

**CITY OF DALLAS HOUSING FINANCE CORPORATION
BOARD OF DIRECTORS MEETING (DRAFT)**

Tuesday, November 5, 2019 at 12:00 Noon

City Hall – Hearing Room, 5ES

1500 Marilla Street, Dallas, Texas 75201

1. Call to Order – Marcy C. Helfand, President

President Helfand called the meeting to order for the City of Dallas Housing Finance Corporation (DHFC) at 12:06 pm on Tuesday, November 5, 2019, in 5ES, Hearing Room, 1500 Marilla Street, Dallas, Texas 75201.

2. Introduction of New Board Members – Marcy C. Helfand, President

President Helfand introduced Matthew Marchant and Beatrice Alba Martinez as the new appointees to the DHFC Board of Directors.

3. Roll Call – Avis F. Chaisson, Assistant General Manager

Present:

Marcy C. Helfand, President

Brad Nitschke, Director

Matthew Marchant, Director

Ryan Garcia, Secretary

Juan J. Garcia

Beatrice Alba Martinez, Director arrived during Roll Call.

Absent:

James Armstrong III, Treasurer and Jim Harp, Director were absent from the meeting.

4. Public Testimony – Public Comments on Item Nos. 5, 6, 7 and 8

There were no public comments on Item Nos. 5, 6, 7, and 8.

5. Approval of the Minutes for August 13, 2019, September 10, 2019, and October 8, 2019 Meetings – Marcy C. Helfand, President

This item was tabled due to the lack of minutes available for review and approval. Avis F. Chaisson, Assistant General Manager, apologized to the Board and explained that staff had difficulty preparing the minutes and will work to get them completed in advance of the next DHFC Board of Directors meeting.

6. Consider and Adopt a Resolution Approving all Actions of DHFC Shiloh Landowner LLC Necessary for the Acquisition of Approximately 15 Acres of Land Located at 2649 Centerville Road, Dallas, Texas 75228 for the Development of Estates at Shiloh, Entering

into a Long-Term Ground Lease with TX Casa View 2018, Ltd., and Management of the Land as Owner

Ms. Chaisson explained, that this particular item was to request authorization to approve all actions of DHFC Shiloh Landowner LLC to own the land, enter into a long-term ground lease and management of land as Owner. The Board previously approved creating the LLC, but a resolution was need to grant this authority to effectively close the Estates at Shiloh transaction.

The motion passed unanimously 6-0 (Treasurer Armstrong and Director Harp absent).

7. Consider and Adopt Resolution Authorizing the Issuance, Sale, and Delivery of Multifamily Residential Revenue Notes (Estates at Shiloh) Series 2019 in an Aggregate Principal Amount not to Exceed \$25,000,000.00 for Estates at Shiloh, a Mixed Income Multifamily Residential Development for Seniors to be Located at 2649 Centerville Road; and Authorizing the Execution and Delivery of Documents and any Instruments Necessary to carry out the Financing of such Development

Mr. George Rodriguez, Bond Counsel for the Corporation, explained the details of the bond transaction including the construction period with short term rate versus the long term. Mr. Rodriguez also explained the risk structure with a Freddie Mac forward.

President Helfand stated, she had a question under the documents. On page 10, regarding the non-discrimination warranty, President Helfand read into record the wording and stated, that did not feel we could do that because due to senior project would be discriminating based on age. President Helfand stated this language should be reviewed because doesn't work.

President Helfand also noted a typo in the resolution as it referred to a vote of the Board and appeared it was a previously used form.

President Helfand requested a motion and Director Nitschke made the motion. The motion was seconded by Director J. Garcia.

Director Nitschke stated that the social services component should be geared toward the project and since this is specific to seniors need to consider the type of social services that are attributable to seniors. Chris Applequist with Generation Housing Partners stated they will provide services for the wellness classes, transportation services, arts and crafts, and will survey the residents. Director Nitscheke asked, if there was way could provide report to the Board. Mr. Applequist said, yes. President Helfand stated, you have to provide the services as required by TDHCA why not attach this to the agreement and it was agreed. There was discussion on the amount of to be set aside for social services. Mr. Applequist state that the costs would be \$28,000 annually.

Director Alba Martinez made a motion. Director Nitschke amended Director Alba Martinez's motion to make correction to the representation and Secretary Garcia seconded the motion. The motion passed unanimously 6-0 (Treasurer Armstrong and Director Harp absent).

8. Consider and Adopt a Resolution Consenting to the Transfer of the Crawford Park Apartments (f/k/a The Masters Apartments) Located at 1180 North Masters Drive, Dallas, Texas 75217, a Residential Development Financed by the Corporation's Variable Rate Demand Multifamily Housing Mortgage Revenue Bonds (The Masters Apartments) Series 2004 to Crawford Park Owner LLC; and Authorizing the Execution and Delivery of an Assignment, Assumption and Consent Agreement

Ms. Chaisson presented a presentation titled "Briefing on Consent to Transfer the Crawford Park Apartments f/ka The Masters Apartments Located at 1180 North Masters Drive". Ms. Chaisson proceeded to present the developer and purchaser background, organizational chart, terms of the transfer including fees for the Corporation, counsel, and financial advisors.

Director Nitschke asked about the fees set if there was a flat rate and the transfer fee. Ms. Chaisson responded, these are set based on the work required to close the transaction and the transfer fee that is listed in the regulatory agreement conflicts with the amount listed included in the Corporation's multifamily rules and regulations.

Director Nitschke asked, if there are 3 more years remaining on the LURA. Ms. Chaisson stated, no next October, however, there is a caveat with Section 811 units.

Director Nitschke asked, from a year from now they can do whatever they want and can introduce market rate units. Ms. Chaisson stated, there is the extended use period which goes through 2039.

President Helfand asked what the Corporation's involvement. Tim Nelson, Co-financial advisor stated, issued the bonds.

Director Nitschke asked about the social services requirement and if this still applied. If so, why not a guaranty. Ms. Chaisson stated, since the bonds would be redeemed and the regulatory agreement for the bonds ended in October it was waived. However, social services would still need to be required for TDHCA and TDHCA would monitor to ensure provision.

President Helfand called for a motion.

Director J. Garcia made a motion. Director Alba Martinez seconded the motion. The motion passed unanimously 6-0 (Treasurer Armstrong and Director Harp absent).

9. Public Comment – Marcy C. Helfand, President

There were no public comments.

10. Future Agenda Items – Marcy C. Helfand, President

- a. Recommendations for Internal Control to Address Material Weakness in the Corporation's 2017 and 2018 Financial Audits – **January 2020**
- b. Opportunities for the Corporation to Acquire Housing Tax Credit Properties Ending Their Initial 15-Year Compliance Period – **TBD**
- c. Presentation by the City Attorney's Office on Robert's Rules of Order and Open Meetings Act – **TBD**

Director Nitschke requested a meeting in December to cover housing keeping items such as Providence Mockingbird research.

11. Adjourn – Marcy Helfand, President

The meeting of the City of Dallas Housing Finance Corporation Board of Directors adjourned at 1:08 pm.

These minutes were approved by the City of Dallas Housing Finance Corporation Board of Directors on the 14th day of January 2020.

APPROVE:

ATTEST:

Marcy C. Helfand
President

Ryan Garcia
Secretary

