

**MINUTES OF THE 394TH BOARD MEETING
OF THE
NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY**

MEMBERS:

- * Charles Richman, Deputy Commissioner, DCA
(representing Richard E. Constable, III, Commissioner, DCA)
- ** Aimee Manocchio Nason, Deputy Attorney General
(representing John Hoffman, Acting Attorney General)
- ***Robert Shaughnessy, Assistant Deputy Director, Department of Property
Management and Construction
(representing Andrew Sidamon-Eristoff, State Treasurer)
- ****Thomas Hunt, Deputy Assistant Director, Office of Consumer Finance, Department
of Banking and Insurance
(representing Kenneth E. Kobylowski, Commissioner, Department of Banking and
Insurance)
- *****Cathy Boland, Supervising Program Development Specialist, Office of Housing,
Policy, Planning and Evaluation Division of Mental Health and Addiction Services,
Department of Human Services
(representing Jennifer Velez, Commissioner, Department of Human Services)
Stanley Weeks
Patricia Mueller

OFFICIALS
PRESENT:

Anthony Marchetta, Executive Director
Claudia Lovas, Deputy Executive Director/Chief of Programs
Donna Rendeiro, Chief of Administration
David Bonomo, Chief Financial Officer
Michael Floyd, Chief of Property Management and Technical Services
James Robertson, Acting Chief of Legal and Regulatory Affairs
Marisol Rodriguez, Director of Multifamily Programs and Lending
Tanya Hudson-Murray, Assistant Director, Multifamily Programs and Lending
Darryl Applegate, Director of Regulatory Affairs
Jennifer Linett, Director of Loan Closings
Todd Evans, Director of Capital Markets and Bond Compliance Reporting
Theresa Fink, Director of Finance
Donald Schlachter, Senior Director of Technical Services
Bob Huether, Assistant Director, Single Family
Laura Swartz, Special Needs Housing Officer I
Julian A. Fowler, Special Needs Housing Loan Officer
Harry Stevenson, General Services Assistant
Carilyn Willis, Executive Assistant

OTHERS

PRESENT: Kavin Mistry, Deputy Attorney General
 Nels Lauritzen, Deputy Attorney General
 David Weinstein, A&G

- * Letter of January 27, 2014 designating Charles Richman to represent Richard E. Constable, III, Commissioner, DCA
- ** Letter of April 12, 2011 designating Aimee Manocchio Nason to represent the Acting Attorney General
- *** Letter of September 3, 2013 designating Robert Shaughnessy to represent the State Treasurer, Andrew Sidamon-Eristoff
- **** Letter of February 13, 2012 designating Thomas Hunt to represent Kenneth E. Kobylowski, Commissioner, Department of Banking and Insurance
- ***** Letter of July 8, 2011 designating Cathy Boland to represent Jennifer Velez, Commissioner, Department of Human Services

Chairman Richman read the following into the minutes:

SUNSHINE ACT

"The New Jersey Housing and Mortgage Finance Agency gave notice of the time, place and date of this meeting by facsimile, regular mail and hand delivery on January 17, 2014 to the Secretary of State of New Jersey, The Star Ledger, The Times, and the Courier Post, and by posting the notice at the office of the Agency in Trenton, New Jersey. Pursuant to the New Jersey Open Public Meetings Act, a resolution must be passed by the New Jersey Housing and Mortgage Finance Agency in order to hold a session from which the public is excluded."

APPROVAL OF MINUTES

APPROVAL OF THE MINUTES OF THE DECEMBER 3, 2013 MEETING OF THE HMFA BOARD – ITEM 1A.

Chairman Richman stated that Chairman Constable briefed him on the December 3, 2013 minutes of the Board prior to today's meeting.

Thomas Hunt moved and Robert Shaughnessy seconded approval of the Minutes of the December 3, 2013 meeting of the HMFA Board.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

SINGLE FAMILY

CHOICE 2014 – APPROVAL OF GUIDELINES AND PROGRAM FUNDING – ITEM 2A.

