

HOUSING FINANCE AUTHORITY OF LEE COUNTY, FLORIDA

MINUTES OF REGULAR MEETING

July 18, 2024

4:00 p.m.

On Thursday, July 18, 2024, at 4:00 p.m. in the offices of The Nunez Law Firm, 3610 Broadway, Fort Myers, Florida, E. Walter Barletta, Chairman of the Housing Finance Authority of Lee County, Florida (the "Authority"), called the meeting to order.

Immediately thereafter, the Chairman called for a roll call of the members. Philip Burnett, Esq., counsel for the Authority, called the roll. E. Walter Barletta, Walter Ferguson, and P. Michael Villalobos were present at the meeting. Kirk Frohme appeared by phone. Virginia Yates had an excused absence. Also 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 Fisher 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, and Helen Feinberg with RBC Capital Markets ("RBC"), a co-managing underwriter.

The 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 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. Ferguson and seconded by Mr. Villalobos, the members of the Authority unanimously approved the minutes of the Authority's June 6, 2024, regular meeting.

The Chairman then addressed the Authority's consideration of Item V on the Authority's Agenda, i.e., consider, discuss, and confirm the actions taken by the Authority's Professional Staff in their review and approval of the Short Form Application (CDBG-DR) for Multifamily Bond Financing filed with the Authority for \$28,000,000 of financing for a Project known as Coral Pines Apartments, located at 3020 Ceitus Pkwy, Cape Coral, FL and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that this matter and three other Short Form Application requests for funding on the agenda were not noticed publicly

because they were not received by the Authority prior to the deadline for the Authority's publication of its public notice for this meeting. He said, however, that due to the four applicants' need for the Authority to promptly respond to their requests, consideration of the various Short Form Applications were placed on the Authority's Agenda to be considered as "New Business" under Item XIV of the Agenda, i.e., "Such others as may come before the meeting." Mr. Burnett said that, based upon the above, he requests that the Authority consider them now as "New Business". It was agreed that Mr. Burnett should proceed. Mr. Burnett then said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Ferguson and seconded by Mr. Villalobos, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

The Chairman then addressed the Authority's consideration of Item VI on the Authority's Agenda, i.e., consider, discuss, and confirm the actions taken by the Authority's Professional Staff in their review and approval of the Short Form Application (CDBG-DR) for Multifamily Bond Financing filed with the Authority for \$24,000,000 of financing for a Project known as Coral Pines Senior Apartments, located at 3020 Ceitus Pkwy, Cape Coral, FL and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Villalobos and seconded by Mr. Ferguson, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

The Chairman next addressed the Authority's consideration of Item VII on the Authority's Agenda, i.e., consider, discuss, and confirm the actions taken by the Authority's Professional Staff in their review and approval of the Short Form Application (CDBG-DR) for Multifamily Bond Financing filed with the Authority for \$28,350,000 of financing for a Project known as The Reserve at Eastwood Apartments, located at the Southeast Corner of Ortiz Avenue and Hanson Street, Fort Myers, FL and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he

issue the letter referred to above. Thereafter on a motion duly made by Mr. Villalobos and seconded by Mr. Ferguson, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

The Chairman next addressed the Authority's consideration of Item VIII on the Authority's Agenda, i.e., consider, discuss, and confirm the actions taken by the Authority's Professional Staff in their review and approval of the Short Form Application (CDBG-DR) for Multifamily Bond Financing filed with the Authority for \$28,500,000 of financing for a Project known as Ekos on Evans, located at 3501 Evans Avenue, Fort Myers, FL and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Ferguson and seconded by Mr. Villalobos, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

The Chairman again recognized Mr. Burnett. Mr. Burnett said that, in addition to the four Short Form Applications referred to above, five additional Short Form Application requests for funding were filed with the Authority but not noticed publicly because they were not received by the Authority prior to the deadline for the Authority's publication of its public notice for this meeting. Further, they were not on the Agenda for the Authority's meeting. He said, however, that like the four Applicants mentioned above, due to their need for the Authority to promptly respond to their requests, the five additional Short Form Applications filed with the Authority be considered as "New Business" under Item XIV of the Agenda, i.e., "Such others as may come before the meeting." Mr. Burnett said that, based upon the above, he requests that the Authority consider them now as "New Business". It was agreed that Mr. Burnett should proceed.

