

Clearwater, Florida, March 1, 2005

The Housing Finance Authority of Pinellas County (as created by the Code of Ordinances of Pinellas County, Section 2-386) met in regular session in the Housing Finance Authority Conference Room, Bank of America Building, 600 Cleveland Street, Clearwater, Florida at 3:00 P.M. on this date with the following members present:

Rodney S. Fischer, Chairman
Tasker Beal, Jr., Vice-Chairman
June Cullen, Assistant Secretary

Late Arrival

Mark T. Mahaffey, Secretary/Treasurer

Absent

Norris E. Counts, Assistant Secretary

Also Present

Darlene Kalada, Director, Department of Community Development
Anthony Jones, Department of Community Development
Fran Pheeny, Department of Community Development
Deborah Halstead, Department of Community Development
Michael T. Cronin, Attorney, Johnson, Pope, Bokor, Ruppel
& Burns, P.A.
Robert Detjen, CSG Advisors Incorporated
Robert Reid, Bryant, Miller and Olive, P.A.
Vanessa Irizarry, Digital Assurance Certification LLC
Susan Dushouk, Digital Assurance Certification LLC
Susan Willis, First Housing Development Corporation of Florida
Guy E. Yandel, George K. Baum & Co.
Debbie Berner, RBC Dain Rauscher
Other interested individuals
Cathy Fickley, Board Reporter

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A G E N D A

1. CALL TO ORDER
2. APPROVAL OF MINUTES
 - A. Housing Finance Authority Meeting Minutes of February 1, 2005
3. TREASURER'S REPORT
 - A. Financial Reports January 2005
4. COMMUNICATIONS TO THE AUTHORITY
 - A. First Housing – Occupancy Report for December 2004 – Darlene Kalada
5. REPORTS BY OFFICERS AND OTHERS
 - A. The Investment Pool Update
 - B. Report of 2004A Program – Fran Pheeny
 - C. Palmetto Park (f/k/a Greenwood) – Anthony Jones
 - D. Disaster Relief Coordination with Polk County – Anthony Jones
6. OLD BUSINESS
 - A. Consideration of Proposals for Compliance Monitoring – Anthony Jones
 1. First Housing
 2. AmeriNational Community Services, Inc.
 - B. Consideration of a Resolution Authorizing and Approving a Compliance Reporting Services Pricing Agreement with Digital Assurance Certification LLP (DAC) - Darlene Kalada
 - C. Strategic Planning Issues – Darlene Kalada
7. NEW BUSINESS
 - A. Consideration of a Resolution Concerning 2005A Single Family Housing Revenue Bonds in an Amount not to Exceed \$30,000,000 – Bob Reid
 - Exhibit A: Bond Purchase Contract
 - Exhibit B: Trust Indenture
 - Exhibit C: Program Determinations
 - Exhibit D: Program Administration
 - Exhibit E: Preliminary Official Statement
 - Exhibit F: Invitations to Originate
 - Exhibit G: Offers to Originate
 - Exhibit H: Interlocal Agreement
 - B. Purchase Price Limits – Bob Reid
 - C. Discuss Change of Date/Cancellation of July 12, 2005 Meeting
8. ADJOURNMENT

CALL TO ORDER

Chairman Fischer called the meeting to order at 3:00 P.M.

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MINUTES OF HOUSING FINANCE AUTHORITY (HFA) MEETING OF
FEBRUARY 1, 2005 – APPROVED

Upon presentation by Chairman Fischer of the minutes of the HFA meeting of February 1, 2005, Mr. Beal moved, seconded by Ms. Cullen and carried, that the minutes be approved.

TREASURER'S REPORT - APPROVED

Mr. Beal presented the HFA financial statements for the month ending January 31, 2005, copies of which have been filed and made a part of the record; whereupon, he moved, seconded by Ms. Cullen and carried, that the report be approved.

COMMUNICATIONS TO THE AUTHORITY

Ms. Kalada reported that the First Housing Occupancy Report for December 2004 has been received; and referring to the Investment Pool update, related that the January 2005 interest rate has increased slightly to 2.33 percent.

REPORTS BY OFFICERS AND OTHERS

Ms. Pheeny stated that the 2004A Single Family program has been completely originated; that 128 loans representing \$12.8 million have been sold to the trustee; and that purchase target dates have been met. She related that the bond issue statistics continue to reflect the increase in area housing costs; and noted that the average purchase price of a home has increased by ten percent, the average loan amount has increased by seven percent; and the average household income has increased only four percent.

