

Clearwater, Florida, December 2, 2015

The Housing Finance Authority (HFA) Board of Pinellas County (as created by the Code of Ordinances of Pinellas County, Section 2-386) met in regular session in the County Commission Assembly Room, Fifth Floor, 315 Court Street, Clearwater, Florida, at 3:01 P.M. on this date with the following members present:

Rodney S. Fischer, Chairman
Casey Cane, Assistant Secretary
Robyn Fiel, Assistant Secretary

Late Arrival

Tasker Beal, Jr., Vice-Chairman

Not Present

Norris E. Counts, Secretary/Treasurer

Also Present

Kathryn Driver, Executive Director, HFA
Sheri Harris, HFA Staff
Karmen Lemberg, HFA Staff
Michael T. Cronin, Attorney, Johnson, Pope, Bokor, Ruppel & Burns, PA
Debbie Berner, RBC Capital Markets
Helen Feinberg, RBC Capital Markets
Barbara Clark, Barbara Clark & Company
David Jones, CSG Advisors
Monique Spotts, Bryant Miller Olive, PA
Frank Wells, Bright Community Trust
Tim Wranovix, Raymond James
Other Interested Individuals
Laura M. Todd, Board Reporter, Deputy Clerk
(Minutes by Michael P. Schmidt, Board Reporter, Deputy Clerk)

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AGENDA

1. CALL TO ORDER
2. PUBLIC COMMENTS
3. APPROVAL OF MINUTES – None
4. TREASURER’S REPORTS
 - A. October General Fund
 - B. October Housing Trust Fund
5. COMMUNICATIONS TO THE AUTHORITY
 - A. Tampa Bay CDC Usage Report – \$100,000
 - B. Pinellas County Planning Department
6. REPORTS BY STAFF
 - A. HFA Operations Update – Kathryn Driver
 - B. Multi-Family Update – Kathryn Driver
 1. Occupancy Report
 - C. Single Family Update – Karmen Lemberg
 - D. Special Programs Update – Sheri Harris
7. NEW BUSINESS
 - A. Executive Director Health Benefits
(Action Item – Mike Cronin)
 - B. Ratification of Lealman Documents
 1. Trust Agreement and Press Release
(Action Item – Kathryn Driver)
 - C. Tampa Bay Community Line of Credit Extension
 1. Memo
 2. Modification Agreement
(Action Item – Kathryn Driver)
 - D. CRED Grant
 1. Request Letter and Exhibits
(Action Item – Kathryn Driver)
8. ADJOURNMENT

Upcoming Events

Next Meetings: January 6 and February 3, 2016, 3:00 P.M., 315 Court Street, Fifth Floor, BCC Chamber
January meeting may be cancelled due to lack of business to discuss.

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CALL TO ORDER

Chairman Fischer called the meeting to order at 3:01 P.M. and, at his request, those in attendance introduced themselves. A sign-in sheet has been filed and made a part of the record.

PUBLIC COMMENTS – NONE

APPROVAL OF MINUTES – NONE

Chairman Fischer indicated that the minutes of the November 4, 2015 meeting were not available in time to be included in the agenda packet.

TREASURER’S REPORTS – APPROVED

Financial Report – General Fund – October 2015

Ms. Fiel presented the HFA General Fund financial statements for the month of October 2015, copies of which have been filed and made a part of the record; whereupon, she reviewed the October Cash Roll Report and moved, seconded by Mr. Cane and carried, that the reports be approved.

Financial Report – Housing Trust Fund – October 2015

Ms. Fiel presented the HFA Housing Trust Fund financial statements for the month of October 2015, copies of which have been filed and made a part of the record; whereupon, she reviewed the October Cash Roll Report and moved, seconded by Mr. Cane and carried, that the reports be approved.

COMMUNICATIONS TO THE AUTHORITY

Tampa Bay Community Development Corporation Usage Report – \$100,000

Ms. Driver reviewed the Tampa Bay Community Development Corporation document titled *Revolving Loan Usage Report*, which has been included in the members’ packets and made a part of the record, and related that it includes information regarding how the funds are being utilized.

Pinellas County Planning Department

Ms. Driver referred to a memorandum she received from Assistant County Administrator Jacob Stowers titled *Authorization to Expend Land Assembly Funds (Three Projects)* directing the HFA to proceed with disbursing those funds, and noted that the single family home was no longer on the market; whereupon, she discussed the Garden Trail Apartments project and an unnamed project in the Lealman community, relating that both items were brought forward at the last meeting; that documents regarding the Lealman project will be presented for ratification later this afternoon; and that a copy of the memorandum has been included in the backup materials.

