray Hill, and Sydney Trace.

Mr. Bob Colvard stated the Ashley Square was moving forward to a 1st quarter 2020 closing.

Chairman Gulliford introduced Barney Smith, who is scheduled for final City Council approval as Mr. Gulliford's replacement on the JHFA Board.

Staff Report and Financial Report

Ms. Stagner updated the Board on JHFA financials, noting that year-end financials were in the Board Packet, and that the JHFA had net revenue of over \$1.1 million for the fiscal year ending September 30, 2018.

Ms. Stagner reported that the TEFRA approvals for Single Family, Sydney Trace and Ashley Square had received approval in City Council committee and were scheduled for full Council approval December 10.

Ms. Stagner updated the Board on the procurement process for various professional services, and presented the recommended rankings for Investment Banker, Bond Counsel, Trustee, and Financial Advisor:

Bond Underwriter

1. RBC Capital Markets
2. Raymond James

Financial Advisor

1. The Hendrickson Company & Community Concepts Group

Bond Trustee

1. Bank of New York Mellon

Bond Counsel

1. Bryant Miller Olive
2. Nabors, Giblin & Nickerson
3. Foley & Lardner

Ms. Stagner noted that the Bond Counsel rankings were from the Office of General Counsel and the other rankings from the scoring committee. After discussion, Mr. Rosen moved, with a second by Ms. Scofield, that the Board **approve the rankings and selections of RBC Capital Markets as Underwriter, Bank of New York Mellon as Trustee, Bryant Miller Olive as Bond Counsel, and The Hendrickson Company and Community Concepts Group as Financial Advisors**. Ms. Hodges noted that the specific action of approval of the rankings had not been on the published agenda and advised that the Chair invite public comment. Chairman Gulliford asked if there was any public comment, and none was received. The motion then passed 6-0.

Board Member Conflicts

No Board member reported a conflict.

Bond Allocation

Mr. Hendrickson updated the Board on bond allocation, stating that the JHFA would file for single family bond authority when the TEFRA was approved.

Single Family

Mr. Hendrickson updated the Board on the program and presented a "heat map" showing the location of loans.

Multi-Family Updates

Mr. Hendrickson updated the Board on upcoming financings.

Local Contribution

Mr. Hendrickson stated that the FHFC Housing Credit applications had been received, and that the JHFA selected development, Lofts at Murray Hill, would receive Housing Credits if it passed FHFC threshold scoring.

Millennia

Mr. Hendrickson and Mr. Milford explained the HUD Use Agreements in place from earlier financings on The Weldon and Palmetto Glen. After discussion, Ms. Scofield moved, with a second by Ms. Carswell, that the Board **authorize Bond Counsel and the Financial Advisor to take all steps necessary to complete the transfer of the Use Agreements and authorize the Chair to sign any documents related to the transfer.** The motion passed 6-0.

Caroline Arms

Mr. Hendrickson presented a request from the owner for an amendment to the LURA related to income averaging. He explained the concept of income averaging and noted that the JHFA had approved implementation of income averaging for developments subject to the prior approval of FHFC of the income averaging for that development. Mr. Hendrickson explained that Caroline Arms had not received FHFC approval. After discussion, Mr. Rosen moved, with a second by Mr. Cummings, that the Board **defer action on the request.** The motion passed 6-0.

Monaco Arms

Mr. Hendrickson presented a request from the owner for an amendment to the LURA related to the substitution of a security camera system in place of a gated entry (to the parking area). The Board discussed the security camera system, what parts of the development would be covered, who would monitor the system, and the retention of any security camera footage. After discussion, Ms. Scofield moved, with a second by Mr. Rosen, that the Board **approve an amendment to the LURA substituting a security camera system for a gated entry subject to (1) security camera system being comprehensive with a retention plan acceptable to JHFA, and (2) owner to pay all legal costs.** The motion passed 6-0.

2020 JHFA Meeting Calendar

Mr. Hendrickson presented a proposed 2020 JHFA meeting calendar. After discussion, Ms. Scofield moved, with a second by Mr. Cummings, that the Board approve **the proposed 2020 meeting calendar, with meeting on the 3rd Wednesday of January, February, March, April, May, June, August, September and October and a meeting on December 2.** The motion passed 6-0.

Meeting Called by CM Carlucci

Chairman Gulliford updated the Board on a meeting called by CM Carlucci focused on the issues at Valencia Way (gas system cutoff) and other affordable housing issues. He stated that he had explained the role of JHFA in financing, including the extensive credit underwriting and construction approval process. Chairman Gulliford recommended that the JHFA make a presentation to members of the City Council on JHFA, its activities and procedures.

Gregory Cove

Mr. Hendrickson reported that a loan made to Gregory Cove in 2003 had been repaid in the amount of \$926,206. Ms. Stagner stated that the money had been deposited into the Loan Fund.

2019 Legislative Update

Mr. Hendrickson reported that the Governor had recommended full funding, and that the Sadowski Education Effort had been successful in this effort. He stated that the 2020 session would likely be similar to 2019, with the Senate at full funding, the House at a lower amount, and the final number for housing somewhere in between.

Rhonda Bond-Collins

Ms. Stagner reported that Ms. Bond-Collins' mother had passed away and distributed an obituary with contact information.

Adjournment

On a motion by Mr. Cummings, seconded by Ms. Carswell, the Board voted unanimously to adjourn the meeting at 12:58 PM.