

Proposed Draft Minutes
Connecticut Housing Finance Authority
Board of Directors Meeting No. 620
March 28, 2024

Directors Present: Seila Mosquera-Bruno, Chairperson of CHFA Board of Directors and
(In Person) Commissioner of the Department of Housing
 Heidi DeWyngaert, Vice Chairperson of CHFA Board of Directors and
 Chairperson of the Mortgage Committee

(Virtually) Lisa Tepper Bates
 Jerrold Abrahams
 Bettina Bronisz, Assistant Treasurer for Debt Management, representing
 Erick Russell, State Treasurer
 Wendy Clarke
 Philip DeFronzo
 Franklin Perry II
 Matthew Pugliese, Deputy Commissioner, representing Daniel O’Keefe,
 Commissioner of the Department of Economic and Community
 Development
 Chelsea M. Ross
 Gregory Ugalde

Directors Absent: Cindy Butts
 Claudio Gualtieri, Undersecretary of Health and Human Services
 Timothy Hodges
 Catherine MacKinnon
 Jorge Perez, State Banking Commissioner

Ms. Mosquera-Bruno called the meeting of the Connecticut Housing Finance Authority to order at 10:00 a.m. A roll call of Board members was conducted and a quorum was present.

Ms. Mosquera-Bruno asked for public comments and there were none.

Nandini Natarajan, CEO-Executive Director, summarized discussions on preserving and expanding housing resources with members of Connecticut’s federal legislative delegation and staff at the NCSHA Annual Legislative Conference in Washington DC. Ms. Natarajan noted that the federal delegation was pleased that CHFA committed all of the ARPA funds through the MyHomeCT program. She also reported on the status of the tax package under consideration by Congress which includes significant financial support for the Low-Income Housing Tax Credit program that would enable us to increase our production and supply of units. Ms. Natarajan also reported that the Council of State Governments (Eastern Region) had its first Housing Summit in Hartford and shared details of the tour of the affordable housing property known as Billings Forge and the innovative ways that Billings Forge integrated the community into the development. She also outlined the potential impact on the housing market of the National Association of Realtors recent settlement of a class action lawsuit brought by homeowners.

Hazim Taib, Chief Financial Officer, requested approval for authorization to issue up to \$250,000,000 of housing mortgage finance program bonds in order to raise lendable proceeds for the first-time homebuyer program.

Upon a motion made by Ms. Tepper Bates, seconded by Ms. Bronisz, the Board members voted by roll call and were unanimously in favor of adopting the following resolution authorizing commencement of the necessary preparations for the 2024 Series G Bond Sale:

**RESOLUTION FOR THE COMMENCEMENT OF
NECESSARY PREPARATIONS FOR THE 2024 SERIES G
BOND SALE-HOUSING MORTGAGE FINANCE PROGRAM**

WHEREAS, in order to maintain continuity of the Authority's Housing Mortgage Finance Program, it is appropriate to obtain additional funds from one or more bond sales;

NOW, THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority as follows:

1. The Chief Executive Officer – Executive Director of the Authority and staff are hereby authorized to continue the Authority's Housing Mortgage Finance Program by way of one or more bond sales.
2. The timing of such bond sales shall be determined in coordination with the State Treasurer's Office.
3. The bond sales shall be in an aggregate amount not to exceed \$250,000,000 for the Housing Mortgage Finance Program Bonds, of the series designated (subject to paragraph 18 below) 2024 Series G (the "Bonds"), which shall be issued in one or more series and subseries as federally taxable bonds and/or as federally tax-exempt bonds under the Internal Revenue Code of 1986, as amended (the "Code"), or other applicable federal tax law.
4. The Bonds shall be sold on a negotiated basis.
5. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to set the date or dates for receipt of the respective offers from the underwriter(s) or other purchaser(s) (the "Respective Purchasers") to purchase the Bonds.
6. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to execute and cause to be delivered appropriate documentation, including without limitation one or more Preliminary Official Statements and Underwriting Commitments, to adopt the expectations, beliefs, assumptions and representations expressed and made on behalf of the Authority in the Official Statement(s) for the Bonds (the "Official Statement(s)") and to execute and deliver the Official Statement(s).

7. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized both (a) to receive the related offer presented by the Respective Purchasers and (b) to make a formal award of the related portion of the Bonds to the Respective Purchasers and execute one or more Contracts of Purchase, provided the Chief Executive Officer – Executive Director and/or the Chief Financial Officer may make such award only if the highest interest rate of any maturity of tax-exempt or taxable fixed-rate Bonds does not exceed by more than 50 basis points the highest interest rate of any maturity of tax-exempt or taxable fixed-rate bonds, respectively, sold in a comparable housing bond pricing included in pricing information provided by the book-running senior manager in connection with the award. Variable-rate Bonds shall bear interest at rates determined in accordance with the below-defined Series Resolution.

8. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer and staff of the Authority are hereby authorized to negotiate one or more interest rate swap agreements with counterparties that meet the requirements of the General Bond Resolution and are satisfactory to the Chief Executive Officer – Executive Director and/or the Chief Financial Officer in conjunction with the 2024 Series G bond sale (collectively, the “Swap”). The Chief Executive Officer – Executive Director and/or Chief Financial Officer is hereby authorized to approve, execute and deliver all documents necessary to consummate the Swap, in the best interest of the Authority, as determined by the Chief Executive Officer – Executive Director and/or the Chief Financial Officer. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to make such changes, additions, deletions, modifications and amendments to the Swap and other related documents as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to approve changes, additions, deletions, modifications, novations and amendments to interest rate swap agreements previously executed by the Authority and intended to be allocated to the Bonds, in each case as may be necessary or desirable and in the best interests of the Authority, and not inconsistent with this authorization.

9. The Authority hereby adopts the Series Resolution Authorizing the issuance of not more than \$250,000,000 Housing Mortgage Finance Program Bonds, 2024 Series G (the “Series Resolution”) and hereby authorizes all necessary transfers from the Capital Reserve Fund in accordance with Section 513(8) of the General Bond Resolution on December 1 to the Section 506 account for the purpose of redeeming bonds and the Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to take whatever other action is necessary to carry out such sale including, without limitation, determining the amount of fixed rate, variable or convertible option bonds and to make such changes, additions, deletions, modifications and amendments to the Series Resolution as may be necessary or desirable and in the best interest of the Authority and not inconsistent with the authorization contemplated at this meeting.

10. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to have the Bonds prepared and to execute and authorize the delivery of the Bonds to the Respective Purchasers upon receipt of the purchase price thereof

plus accrued interest, if any, and to pay to any underwriter the underwriters' fee and/or discount and expenses and to do and perform all acts and things and execute any and all documents in the name of the Authority, necessary, useful or convenient to the issuance and sale of the Bonds by the Authority. The Bonds shall bear such rates and maturities, and sinking fund installments shall be made as set forth in the Official Statement(s) and the Series Resolution.

11. The Bonds shall be executed by the manual or facsimile signatures of the Chairperson, Vice Chairperson, Chairperson of the Finance/Audit Committee, or the Chief Executive Officer – Executive Director of the Authority and/or the Chief Financial Officer, and the official seal of the Authority or a facsimile thereof shall be affixed, impressed or imprinted on the Bonds and attested by the manual or facsimile signature of the Chief Executive Officer – Executive Director or another duly Authorized Officer of the Authority.

12. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is authorized to establish the interest rate on mortgage loans financed with the proceeds of the Bonds ("Proceeds"), provided that such interest rate shall not exceed that which is permitted or authorized under the Code.

13. The Proceeds are to be used to make or finance new single and/or multi-family mortgage loans (including mortgage-backed securities consisting of such loans), or reimburse the Authority for having made such mortgage loans, and/or refund current and future maturities of outstanding bonds and/or to refund prepayments.

14. U.S. Bank Trust Company, National Association is hereby authorized to act as Paying Agent and U.S. Bank Trust Company, National Association is hereby authorized to act, if required, as Tender Agent.