REPORTS BY STAFF

HFA Operations Update

Ms. Driver extended early birthday wishes to Mr. Counts; whereupon, she provided an update on recent, ongoing, and upcoming activities, as follows:

- Barbara Clark, Barbara Clark & Company, and her staff continue to assist in cleaning up the HFA accounting books and preparing for the upcoming audit. In response to query by Chairman Fischer, Ms. Driver related that the audit is being conducted by Linda Dufresne, Dufresne & Associates, the Authority's CPA.
- Presented information regarding a single family bond issue and provided a timeframe regarding pricing of the bond, signing of the Bond Purchase Agreement, and closing and pre-closing actions, relating that everyone involved worked diligently to accomplish the task in about a month.
- Related that the Single Family Bond Issue and Garden Trail Apartments project are both scheduled to close during a concurrent two-day timeframe; that the City of Clearwater has provided funds toward the Garden Trail project; and that Steven A. Williamson, Attorney, Johnson, Pope, Bokor, Ruppel & Burns, PA, has been providing assistance.

Multi-Family Program Update

Ms. Driver related that updated occupancy figures are included in the agenda packet; whereupon, she discussed Sumter Gardens Apartments, a new construction multi-family development located in Sumter County for which the Pinellas County HFA has issued multi-family bonds, reporting that the project is scheduled to settle in early 2016.

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Ms. Driver reported that she recently traveled to Chicago to attend the Affordable Housing Finance Live Conference, which dealt primarily with multi-family development; that she was able to network with developers and tax credit providers and syndicators; that she spoke with one developer whose company does extensive work within the State of Florida regarding acquisition/rehabilitation and preservation-type deals; and that because she is interested in using some of the Penny for Pinellas money to help preserve older housing stock, she will contact the firm within the next week or two.

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At this time, 3:10 P.M., Mr. Beal entered the meeting.

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Single Family Program Update

Ms. Lemberg provided an update regarding the Single Family Program. She indicated that during November, the HFA purchased a first mortgage pool for approximately \$3.5 million; that her office now has approximately \$16 million in mortgage-backed securities that are presently being held at Federal Home Loan Bank; and that a bond issue is scheduled to take place in mid-December; whereupon, she related that approximately \$5.8 million will be rolled into the 2016A program, with another bond issue slated to take place in May 2016.

Ms. Lemberg indicated that at the end of November, the HFA lost a long-standing and high-production lending partner, Wells Fargo, due to implementation of the TILA-RESPA Integrated Disclosure (TRID) Rule; and that the firm has experienced difficulties creating documents that are compliant with the Single Family Program; whereupon, she related that her office has a plan to move any remaining loans through the system, subsequent to the plan being approved by Wells Fargo and reviewed by Attorney Cronin.

Ms. Lemberg indicated that she and Jane Muhrlin hosted the December radio show; that Anna Marie Millet, Pinellas County Consumer Protection, and Ramona Madhosingh-Hector, Urban Sustainability Center, were the featured guests, and that discussion focused on how consumers are targeted for identify theft and the steps that can be taken by individuals to protect themselves; whereupon, she related that further discussion focused on how local residents can enjoy a holiday season that is easier on the wallet and better for the environment; and that the program will air tomorrow on WRXB 1590 and also be posted on YouTube.

Special Programs Update

Ms. Harris presented information with regard to the Neighborhood Stabilization Program 2, and provided an update regarding a single family home presently under construction, indicating that it will likely be available for sale after the New Year, and discussed 22 parcels located in Tarpon Springs; whereupon, referring to last month's meeting, she provided additional information regarding the construction and lease-up of new affordable rental units known as Townhomes at Creek Park, and discussed the need for a Land Use Restriction Agreement and a third party monitoring agent.

Ms. Harris discussed NSP1 and NSP3, indicating that no new construction is taking place on the vacant lots; and that no requests for financing have been received; whereupon, she discussed 19 loans that were funded in-house with NSP2 funding, indicating that Bright Community Trust originally had the contract with Multi-Financial Services, Inc. to monitor and collect payments on those loans; that those responsibilities were moved to her office as of December 1; and that the funding will now be coming directly to the HFA as program income, which will subsequently be diverted to either Pinellas County or Neighborhood Lending Partners.

Ms. Harris presented information regarding the Land Assembly Fund Program and the Garden Trail Apartments project, indicating that staff is working at a quick pace to get everything in order for a mid-December closing. Later in the meeting and in response to queries by Mr. Cane, she indicated that the \$1 million allocation is to purchase the land; and that the complex will be comprised of 76 rental units being set aside for households having annual incomes at or below 60 percent of the area median income; whereupon, Ms. Driver clarified that the bonds are being issued through Florida Housing Finance Corporation; and that the HFA's only role will be trustee for the land trust.