Thomas Hunt moved and Cathy Boland seconded 1. Approval of the Choices in Homeownership Created for Everyone (CHOICE) Program 2014 Program Guidelines, as attached to the Request for Action. 2. Authorization for the Executive Director to make non-substantive changes to the Choice Guidelines in consultation with the Attorney General's office. 3. Authorization for the Executive Director to approve changes to sales prices up to 20% above the original approved sales price. 4. Authorization to make available up to Ten Million (\$10,000,000) Dollars from sources as outlined below for the purpose of providing 2014 CHOICE Subsidy Funding. 5. Authorization to provide either 100% of the construction financing or 50% of the construction loan financing with 50% provided by an outside lender as determined by staff. 6. Authorization to provide 100% Financing Program end loans to purchasers of the CHOICE units provided funding is available.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

MULTI-FAMILY- FOUR PERCENT TAX CREDIT

HMFA #02961 – TEANECK SENIOR HOUSING - APPROVAL OF A DECLARATION OF INTENT – ITEM 3A.

Stanley Weeks moved and Patricia Mueller seconded 1. Approval of a “Declaration of Intent” stating the intention of the Agency to issue tax- exempt bonds in an estimated amount not to exceed \$9,644,000 in construction financing for a project known as Teaneck Senior Housing HMFA #02961 (the “Project”), upon the terms and conditions set forth in the Request for Action. Approval of this "Declaration of Intent" will establish for tax purposes the eligibility of costs associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue bonds for this project, and declares its intent that the DOI be determined to be a declaration of official intent under Treas. Reg. ' 1.150-2 promulgated under the Internal Revenue Code of 1986, as amended. The ability of the Project to conform to the Agency's Multifamily Underwriting Guidelines and Financing Policy (the “Guidelines”) as well as compliance with federal tax and other laws has not yet been determined. This approval does not obligate the Agency to take any further action in connection with this Project, including any approval to allocate tax-exempt bond volume cap, to issue bonds or to provide first mortgage financing, gap financing or a tax credit allocation. This approval for a Declaration of Intent is not intended to give this Project any preference over any other project.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

MULTI-FAMILY- FOUR PERCENT TAX CREDIT-CONDUIT

HMFA #02951 – SYCAMORE RIDGE APARTMENTS – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 4A.

Thomas Hunt moved and Patricia Mueller seconded 1. Approval of a mortgage commitment for an estimated \$26,000,000 in construction financing from the Conduit Bond Program for a project known Sycamore Ridge Apartments, HMFA #02951 (the “Project”), upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02946 – TRENT CENTER WEST – APPROVAL OF A DECLARATION OF INTENT – ITEM 4B.

Patricia Mueller moved and Cathy Boland seconded 1. Approval of a Declaration of Intent (“DOI”) stating the intention of the Agency to issue tax- exempt bonds in an estimated amount not to exceed \$16,502,000 in construction financing for a project for known as Trent Center West, HMFA #02946 (the “Project”), upon the terms and conditions set forth in the Request for Action. Approval of this DOI will establish for tax purposes the eligibility of costs associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue bonds for this project, and declares its intent that the DOI be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 promulgated under the Internal Revenue Code of 1986, as amended. The ability of the Project to conform to the Conduit Bond Program, as well as compliance with federal tax and other laws, has not yet been determined. This approval does not obligate the Agency to take any further action in connection with this Project, including any approval to allocate tax-exempt bond volume cap, to issue bonds or to provide first mortgage financing, gap financing or a tax credit allocation. This approval for a DOI is not intended to give this Project any preference over any other project.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks*

Nay-None

HMFA #02947 – TRENT CENTER EAST – APPROVAL OF A DECLARATION OF INTENT – ITEM 4C.

Patricia Mueller moved and Thomas Hunt seconded 1. Approval of a Declaration of Intent (“DOI”) stating the intention of the Agency to issue tax- exempt bonds in an estimated amount not to exceed \$12,520,000 in construction financing for a project known as Trent Center East, HMFA #02947 (the “Project”), upon the terms and conditions set forth in the Request for Action. Approval of this DOI will establish for tax purposes the eligibility of costs associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue bonds for this project, and declares its intent that the DOI be determined to be a declaration of official intent under Treas. Reg. Section 1.150-2 promulgated under the Internal Revenue Code of 1986, as amended. The ability of the Project to conform to the Conduit Bond Program, as well as compliance with federal tax and other laws, has not yet been determined. This approval does not obligate the Agency to take any further action in connection with this Project, including any approval to allocate tax-exempt bond volume cap, to issue bonds or to provide first mortgage financing, gap financing or a tax credit allocation. This approval for a DOI is not intended to give this Project any preference over any other project.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks*

Nay-None

HMFA #02843 – NCC MANOR - APPROVAL OF A DECLARATION OF INTENT – ITEM 4D.