15. The Authority may make or finance, on an interim basis, certain mortgage loans, including, but not limited to, those pooled into mortgage-backed securities, with proceeds of interim borrowings (including, but not limited to, taxable borrowings and lines of credit) or the Authority's own funds, which expenditures are reasonably expected to be reimbursed with the proceeds of tax-exempt debt to be incurred by the Authority in the maximum amount of \$250,000,000. With respect to the reimbursement of any such expenditures, this resolution is the Authority's declaration of intent to authorize such reimbursements and is intended to satisfy the technical requirements of Section 1.150-2(d)(1) of the Treasury Regulations. This reimbursement declaration shall cover expenditures financed by the debt authorized by this resolution or debt approved by later resolution.

16. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to issue a certification as to the Authority's reasonable expectations regarding the amount and use of the Proceeds as described in Section 1.148-2(b)(2) of the Treasury regulations relating to Section 148 of the Code on the date such certificate is issued.

17. In the event the Chief Executive Officer – Executive Director and/or the Chief Financial Officer are unable to act in accordance with this resolution or otherwise, a committee

of not less than three (3) members of the Board of Directors, at least one of whom shall not be a state employee, is hereby authorized to carry out all necessary functions to consummate the sale of the Bonds (the "Sale Committee"). If neither the Chairperson nor the Vice Chairperson of the Authority is able to attend, then the Chairperson of the Finance/Audit Committee shall be the Chairperson of the Sale Committee, and if he/she is unable to attend, then the Chairperson of the Mortgage Committee shall be the Chairperson of the Sale Committee, and if neither of them is able to attend, the Chairperson or Vice Chairperson of the Authority shall designate a Chairperson of the Sale Committee.

18. The Chief Executive Officer – Executive Director and/or the Chief Financial Officer is hereby authorized to change the series designation of the Bonds and/or any other of the Authority's bonds and to change the selected bond underwriting firms as necessary and in the best interest of the Authority.

19. The Bonds may be sold as one or more series and the following bond underwriting firm is hereby selected to act as the book running senior manager for the Bonds:

RBC Capital Markets, LLC

20. The following bond underwriting firms are hereby selected to act as co-senior managers for the Bonds:

Morgan Stanley & Co. LLC
Wells Fargo Bank, National Association
BofA Securities, Inc.
Academy Securities, Inc.
Bancroft Capital, LLC
Blaylock Van, LLC
Ramirez & Co., Inc.
Stern Brothers & Co.

21. The following bond underwriting firms are hereby selected to act as co-managers for the Bonds:

Barclays Capital Inc.
Janney Montgomery Scott LLC
Jefferies Group LLC
J.P. Morgan Securities LLC
Raymond James & Associates, Inc.
Roosevelt & Cross, Incorporated
TD Securities (USA) LLC

22. The following firms are hereby selected to act as the selling group members for the Bonds:

Drexel Hamilton, LLC
Loop Capital Markets LLC

Mesirow Financial, Inc.
Mischler Financial Group, Inc.
Siebert Williams Shank & Co., LLC
Rockfleet Financial Services, Inc.

23. The book running senior manager, the co-senior bond underwriters and the co-managing underwriters designated by the Authority for participation in the Authority's bond issues are hereby required prior to participation in the 2024 Series G Bond issue to provide an update to the Statutory provisions, affidavits and certifications, charitable contributions in the State of Connecticut, investigations, administrative or other legal proceedings and/or settlements by or with governmental entities regulating the conduct of their business, submitted as part of their agreements with the Authority, to the Chief Financial Officer.

24. Failure to provide the information required pursuant to paragraph 23 above, in such form and content as determined by the Chief Executive Officer – Executive Director and/or the Chief Financial Officer necessary to satisfy the requirements of this resolution, shall render the book-running senior manager, co-senior bond underwriters or co-managing underwriters, as applicable, ineligible to participate in the designated bond issue.