Mr. Burnett said that the first of the five Short Form Applications submitted to the Authority for financing after it submitted its Public Notice for publication and not on the Authority's Agenda was for \$16,000,000 of financing for a Project known as Egret on 41 located on S. Tamiami Trail, Southeast of the intersection of Elwood Road and S. Tamiami Trail, Fort Myers, FL, in Unincorporated Lee County 33908 and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) (the "Application") with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion

duly made by Mr. Villalobos and seconded by Mr. Ferguson, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

Mr. Burnett said that the second of the five Short Form Applications submitted to the Authority for financing after it submitted its Public Notice for publication and not on the Authority's Agenda was for \$23,250,000 of financing for a Project known as Ava Square located at 233-309 Hancock Bridge Pkwy, Cape Coral, FL, in Unincorporated Lee County 33908 and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) (the "Application") with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Ferguson and seconded by Mr. Villalobos, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

Mr. Burnett said that the third of the five Short Form Applications submitted to the Authority for financing after it submitted its Public Notice for publication and not on the Authority's Agenda was for \$12,500,000 of financing for a Project known as The Residences located at Watts Road and Dividend Drive, Fort Myers, FL, 33905 and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) (the "Application") with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Villalobos and seconded by Mr. Ferguson, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

Mr. Burnett said that the fourth of the five Short Form Applications submitted to the Authority for financing after it submitted its Public Notice for publication and not on the Authority's Agenda was for \$25,250,000 of financing for a Project known as The Residences II located at Watts Road and Dividend Drive, Fort Myers, FL, 33905 and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) (the "Application") with the Authority, paid the \$500

application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Ferguson and seconded by Mr. Villalobos, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

Mr. Burnett said that the fifth of the five Short Form Applications submitted to the Authority for financing after it submitted its Public Notice for publication and not on the Authority's Agenda was for \$13,500,000 of financing for a Project known as Tilton Court located at 4568 Tilton Court, Fort Myers, FL, 33907 and the Chairman's issuance of a letter for their use in applying for financing from the Lee County Government. The Chairman then recognized Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) (the "Application") with the Authority, paid the \$500 application fee to the Authority, and that the Authority's Professional Staff had reviewed the Application and had recommended to the Chairman that he issue the letter referred to above. Thereafter on a motion duly made by Mr. Villalobos and seconded by Mr. Ferguson, the members of the Authority unanimously approved and confirmed the actions taken by the Authority's Professional Staff as described above and authorized the Chairman to execute and issue the letter referred to above to the Applicant.

Mr. Burnett then summarized the status of the Authority's possible funding of various proposed multifamily projects seeking funding from both the Lee County (CDBG-DR) Program ("Lee County Program") and from the Authority. He said that the Lee County Program is initially offering \$150,000,000 of funding to applicants in the Lee County Program. However, he said that the Lee County Program had received funding requests from sixty (60) plus applicants for over \$1 billion. Mr. Burnett said that, on the other hand, the Authority has received funding requests from seventeen (17) applicants for tax-exempt volume cap funding seeking \$413,380,000, all of which have applied for and are dependent on funding from the Lee County Program for their multifamily projects to go forward. He then said that, to make it more difficult, the Lee County Program has asked applicants to their Program to confirm the availability of tax-exempt volume cap funding allocation from those entities that are providing financing using tax-exempt volume cap allocation. Mr. Burnett then said that the Authority's Professional Staff had a conference call to discuss how the Authority should respond. At the conclusion of the conference call, the members of the Authority's Professional Staff agreed that Mr. Mustian would draft a proposed response to the Lee County Program's request. He then said that Mr. Mustian had prepared a proposed response that all of the members of the Authority's Professional Staff agreed to, and it was forwarded to the applicants filing applications for funding with the Authority as well as to a representative of the Lee County Program. The response prepared by Mr. Mustian is: "The Lee HFA currently has approximately \$52 million in uncommitted carryforward allocation that can be applied toward CDBG-funded projects. In addition, the HFA will be eligible to apply for 2025

allocation in January for projects that have completed the TEFRA process prior to January 1. The allocation amount available in the region that Lee County participates in is expected to be in excess of \$130 million, and is available for requests within the region on a first-come, first served basis, with a lottery held if it is oversubscribed. The HFA does not intend to commit allocation to any particular project until the CDBG process is complete.” In conclusion, Mr. Burnett said the situation appears to be a “chicken and egg situation”, but the Authority cannot proceed until Lee County Government does. Mr. Burnett then asked Mr. Wranovix and Mr. Mustian if he had properly represented the matter to the Authority and they agreed that he had.

The Chairman next suggested that the members consider Item IX 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 Chairman recognized Mr. Wranovix. Mr. Wranovix said that the OAHOP Program is still alive but slowly moving. He concluded his remarks by saying that there was no need to transfer any additional funds to the OAHOP Program.

The Chairman then addressed the Authority’s consideration of Item X on the Authority’s Agenda, i.e., consider, discuss and vote on the Authority’s possible investment of a portion of its surplus funds with FL Class. The Chairman recognized Mr. Frohme, the Authority’s Investment Officer. Mr. Frohme said that he had compared investment returns from a FL Glass Statement for August of 2023 with the investment returns the Authority is receiving from the investments that it has with the Florida Municipal Investment Trust for six months and FL Glass had an annual return of 3% to 4% return versus an annual return of approximately 1%. Mr. Burnett asked Mr. Frohme if he had the Authority’s investments in various Certificates of Deposit. After a brief discussion, it was agreed that more research needs to be done and that this matter would be discussed at a later date after more research is done.