Stanley Weeks moved and Aimee Manocchio Nason seconded 1. Approval of a “Declaration of Intent” stating the intention of the Agency to issue tax- exempt bonds in an estimated amount not to exceed \$46,500,000 in construction financing for a project known as NCC Manor, HMFA #02843 (the “Project”), upon the terms and conditions set forth in the Request for Action. Approval of this "Declaration of Intent" will establish for tax purposes the eligibility of costs associated with pre-bond sale and development work on the Project. By this action, the Board expresses its present intent to issue bonds for this project, and declares its intent that the DOI be determined to be a declaration of official intent under Treas. Reg. 1.150-2 promulgated under the Internal Revenue Code of 1986, as amended. The ability of the Project to conform to the Conduit Bond Program, as well as compliance with federal tax and other laws, has not yet been determined. This approval does not obligate the Agency to take any further action in connection with this Project, including any approval to allocate tax-exempt bond volume cap, to issue bonds or to provide first mortgage financing, gap financing or a tax credit allocation. This approval for a Declaration of Intent is not intended to give this Project any preference over any other project.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

MULTIFAMILY – FUND FOR RESTORATION OF MULTI-FAMILY HOUSING - FOUR PERCENT TAX CREDIT

HMFA #02836/SNHTF #323 – AKABE VILLAGE APARTMENTS – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 5A.

Patricia Mueller moved and Thomas Hunt seconded 1. Approval of a mortgage commitment for an estimated \$5,001,000 in construction and permanent financing for a project known as Akabe Village Apartments, HMFA #02836/SNRLP #19 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$3,840,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for a project known as Akabe Village Apartments, HMFA #02836/SNHTF #323 (the “Project”), pursuant to the FRM Program Guidelines. 3. Approval of a mortgage loan commitment for an estimated \$1,600,000 in construction and permanent financing from the Special Needs Housing Trust Fund (“SNHTF”) as a mortgage loan for the Project, upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

MULTIFAMILY – FUND FOR RESTORATION OF MULTI-FAMILY HOUSING - NINE PERCENT TAX CREDIT– FIRM COMMITMENTS

HMFA #02589 – GLENNVIEW TOWNHOUSES PHASE II – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6A

Thomas Hunt moved and Patricia Mueller seconded 1. Approval of a mortgage commitment for an estimated \$7,804,000 in construction and permanent financing for a project known as Glennview Townhouses Phase II, HMFA #02589 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$4,950,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program the Project, pursuant to the FRM Program Guidelines. 3. Approval to insure the mortgage loan for the Project, pursuant to the Housing Finance Agency Risk Sharing Program offered by the U.S. Department of Housing and Urban Development. The mortgage loan to be insured shall be in an amount currently estimated at \$7,804,000, for a term of 32 years. The New Jersey Housing and Mortgage Finance Agency shall assume 10% of the risk of any loss due to mortgage default and the Federal Housing Administration shall assume 90% of any loss or such other coverage acceptable to both parties.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02859 – CAROLINA CRESCENT AND CONNECTICUT CRESCENT - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6B.

Robert Shaughnessy moved and Thomas Hunt seconded 1. Approval of a mortgage recommitment for an estimated \$670,000 in permanent financing for a Project known as Carolina Crescent, Connecticut Crescent, HMFA 02859 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$5,146,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02837 – RIO GRANDE - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6C.

Stanley Weeks moved and Thomas Hunt seconded 1. Approval of a mortgage recommitment for an estimated \$1,876,000 in permanent financing for a project known as Rio Grande, HMFA #02837 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$5,087,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02508 – RAILROAD AVENUE - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6D.

Thomas Hunt moved and Patricia Mueller seconded 1. Approval of a mortgage recommitment for an estimated \$1,752,000 in permanent financing for a project known as Railroad Avenue, HMFA #02508 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$5,103,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02732 – GREGORY SCHOOL AND GARRETT STREET ANNEX PHASE II - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6E.

