

HOUSING FINANCE AUTHORITY OF LEE COUNTY, FLORIDA

MINUTES OF REGULAR MEETING

March 21, 2024

4:01 p.m.

On Thursday, March 21, 2024, at 4:01 p.m. in the offices of The Nunez Law Firm, 3610 Broadway, Fort Myers, Florida, Walter Ferguson, Vice Chairman of the Housing Finance Authority of Lee County, Florida (the "Authority"), called the meeting to order.

Immediately thereafter, the Vice Chairman called for a roll call of the members. Philip Burnett, Esq., counsel for the Authority, called the roll. Walter Ferguson, Virginia Yates, Kirk Frohme and P. Michael Villalobos were present at the meeting. E. Walter Barletta had an excused absence. Appearing by phone were Tim Wranovix with Raymond James and Associates, Inc. ("Raymond James"), the Authority's managing underwriter, Braxton Parsons with Hilltop Securities, Inc. ("Hilltop Securities"), the Authority's Financial Advisor, Mark Mustian, Esq. and Alex Fischer, Esq. with Nabors, Giblin & Nickerson, P.A., the Authority's Bond Counsel, Scott Schuhle with U.S. Bank Trust National Association ("U.S. Bank"), the Trustee on the majority of the Authority's bond offerings, Helen Feinberg and Cameron Hill with RBC Capital Markets ("RBC"), a co-managing underwriter, Sue Denihan with Housing and Development Services, Inc. d/b/a eHousingPlus ("eHousing"), and Chris Kessler, CPA, and Alex Mitchell, CPA, with CliftonLarsonAllen ("CLA"), the Auditors of the Authority's Financial Statements.

The Vice Chairman then opened the floor for public comment. No members of the public were present at the meeting. Accordingly, no public comment was made. Thereafter, the Chairman closed the opportunity for public comment.

The Vice Chairman then suggested that the Authority address the approval of the Authority's Minutes for its prior meeting. Thereafter, on motion duly made by Mr. Villalobos and seconded by Ms. Yates, the members of the Authority unanimously approved the minutes of the Authority's February 15, 2024, regular meeting.

The Vice Chairman then addressed the Authority's consideration of Item V on the Authority's Agenda, i.e., consider, discuss, and approve the Authority's Financial Statements for 12/31/23. After a brief discussion, on a motion duly made by Mr. Frohme and seconded by Mr. Villalobos, the members of the Authority unanimously approved the Authority's Financial Statements for 12/31/23.

The Vice Chairman then addressed the Authority's consideration of Item VI on the Authority's Agenda, i.e., consider, discuss, and approve the Authority's Audited Financial Statements for its FYE 9/30/23. The Vice Chairman recognized Mr. Kessler and Ms. Mitchell. Mr. Kessler is the principal partner responsible for the audit of the Authority's Financial Statements. Mr. Kessler passed out copies of a draft of the Authority's Audited Financial Statements for its FYE 9/30/23 ("Authority's Financial Statements") to the members and to Mr. Burnett. Mr. Kessler then briefly reviewed them with the members. He said that there were no new changes in the reporting requirements that are applicable to the Authority's Financial Statements. Mr. Frohme asked why matters that are not applicable to the Authority's Financial Statements need to be disclosed in them, particularly when their disclosure only increases the cost to the Authority? Mr. Kessler said that any reference to something that doesn't apply to the Authority's Financial Statements probably doesn't need to be disclosed in them. Mr. Frohme then said that he did not intend to object to their disclosure at this time but that, for future reference, CLA will discuss any such matters with the Authority prior to their being included in the Authority's Financial Statements. Mr. Kessler said that they would do so in the future. He then continued his review of the Authority's Financial Statements. He said that there were no comments or issues in the Report on Internal Controls on page 21 of the Authority's Financial Statements. Mr. Kessler concluded his review by saying that the Authority's Financial Statements were clean. Immediately thereafter, on a motion duly made by Mr. Villalobos and seconded by Mr. Frohme, the members of the Authority unanimously approved the Authority's Financial Statements. Mr. Frohme then asked Mr. Kessler if CLA would please provide the members of the Authority with redlined copies of any changes, other than numbers, in the proposed drafts of the Authority's audited financial statements from the prior year before the Authority's consideration of them. Mr. Kessler said that yes, they would provide members of the Authority with redlined copies of the Authority's financial statements as requested. Mr. Frohme next asked Mr. Kessler if CLA would also provide redlined copies of their proposed engagement letters with the Authority for the upcoming years that reflect any changes from CLA's prior engagement letters with the Authority. Mr. Kessler again said that CLA would provide redlined copies to the members as requested.

The Vice Chairman next suggested that the members consider Item VII on the Authority's Agenda, i.e., consider, discuss, and vote on such agreements, resolutions, authorizations, funding, Interlocal Agreements, documents, and related matters as are necessary for the Authority to proceed with or amend its Own a Home Opportunity Program ("OAHOP Program") with Raymond James and such other actions as may be appropriate. The Vice Chairman recognized Mr. Wranovix. Mr. Wranovix said that he would be very short. He said that the Authority had made a couple of loans in its OAHOP Program and that there would be a settlement on them in the near future. He then addressed Ms. Denihan. Ms. Denihan said that there has been a lot of lender activity in the Authority's OAHOP Program.

The Vice Chairman next suggested that the members consider Item VIII on the Authority's Agenda, i.e., consider, discuss, and revise the previously approved Custody

Agreement with U.S. Bank Trust Company, National Association (“U.S. Bank”). The Vice Chairman recognized Mr. Burnett and Mr. Schuhle. Mr. Burnett and Mr. Schuhle said that at its last meeting the Authority approved the revised Custody Agreement but that it had failed to designate and appoint the Customer Representatives under the Custody Agreement. Thereafter, on a motion duly made by Mr. Frohme and seconded by Mr. Villalobos, the members of the Authority unanimously designated and appointed the Authority’s Chairman, Walter Barletta, its Treasurer, Ms. Yates, and its Investment Officer, Mr. Frohme, as Customer Representatives under the Custody Agreement.