The Chairman then suggested that the members consider Item XI on the Authority’s Agenda, i.e., consider, discuss, and vote on the Authority’s Budget for its FYE 9/30/25 and that the Authority consider and discuss its possible amendment to its Budget for its FYE 9/30/24. The Chairman recognized Mr. Frohme. Mr. Frohme said that he still had various questions and issues with the proposed Budget for the Authority’s 9/30/25 FYE and the possible amendment to the Authority’s 9/30/24 FYE Budget, primarily dealing with respect to the reporting of income. He said that he would like Ms. Yates to check with the Authority’s accountants on the proposed income for both Budgets. He further said that he thought that the Authority’ proposed Budget for its 9/30/25 FYE and the possible amendment to the Authority’s 9/30/24 FYE Budget be tabled until the Authority’s next meeting. The members then agreed that Mr. Burnett would ask Ms. Yates to check with the Authority’s Accountants concerning the possible amortization of some income from prior closings of bond financings for both Budgets and that the Authority would vote

on the final approval of its Budget for its FYI 9/30/25 and the possible amendment of the Authority's Budget for its 9/30/24 FYE at the Authority's next meeting.

The Chairman then suggested that the members consider Item XII on the Authority's Agenda, i.e., consider, discuss, and approve the proposed Settlement Agreement on the Notice of Violation ("NOV") filed by HUD/FHA against the Authority and take any action necessary with respect to this matter. The Chairman recognized Mr. Burnett. Mr. Burnett said that this matter had been placed on the Authority's Agenda because he had sent a draft of the proposed Settlement Agreement to all of the members but had only received two responses from the members, one from Mr. Frohme and one from the Chairman. The one from Mr. Frohme stating that he thought that the Authority had only agreed to pay \$6,000 to settle this matter and the one from the Chairman stating that he agreed with Mr. Burnett's comments to the effect that he was not sure that the Authority could meet certain deadlines set forth in the Settlement Agreement or the reasons for some of the other provisions in it. Mr. Burnett said that he had not received any responses from the other three members of the Authority and that he therefore did not know how to proceed. After a brief discussion, it was agreed that, if any of the members have any comments, they would forward them to Mr. Burnett and that he should attempt to negotiate a resolution of this matter. In addition, on a motion duly made by Mr. Ferguson and seconded by Mr. Villalobos, the members unanimously authorized Mr. Burnett to attempt to resolve this matter with HUD/FHA subject to the Chairman's approval and that the Chairman be authorized to pay the \$6,000 settlement fee.

The 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 Chairman then recognized Mr. Ferguson. Mr. Ferguson said that, in the absence of the Authority's Treasurer, Virginia Yates, he 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 June, all as set forth below:

June 2024

Ck # 1833 CliftonLarsonAllen LLP - Audit – Authority	\$ 981.75
Ck # 1834 Markham Norton Mosteller Wright & Co.-Accounting	\$ 4,920.00
Ck # 1835 Philip L. Burnett, P.A. - Retainer/Fees/Admin/Other	\$11,282.71
Ck # 1836 Sarasota County-50% of fees Authority received in Connection with the Lofts on Lemon and Amaryllis Park Place III Multifamily Projects in Sarasota County	\$ 1,500.00

Immediately thereafter, on a motion duly made by Mr. Villalobos and seconded by Mr. Frohme, the members of the Authority approved the payment of the Authority's remaining bills and invoices submitted for payment in June of 2024. Mr. Ferguson said that check # 1837 in the amount of \$2,123.15 had been made payable to Mr. Barletta instead of to him. It was supposed

to be reimbursement to him for his expenses incurred while attending the Florida ALHFA Conference in St. Augustine, which Mr. Barletta did not attend. Mr. Ferguson said that he would void the check and return it to Ms. Yates.

The 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 Chairman recognized Mr. Ferguson. Mr. Ferguson said that next year's Florida ALHFA Conference will be held in Clearwater.

The Chairman then recognized Mr. Frohme. Mr. Frohme said that he had learned that the Authority had been placed in a new Region, i.e., Region 11. He then asked Mrs. Feinberg if she knew what other counties are in Region 11 and what the expected tax-exempt volume allocation is expected to be. Mrs. Feinberg said that this year, Region 8 had \$114,246,000 of tax-exempt volume cap allocation. In addition, she said that the new Region includes Sarasota, Desoto, Charlotte, Lee, Hendry, Collier, and Monroe Counties and the projected tax-exempt volume cap allocation for Region 11 for 2025 is \$122,319,000.

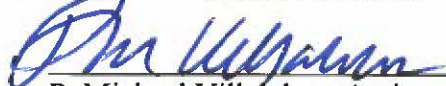
The Chairman next asked when the Authority's next meeting should be held. After a brief discussion, it was agreed that the Authority's next meeting will be held on August 22, 2024, at 4:00 p.m. at The Nunez Law Firm, 3610 Broadway, Fort Myers, Florida.

The 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. Ferguson and seconded by Mr. Villalobos, the meeting was adjourned at 5:11 p.m.

Respectfully submitted,



E. Walter Barletta, Chairman



P. Michael Villalobos, Assistant Secretary

Approved at the August 22, 2024,
Meeting of the Housing Finance
Authority of Lee County, Florida