Patricia Mueller moved and Thomas Hunt seconded 1. Approval of a recommitment for an estimated \$1,076,000 in permanent for a project known as Gregory School and Garret Street Annex, Phase II, HMFA # 02732 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan commitment for an estimated \$3,950,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02858/SSNHTF #13/SNRLP #20 – OCEAN GREEN SENIOR APARTMENTS – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6F.

Thomas Hunt moved and Stanley Weeks seconded 1. Approval of a mortgage recommitment for an estimated \$1,100,000 in construction only financing for a project known as Ocean Green Senior Apartments, HMFA #02858,SSNHF#13/ -SNRLP#20 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a grant recommitment for an estimated \$20,000 in construction financing from the Special Needs Revolving Loan Program (“SNRLP”) for the Project, upon the terms and conditions set forth in the Request for Action. 3. Approval of a subsidy mortgage loan recommitment for an estimated \$2,925,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines. 4. Approval of a subsidy mortgage loan recommitment for an estimated \$500,000 in construction and permanent financing from the Sandy Special Needs Housing Fund (“SSNHF”) Program for the Project, pursuant to the SSNHF Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02844 – HERITAGE VILLAGE AT BLOOMFIELD - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6G.

Thomas Hunt moved and Patricia Mueller seconded 1. Approval of a mortgage recommitment for an estimated \$8,964,000 in construction and permanent financing for a project known as Heritage Village at Bloomfield, HMFA #02844 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan commitment for an estimated \$5,453,332 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the “Project”, pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02704 – CONIFER VILLAGE AT RITTENBERG – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6H.

Thomas Hunt moved and Cathy Boland seconded 1. Approval of a mortgage recommitment for an estimated \$620,000 in permanent financing for a project known as Conifer Village at Rittenberg, HMFA #02704 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$5,413,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02840 – WINTERBURN GARDENS - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6I.

Thomas Hunt moved and Stanley Weeks seconded 1. Approval of a mortgage recommitment for an estimated \$628,000 in permanent financing for a project known as Winterburn Gardens, HMFA #02840 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$1,747,000 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02850/SSNHF #8 – KILMER HOMES PHASE I - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6J.

Thomas Hunt moved and Patricia Mueller seconded 1. Approval of a mortgage recommitment for an estimated \$7,091,000 in construction and permanent financing for a project known as Kilmer Homes Phase I, HMFA #02850/SSNHF #8 (the “Project”), upon the terms and conditions set forth in the Request for Action.

2. Approval of a subsidy mortgage loan recommitment for an estimated \$3,653,187 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines. 3. Approval of a subsidy mortgage loan recommitment for an estimated \$1,500,000 in construction and permanent financing from the Sandy Special Needs Housing Fund-Community Development Block Grant (“SSNHF-CDBG”) Program the Project, pursuant to the SSNHF-CDBG Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks*

Nay-None

HMFA #02851/SSNHF #9 - KILMER HOMES PHASE II - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 6K.

Thomas Hunt moved and Cathy Boland seconded 1. Approval of a mortgage recommitment for an estimated \$7,091,000 in construction and permanent financing for a project known as Kilmer Homes Phase I, HMFA #02851/SSNHF #9 (the “Project”), upon the terms and conditions set forth in the Request for Action. 2. Approval of a subsidy mortgage loan recommitment for an estimated \$3,653,187 in construction and permanent financing from the Fund for Restoration of Multifamily Housing (“FRM”) Program for the Project, pursuant to the FRM Program Guidelines. 3. Approval of a subsidy mortgage loan recommitment for an estimated \$1,500,000 in construction and permanent financing from the Sandy Special Needs Housing Fund-Community Development Block Grant (“SSNHF-CDBG”) Program the Project, pursuant to the SSNHF-CDBG Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks*

Nay-None

SANDY SPECIAL NEEDS HOUSING FUND

HMFA #02724/SSNHF #3 – DANFORTH AVENUE SUPPORTIVE HOUSING I – APPROVAL OF A MORTGAGE FINANCING COMMITMENT AND TRANSFER OF OWNERSHIP– ITEM 7A.