Ms. Harris reported that she has been working with D&D Missionary Homes regarding a new and exciting project that is under contract; that she has done site visits on the property; and that while most of the structures have been well maintained, some upgrading may be required. She related that she also met with community residents and responded to their questions and concerns regarding current rental agreements and monthly rents. Ms. Harris indicated that because the D&D Board members had been slightly skeptical of the sale, she provided them with background information regarding the HFA and its mission; whereupon, she related that the closing is slated to take place in January; and that the appraisal is expected to take place next week, which is the first hurdle to get over in order to complete the purchase.

In response to queries by Mr. Beal, Ms. Harris reported that the property contains 53 single family and duplex homes, an apartment building, a fire station, and a church; and that while the back half of the fire station is being leased by a church, the increasing congregation may be moving to another location for better parking.

NEW BUSINESS

Executive Director Health Benefits

Attorney Cronin provided background information regarding the item, relating that because the HFA staff is comprised of only three employees, Ms. Driver was unable to participate in a group health insurance plan and acquired her policy through the private marketplace. He related that her current premium is \$1,921.43; that the best quote for 2016 is \$2,589.00; and that the request is to approve the nearly \$670.00 a month increase.

In response to queries by Chairman Fischer, Attorney Cronin discussed prior efforts to obtain health insurance for HFA staff through the Pinellas County Employee Group Health Plan. Ms. Driver related that she will be communicating with County staff regarding her office becoming a part of the plan; and that she will be forwarding an updated Interlocal Cooperative Agreement to the County Administrator, and discussed her proposal for opening an escrow account to fund the yearly premium payment.

Attorney Cronin presented additional information regarding the request and the challenges associated with ever-increasing health insurance premiums; whereupon, Ms. Driver related that although she sets the salaries and benefits for her staff, the members are responsible for approving her compensation package. Following brief discussion, Ms. Fiel moved, seconded by Mr. Cane and carried, that the premium increase be approved.

Ratification of Lealman Documents – Trust Agreement and Press Release

Ms. Driver provided background information regarding the item, relating that the Land Trust Agreements for Garden Trail Apartments and the Lealman project are going through the County approval process and should be fully executed by the end of the week; that a land trust will then be set up for each of the two properties; and that the respective closings will take place once the funds are wired.

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Ms. Driver restated information presented earlier in the meeting regarding various structures on the parcels, and related that a press release regarding the Lealman properties has been included in the members' backup materials; whereupon, she related that Pinellas County is establishing a Lealman Community Redevelopment Area and is excited about revitalizing and stabilizing the community and keeping it free from predatory landlords; and that the contract amount is \$4.9 million.

In response to query by Chairman Fischer, Attorney Cronin recommended that the members ratify the actions taken at the November meeting with regard to the approval of the Land Trust Agreement, Purchase Agreement, and related actions to consummate the transaction; whereupon, Mr. Beal moved, seconded by Mr. Cane and carried unanimously, that approval of the Lealman documents be ratified.

Tampa Bay Community Development Corporation (TBCDC) Line of Credit Extension

Ms. Driver related that TBCDC's request to continue the extension of the \$100,000 line of credit at two percent interest was reviewed; that staff recommends approval; and that the written request and the Promissory Note Modification Agreement for Extension of Due Date detailing the terms are included in the agenda package; whereupon, Ms. Fiel moved, seconded by Mr. Beal and carried, that the line of credit extension be approved.

Community Real Estate Development Grant

Ms. Driver presented background information regarding the Community Real Estate Development (CRED) Program, a program coordinated through the Florida Institute of Government at the University of South Florida, and indicated that the program is worthwhile, provides valuable training for the upcoming generation of community developers, and should continue to receive an annual financial contribution by the Authority; whereupon, Institute Director Angela Crist referred to a document titled *CRED Tampa Bay 2015 Annual Report*, a copy of which has been filed and made a part of the record, and presented highlights of the CRED program.

Following brief discussion, Mr. Cane moved, seconded by Mr. Beal and carried, that the Authority provide \$35,000.00 in funding for the 2016 CRED program.

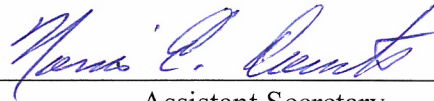
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OTHER BUSINESS

Ms. Driver reminded the members that the January 2016 meeting may be cancelled due to lack of business to discuss.

ADJOURNMENT

The meeting was adjourned at 3:34 P.M.

A handwritten signature in blue ink, reading "Mary E. Runtz", is written over a horizontal line.

Assistant Secretary