Mr. Jones provided an update re Palmetto Park, f/k/a Greenwood, and indicated that it has been determined that a need exists for three-bedroom units in order to improve occupancy rates; that staff has met with county staff to discuss rehabilitation conversion funding; and that an agreement between the county and the authority may be presented for approval at the next meeting; whereupon, in response to queries by the Chairman and Mr. Beal, Mr. Jones described the conversion process and indicated that the cost has not yet been determined.

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Mr. Jones reported that he had met with Marianne Edmonds, Polk County Financial Advisor, regarding coordination of the hurricane recovery effort; and that at Ms. Edmonds suggestion, he attended a board meeting where he offered assistance and provided information regarding state funding. He indicated that Ms. Edmonds will provide a report outlining areas where the authority may provide assistance.

CONSIDERATION OF PROPOSALS FOR COMPLIANCE MONITORING

Mr. Jones indicated that at the Board's direction, staff conducted fee structure negotiations for compliance monitoring services for multifamily rental developments; that staff has recommended that the Chairman be authorized to execute an agreement with the highest ranking firm, First Housing Development Corporation of Florida; and that the agreement would be in effect until December 31, 2008; whereupon, Ms. Cullen moved, seconded by Mr. Beal and carried, that staff's recommendation be approved.

RESOLUTION NO. 05-04 ADOPTED APPROVING A COMPLIANCE REPORTING SERVICES PRICING AGREEMENT TO COMPLY WITH THE CONTINUING DISCLOSURE REQUIREMENTS OF SEC RULE 15C2-12, AS AMENDED, WITH DIGITAL ASSURANCE CERTIFICATION (DAC) - AN ERNST & YOUNG, LLP COMPANY

Ms. Kalada provided a review of the negotiated fee structure with DAC for disclosure services; pointed out that several issues have been clarified in the agreement; and stated that she recommends that the Chairman be authorized to execute a pricing agreement; whereupon, Mr. Beal moved, seconded by Ms. Cullen and carried, that Resolution No. 05-04 be adopted.

STRATEGIC PLANNING ISSUES

Ms. Kalada indicated that she will be meeting with staff in the near future with regard to multifamily issues; and that the topic will be placed on the next agenda for discussion.

RESOLUTION NO. 05-05 ADOPTED PROVIDING FOR THE ISSUANCE OF NOT EXCEEDING \$30,000,000 HOUSING FINANCE AUTHORITY OF PINELLAS COUNTY SINGLE FAMILY HOUSING REVENUE BONDS, 2005 SERIES A, FOR THE PURPOSE OF PROVIDING FOR THE ORIGINATION OR PURCHASE OF