The Vice Chairman next suggested that the members consider Item IX on the Authority’s Agenda, i.e., consider, discuss, and possibly appoint an Investment Officer for the Authority. After a brief discussion during which Mr. Frohme agreed to serve as the Authority’s Investment Officer, on a motion duly made by Ms. Yates and seconded by Mr. Villalobos, the members of the Authority unanimously appointed Mr. Frohme as its Investment Officer.

The Vice Chairman then suggested that the members consider Item X on the Authority’s Agenda, i.e., consider, discuss, and vote on the course of action that the Authority should take with respect to the assets held in its Series 2006 trust estate and the final discharge of the Trust Indenture. Also, the Authority should consider, discuss, and vote on how to proceed with the Authority’s Series 2004 and 2007 Bonds. Given that the Authority just appointed an Investment Officer, it was agreed that the Authority could now address the above issues. After a brief discussion, Mr. Schuhle was asked what action the Authority needed to take with respect to the assets being held in its Series 2006 trust estate and the final discharge of the Trust Indenture. Mr. Schuhle said that now that the Authority has an Investment Officer, the Authority does not need to do anything with respect to its Series 2006 trust estate or the final discharge of the Trust Indenture. With respect to the Authority’s Series 2004 and 2006 Bonds, it was agreed that Mr. Parsons and Hilltop Securities would review the status of the two Series of Bonds referred to above and make recommendations as to how the Authority should proceed with them at the next meeting.

The Vice Chairman then suggested that the members address Item XI on the Authority’s Agenda, i.e., consider, discuss, and vote on/approve a Second Administrative Point of Contact for the Lender Electronic Assessment Portal (“LEAP”). The Vice Chairman recognized Ms. Yates. Ms. Yates said that she thinks that the Authority already has two people that are authorized as a Point of Contact for LEAP, she and the Chairman, Walter Barletta. She said, however, she did not think that the Chairman has ever signed in as such. Accordingly, no action was taken.

The Vice Chairman next suggested that the members consider Item XII on the Authority’s Agenda, i.e., consider, discuss, and vote on the possible revision to the Authority’s Expense Reimbursement Policy (“Reimbursement Policy”). The Vice Chairman recognized Mr. Villalobos. Mr. Villalobos said that he had reviewed the Authority’s Reimbursement Policy as

well as the GSA U.S. General Services Administration FY 2023 per diem rates for Fort Myers, which are the reimbursement rates set forth in the Authority's Reimbursement Policy. He then said that he wanted to know if the reimbursement rates should be the reimbursement rates for Fort Myers or the reimbursement rates for the destination for which a member is to be reimbursed? A discussion then took place concerning the issue. At the conclusion of the discussion, it was agreed that Mr. Burnett would look into the matter further and that the members would again address the Authority's Reimbursement Policy at its next meeting.

The Vice Chairman next suggested that the Authority consider Item XIII on the Authority's Agenda, i.e., consider and discuss bills and invoices submitted to the Authority for approval and payment. The Vice Chairman then recognized Ms. Yates. Ms. Yates said that she would like for the members of the Authority to approve and authorize the payment of the remaining bills and invoices that were submitted for payment in February, all as set forth below:

February 2024

Ck # 1818 Supreme Lending-Replacement for Check #1791	\$ 7,500.00
Ck # 1819 Markham Norton Mosteller Wright & Co.-Accounting	\$ 5,005.00
Ck # 1816 Philip L. Burnett, P.A. - Retainer/Fees/Admin/Other	\$12,271.58

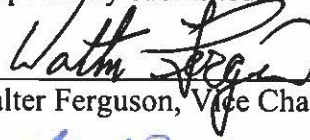
Immediately thereafter, on a motion duly made by Mr. Frohme and seconded by Mr. Villalobos, the members of the Authority approved the payment of the Authority's remaining bills and invoices submitted for payment in February of 2024.

The Vice Chairman then suggested that the Authority address Item XIV on the Authority's Agenda, i.e., such other matters as may come before the meeting. The Vice Chairman asked each of the members present and the people attending the meeting by phone if they had anything to bring before the Authority. Mr. Villalobos asked why the Authority's Errors and Omissions Policy contains a representation that the Errors and Omissions Insurance Policy that the Authority purchased to insure the members from liability contains a provision that provides that the insurance is issued pursuant to the Florida Surplus Lines Law and that persons insured by Surplus Lines Carriers do not have the protection of the Florida Insurance Guaranty Act to the extent of any right of recovery for the obligations of an insolvent unlicensed insurer. Mr. Frohme said that it is his understanding that the reason for this provision is that the issuer of the policy is not registered with or regulated by the State of Florida so the policies issued don't qualify for the Florida Insurance Guaranty Act.

The Vice Chairman next asked when the Authority's April meeting should be held. After a brief discussion, it was agreed that the Authority's next meeting be held on April 18, 2024, at 4:00 p.m. at The Nunez Law Firm, 3610 Broadway, Fort Myers, Florida.

The Vice Chairman then asked if anyone had anything further to bring before the Authority. There being no further business to come before the Authority, on a motion duly made by Mr. Frohme and seconded by Ms. Yates, the meeting was adjourned at 5:07 p.m.

Respectfully submitted,



Walter Ferguson, Vice Chairman



Kirk Frohme, Secretary

Approved at the April 18, 2024,
Meeting of the Housing Finance
Authority of Lee County, Florida