Patricia Mueller moved and Stanley Weeks seconded 1. Approval of a mortgage commitment for an estimated \$329,000 in construction and permanent financing from the Sandy Special Needs Housing Fund-Community Development Block Grant (“SSNHF-CDBG”), or any other funds available to the Agency for a project known as Danforth Avenue Supportive Housing I, HMFA #02724, SSNHF #3 (the “Project”), pursuant to the SSNHF-CDBG Program Guidelines. 2. Approval of a transfer of ownership of the Project from NewBridge Services, Inc., to Jersey City Two LLC, a wholly-owned subsidiary of NewBridge Services, Inc., at mortgage closing, subject to the transfer of ownership pursuant to the Sandy Special Needs Housing Fund (“SSNHF”) Guidelines, as amended, upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks*

Nay-None

HMFA #02956/SSNHF #40 – UNION STREET SUPPORTED HOUSING - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 7B.

Patricia Mueller moved and Stanley Weeks seconded 1. Approval of a mortgage commitment for an estimated \$440,000 in permanent financing from the Sandy Special Needs Housing Fund-Community Development Block Grant (“SSNHF-CDBG”) Program for a project known as Union Street Supportive Housing, HMFA #02956, SSNHTF #40 (the “Project”), pursuant to the SSNHF-CDBG Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

HMFA #02974/SSNHF #45 – PASCACK ROAD SUPPORTIVE HOUSING - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 78C.

Thomas Hunt moved and Cathy Boland seconded 1. Approval of a mortgage loan commitment for an estimated \$415,500 in construction and permanent financing from the Sandy Special Needs Housing Fund-Community Development Block Grant (“SSNHF-CDBG”) Program for a project known as Pascack Road Supportive Housing, HMFA #02974, SSNHF #45 (the “Project”) pursuant to the SSNHF-CDBG Program Guidelines.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

REGULATORY AFFAIRS

HMFA #1290 - HOPEWELL PLACE SENIOR APARTMENTS - APPROVAL OF TRANSFER OF OWNERSHIP AND ASSUMPTION OF MORTGAGE – ITEM 8A.

Thomas Hunt moved and Robert Shaughnessy seconded 1. Board approval of the transfer of ownership of Hopewell Place Senior Apartments, HMFA #1290 (the “Project”) from Hopewell Housing Partners, L.L.C. to PC Hopewell, LLC. 2. Approval of the assumption of the existing Agency financing by the buyer of the Project. 3. Waiver of the Portfolio Reserve Account payment required under N.J.A.C. 5:80-5.9(a)1. 4. Authorization for the Executive Director, the Deputy Executor Director, the Chief Financial Officer, the Chief of Administration or the Acting Chief of Legal and Regulatory Affairs to execute any and all documents necessary to effectuate the above actions.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

CAPITAL MARKETS

HMFA #02951 – SYCAMORE RIDGE APARTMENTS – APPROVAL OF CONDUIT BOND DOCUMENTS – ITEM 9A.

Aimee Manocchio Nason moved and Cathy Boland seconded 1. Approval of the Resolution Authorizing and Directing the Execution, Delivery, Issuance and Sale of the New Jersey Housing and Mortgage Finance Agency's Multifamily Conduit Revenue Bonds (Sycamore Ridge Apartments), Series 2014A (the "Resolution") under the Agency's Multi-Family Conduit Bond Program in a Principal Amount Not to Exceed \$30,000,000 and Authorizing and Approving the Execution and Delivery of a Trust Indenture and Related Instruments; and Authorizing Other Matters in Connection Therewith.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

APPROVAL OF THE SELECTION OF AN ARBITRAGE REBATE PROVIDER – ITEM 9B.

Thomas Hunt moved and Patricia Muller seconded 1. Authorization to appoint BLX Group LLC as the Agency's provider of arbitrage rebate calculation services relating to the Agency's tax-exempt bond issues. 2. Authorization for the Executive Director, Deputy Executive Director, the Chief Financial Officer, the Chief of Programs, the Chief of Staff or the Chief of Legal and Regulatory Affairs to execute contracts with BLX Group LLC to perform arbitrage rebate calculations for a period of three years with the Agency's option to extend the contracts for two (2) additional one (1) year terms.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

ANNUAL MEETING

APPROVAL OF THE SCHEDULE OF REGULAR BOARD MEETINGS FOR 2014 AND DESIGNATION OF THE AGENCY'S OFFICIAL NEWSPAPERS – ITEM 10A.