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CERTAIN MORTGAGE LOANS, OR GUARANTEED MORTGAGE SECURITIES COMPRISED OF MORTGAGE SECURITIES MADE TO ELIGIBLE PERSONS OR FAMILIES FOR THE PURPOSE OF FINANCING THE PURCHASE OF EXISTING, NEWLY CONSTRUCTED OR SUBSTANTIALLY REHABILITATED HOMES, AND/OR THE REHABILITATION OF EXISTING HOMES, AND FOR FINANCING HOME IMPROVEMENTS AND PAYING FOR CERTAIN OTHER COSTS RELATED THERETO; PLEDGING CERTAIN OF THE REVENUES DERIVED DIRECTLY OR INDIRECTLY FROM THE REPAYMENT OF SUCH MORTGAGE LOANS OR PAYMENTS UNDER SUCH GUARANTEED MORTGAGE SECURITIES AND OTHER SOURCES TO THE REPAYMENT OF THE BONDS; AUTHORIZING SERIES A SUPPLEMENTAL INDENTURE OF TRUST SECURING SAID BONDS; AUTHORIZING PROGRAM DETERMINATIONS RELATING TO THE 2005 SERIES A BONDS PURSUANT TO THE MASTER MORTGAGE ORIGINATION AGREEMENT; AUTHORIZING VARIOUS INVESTMENT AGREEMENTS AND INTERLOCAL AGREEMENTS; AUTHORIZING THE ISSUANCE OF SUBORDINATED BONDS; RATIFYING AND CONFIRMING THE APPOINTMENT OF A SERVICING AGENT AND ADMINISTRATOR TO ACT IN SUCH CAPACITY PURSUANT TO THE PROGRAM ADMINISTRATION AND SERVICING AGREEMENT; RATIFYING AND CONFIRMING THE DESIGNATION OF A QUALIFIED FINANCIAL INSTITUTION TO SERVE AS TRUSTEE FOR SUCH BONDS; AND MAKING CERTAIN COVENANTS AND AGREEMENTS IN CONNECTION WITH THE ISSUANCE OF THE BONDS; AUTHORIZING THE PROPER OFFICERS OF THE AUTHORITY TO DO ALL OTHER THINGS DEEMED NECESSARY AND ADVISABLE IN CONNECTION WITH THE ISSUANCE, SALE AND DELIVERY OF SAID BONDS; APPROVING THE FORM OF A PURCHASE CONTRACT RELATING TO THE NEGOTIATED SALE OF NOT TO EXCEED \$30,000,000 OF THE BONDS TO CERTAIN UNDERWRITERS; AUTHORIZING AND DIRECTING THE CHAIRMAN OR OTHER MEMBER OF THE AUTHORITY TO EXECUTE AND DELIVER AND THE SECRETARY/TREASURER OR OTHER MEMBER OF THE AUTHORITY OR THE EXECUTIVE DIRECTOR, TO ATTEST A PURCHASE CONTRACT SUBSTANTIALLY IN SUCH FORM SET FORTH HEREIN SUBJECT TO CERTAIN PARAMETERS; DELEGATING TO THE OFFICIALS EXECUTING AND DELIVERING THE PURCHASE CONTRACT THE AUTHORITY TO MAKE A FINAL DETERMINATION OF THE INTEREST RATE OR RATES TO BE BORNE BY THE BONDS AND CERTAIN OTHER FINANCIAL PROVISIONS OF THE BONDS WITHIN THE PARAMETERS SET FORTH HEREIN; RATIFYING THE AUTHORIZATION OF THE DISTRIBUTION OF A PRELIMINARY OFFICIAL STATEMENT AND AUTHORIZING THE DISTRIBUTION OF AN OFFICIAL STATEMENT IN CONNECTION WITH THE ISSUANCE AND DELIVERY OF SUCH BONDS; DELEGATING TO THE EXECUTIVE DIRECTOR THE AUTHORITY TO MAKE THE DETERMINATION OF THE DISTRIBUTION OF ALLOCATIONS TO PARTICIPATING LENDING

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INSTITUTIONS AND AS TO MATTERS INVOLVING EXTENSION OF THE ORIGINATION PERIOD AND REDUCTION OF INTEREST RATE ON THE MORTGAGE LOANS ORIGINATED WITH PROCEEDS OF THE 2005 SERIES A BONDS; APPROVING AND RATIFYING INTERLOCAL AGREEMENTS; AND PROVIDING AN EFFECTIVE DATE

Mr. Reid provided an overview of the program changes; and related that a second mortgage loan program funded through the bond program has been established to provide down payment and/or closing cost assistance to home buyers; and that the second mortgages are being issued as subordinate bonds; whereupon, Mr. Detjen discussed the cost of bond issuance and called attention to the issuance of subordinate bonds in conjunction with the single-family program.

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At this time, 3:15 P.M., Mr. Mahaffey entered the meeting.

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During discussion, Mr. Cronin suggested that the program be monitored as it moves forward to determine the amount of excess collateral available under the master indenture; whereupon, following further discussion, Ms. Cullen moved, seconded by Mr. Beal and carried, that Resolution No. 05-05 be adopted.

PURCHASE PRICE LIMITS

Mr. Reid reported that the following new purchase price limits for new and existing residences have been established:

- Purchase Price Limit – Safe Harbor \$227,147
- Non-Target New and Existing \$204,432
- Target New and Existing \$249,862

Thereupon, following discussion, Mr. Mahaffey moved, seconded by Mr. Beal and carried, that staff bring updated purchase price limits to the members on an annual basis for review and adoption.

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CHANGE OF DATE/CANCELLATION OF JULY 12, 2005 MEETING

Ms. Kalada requested input by the members with regard to the July authority meeting; whereupon, following discussion, Mr. Mahaffey moved, seconded by Mr. Beal and carried, that the July and August meetings be cancelled unless an issue arises that requires attention.

ADJOURNMENT

Upon motion by Mr. Mahaffey, seconded by Mr. Beal and carried, the meeting was adjourned at 3:45 P.M.

Secretary/Treasurer