Pasquale Guliano, Managing Director of Multifamily, provided a summary of the resolution requesting approval of CHFA's submission of an application for a Capital Magnet Fund Program Fiscal 2024 Award in an amount of up to \$2,000,000 and an allocation of CHFA matching funds of up to \$2,000,000.

Upon a motion made by Mr. Ugalde, seconded by Ms. DeWynngaert, the Board members voted by roll call and were unanimously in favor of adopting the following resolution regarding the Application for Capital Magnet Fund Program Fiscal Year 2024 Award:

**RESOLUTION REGARDING APPLICATION
FOR CAPITAL MAGNET FUND PROGRAM FISCAL YEAR 2024 AWARD**

WHEREAS, the Connecticut Housing Finance Authority (the "Authority") is established as a body politic and corporate, constituting a public instrumentality and political subdivision pursuant to Chapter 134 of the Connecticut General Statutes (the "Act") for the purpose of alleviating the shortage of housing for low and moderate income families and persons in the State of Connecticut and, in accordance with the Act, the Authority implements a housing mortgage finance program and funds other programs and initiatives for the benefit of the continued and ongoing development of affordable housing in the State of Connecticut;

WHEREAS, the United States Treasury's Community Development Financial Institutions Fund created the Capital Magnet Fund Program (the "Program") in order to spur private investment in affordable housing and related economic development efforts to revitalize

neighborhoods across the country by serving low-income families and communities and the Program regularly competitively awards grants to accomplish its purposes;

WHEREAS, in order to enhance the competitiveness of the Authority's application proposal and to attract and leverage private capital toward the development of quality affordable housing in the State of Connecticut, a matching commitment of Authority funds is deemed necessary for the Authority's application proposal for a fiscal year 2024 grant award from the Program; and

WHEREAS, the Board of Directors desires to authorize the Chief Executive Officer - Executive Director to seek a fiscal year 2024 grant award from the Program, as further described in the attached memorandum dated March 28, 2024 from Terry Nash Giovannucci, Manager II, and Community Engagement.

NOW THEREFORE, be it resolved by the Board of Directors of the Connecticut Housing Finance Authority, as follows:

Section 1. The Chief Executive Officer - Executive Director or her designee is hereby authorized to execute and cause to be delivered all appropriate documentation necessary to submit an application proposal for a fiscal year 2024 grant award from the Program, and to take all other action in connection therewith as otherwise may be in the best interest of the Authority and necessary for the development of quality affordable housing.

Section 2. The Chief Executive Officer – Executive Director is hereby authorized to commit matching funds of up to \$2,000,000 toward the Authority's application proposal for a fiscal year 2024 grant award from the Program, which amount is to be reserved from, and funded with, Authority investment trust account proceeds opportunity fund proceeds, or from such other sources and upon such other terms and conditions as deemed to be in the best interests of the Authority.

Section 3. The Chief Executive Officer - Executive Director is hereby authorized to modify or supplement the terms and conditions hereof and to take all other actions consistent with this Resolution and as may be in the best interest of the Authority and necessary for the development and preservation of quality affordable housing in the State.

Ms. Mosquera Bruno asked for a motion to table discussion of the Compensation Study Recommendations to the next meeting.

Upon a motion made by Mr. Ugalde, seconded by Ms. DeWynngaert, the Board members voted by roll call and were unanimously in favor of tabling discussion of the Compensation Study Recommendations to the next meeting.

Ms. Mosquera-Bruno asked Board members for a motion to approve the items on the Consent Agenda.

Upon a motion made by Mr. Pugliese, seconded by Ms. Ross, Board members voted by roll call and were in favor of approving the following consent agenda items. Ms. Bronisz abstained from voting.

- 2024 Series A Bond Sale (Single Family)
- Financial Reports
- Production and Delinquency Reports
- Monthly Tracking Report
- Minutes from February 29, 2024 Meeting

Ms. Mosquera-Bruno updated the Board on the work of the Interagency Council on Homelessness.

There being no further business to discuss, upon a motion made by Ms. Tepper Bates, seconded by Mr. Perry, the meeting adjourned by unanimous consent at 10:33 a.m.