Thomas Hunt moved and Cathy Boland seconded 1. Approval of the schedule of regular Agency Board meetings for the calendar year 2014. 2. Approval to designate The Star Ledger, The Courier Post, and The Times as the Agency's official newspapers.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

ELECTION OF A VICE-CHAIRMAN – ITEM 10B.

Cathy Boland moved and Robert Shaughnessy seconded 1. Election of the Commissioner of Banking and Insurance or his designee to serve as the Vice-Chairman for the New Jersey Housing and Mortgage Finance Agency.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

Patricia Mueller left the meeting at 10:45.

INFORMATIONAL ITEMS

HMFA #1198 – WATERFORD TOWERS – ITEM 11A.

Chief Financial Officer David Bonomo provided the Board with a summary of a recent workout. He stated that on Dec 27 2013 the NJHMFA closed on the restructuring and workout of NJHMFA's single largest troubled credit, Waterford Towers (Waterford). Waterford consisted of 378 units of independent living, and was financed in 1997 with a total of \$60 million in Agency funds. Pursuant to the terms of the workout, the owners refinanced the facility from an outside lender, and paid NJHMFA \$63 million in cash, and will pay an additional \$7 million by way of a fully guaranteed installment note. As a result of the restructuring, NJHMFA has now recognized a positive internal rate of return (IRR), while preserving affordability through December 31, 2019.

2013 HMFA ACCOMPLISHMENTS – ITEM 11B.

Executive Director Anthony Marchetta provided the Board with an overview of the accomplishments of the Agency for the calendar year 2013. The Board members were also provided with a printed copy of the Agency's 2013 accomplishments.

Patricia Mueller returned at 10:50.

EXECUTIVE SESSION

Chairman Richman read the following into the minutes.

RESOLUTION OF THE NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY TO CONDUCT A CLOSED SESSION

WHEREAS, on January 27, 2014, a meeting of the Members of the New Jersey Housing and Mortgage Finance Agency was held; and

WHEREAS, the Members were asked to adopt a resolution regarding approval of a motion to adjourn to Executive Session.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY AS FOLLOWS:

WHEREAS, pursuant to N.J.S.A. 10:4-12 and 10:4-13 of the Open Public Meetings Act, the Agency intends to obtain legal advice from the Attorney General's Office regarding A Settlement Agreement in the matter of *DRA Broadway v Broadway Arts Center*.

NOW, THEREFORE, be it resolved by the Members of the New Jersey Housing and Mortgage Finance Agency as follows:

1. A closed session shall be held by the Agency for the purposes set forth above.
2. The discussions undertaken at the closed session will be disclosed when the need for confidentiality no longer exists.

Robert Shaughnessy moved and Cathy Boland seconded a motion to enter into Executive Session at 10:50 a.m.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

RECONVENE TO PUBLIC SESSION

BROADWAY ARTS CENTER, LLC- APPROVAL OF SETTLEMENT AGREEMENT

Thomas Hunt moved and Stanley Weeks seconded 1. Approval of the settlement of all claims asserted by the New Jersey Housing and Mortgage Finance Agency (“Agency”) in the matter of *DRA Broadway v. Broadway Arts Center, LLC et al.*, Superior Court of New Jersey, Law Division, Union County (Dkt. Nos. UNN-L-3923-10 and UNN-L-4751-10) (as consolidated, the “Litigation”) in accordance with the terms and conditions as discussed in executive session. 2. Authorization for the Executive Director or the Acting Chief of Legal and Regulatory Affairs to execute any and all documents necessary to effectuate a settlement of the Litigation in substantial accordance with the terms and conditions set forth in executive session.

*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*

MOTION TO ADJOURN

Thomas Hunt moved and Cathy Boland seconded a motion to adjourn at 11:20 a.m.
*Aye-Charles Richman, Aimee Manocchio Nason, Robert Shaughnessy, Cathy Boland, Thomas Hunt
Patricia Mueller, Stanley Weeks
Nay-None*