

HOUSING FINANCE AUTHORITY OF LEE COUNTY, FLORIDA

MINUTES OF REGULAR MEETING

September 19, 2024

4:02 p.m.

On Thursday, September 19, 2024, at 4:02 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 called the roll. E. Walter Barletta, Walter Ferguson, Virginia Yates, and Kirk Frohme were present at the meeting. P. Michael Villalobos had an excused absence. Lisa Maitland of Philip Burnett, PA was also present. Appearing by phone were Tim Wranovix with Raymond James and Associates, Inc. ("Raymond James"), the Authority's managing underwriter, Braxton Parsons and Claire Merritt 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 with RBC Capital Markets ("RBC"), a co-managing underwriter and Sue Denihan with Housing and Development Services, Inc. d/b/a eHousingPlus ("eHousing").

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. Frohme and seconded by Mr. Ferguson, the members of the Authority unanimously approved the minutes of the Authority's August 22, 2024, regular meeting.

The Chairman then addressed 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 filed with the Authority for \$23,000,000.00 of financing for a Project known as **Amaryllis Park Place 4**, located at **Site 1**: 21st Street, approximately 500 feet southwest of the intersection of 21st Street and N Osprey Avenue Sarasota, FL and **Site 2**: 1442 & 1456 22nd Street, Sarasota, FL and the Chairman's issuance of a letter for their use in applying for financing from the Florida Housing Finance Corporation. The Chairman recognized

Mr. Burnett. Mr. Burnett said that the Applicant had filed the above-mentioned Short Form Application (CDBG-DR) with the Authority, and 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. Frohme 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 VI on the Authority's Agenda, i.e., consider, discuss, and vote on the creation of goals and objectives to be achieved by the Authority as well as performance measures and standards, which are to be done and published on the Authority's Website by October 1, 2024, to comply with an amendment to the Special Districts Statute and to comply with the requirement of publishing an annual report on same on the Authority's Website by December 1st of each year thereafter. The Chairman recognized Mr. Burnett. Mr. Burnett said that he received an email from Florida ALHFA around early to mid-September announcing the amendment to the Special Districts Statute, with an attached copy of Escambia County HFA's draft of its goals and objectives and a copy of the pertinent Florida Statute. Discussion: Program versus Goals. Mr. Burnett said that the Statute is very vague and that it can be interpreted in a variety of ways. He said, however, that to put the Authority in a position to attempt to be in compliance with the Statute, he had prepared, and his office had distributed a draft of Goals and Objectives for the Authority to adopt. He said that it addresses goals and objectives for three programs of the Authority, i.e., Multi-Family Guidelines; OAHOP Program and MCC Program, including updating the Website. He said that the draft of the Goals and Objectives had been sent out so late that he was sure not everyone had had an opportunity to review and comment on it. He said, however, that Mr. Frohme had submitted various suggested revisions to the draft of the Goals and Objectives, almost all of which were grammatical or style in nature. He said that he had not had the time to revise the document but that he would adjust the Goals and Objectives document as long as it doesn't change what the Authority approves. After a short discussion, on motion by Mr. Frohme and seconded by Ms. Yates, the members of the Authority unanimously approved the proposed draft of Goals and Objectives and instructed Mr. Burnett to make sure that they are published on the Authority's Website on or before October 1, 2024.

The Chairman next addressed the Authority's consideration of Item VII on the Authority's Agenda, i.e., consider and discuss the Authority's participation in the Edison National Bank Positive Pay Program ("Program"), which is an automated fraud detection tool used to verify the legitimacy of checks presented for payment. The Chairman recognized Ms. Yates. Ms. Yates stated that documentation had been sent to Counsel to implement the Program and she recommended that the Authority go ahead and approve and implement the Authority's participation in the Program. The Chairman recognized Mr. Burnett, and he briefly discussed

various provisions in the Program, for example, that the Authority's Bank Accounts would have to be reviewed online daily. On motion duly made by Mr. Frohme and seconded by Mr. Ferguson, the members of the Authority unanimously agreed that the Authority should participate in the Program and that it be implemented as soon as possible. A general discussion took place as to which member or members of the Authority will be given the responsibility to review the Authority's accounts daily. It was suggested that Ms. Yates would be the primary person designated to check the Authority's accounts daily. It was then suggested that Mr. Villalobos be designated as the backup person to Ms. Yates. Mr. Frohme mentioned that there is a 1:00 P.M. daily deadline to review the Authority's bank accounts with Edison National Bank. Thereafter, on motion duly made by Mr. Frohme and seconded by Mr. Ferguson, the members of the Authority unanimously agreed to and authorized the Authority to participate in and to implement the Edison National Bank Positive Pay Program, with Ms. Yates being designated as the Authority's point person and Mr. Villalobos being designated as the backup person to check the Authority's bank accounts daily.

The Chairman next suggested that the members consider Item VIII 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 Program was moving along, there was some action taking place in the Authority's OAHOP Program. Ms. Denihan commented that lower interest rates, which were recently reduced, might generate some activity in the Authority's OAHOP Program.

The Chairman next suggested that the Authority consider Item IX 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 Ms. Yates. She 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 September, all as set forth below:

September 2024

Ck# 1850	CliftonLarsonAllen	Prepaid Audit Expense	\$10,998.75
Ck# 1851	Papyrus	Website Expense	\$ 107.96
Ck# 1852	Philip L. Burnett, PA	Fees/Office Expenses	\$11,649.78
Ck# 1853	Florida ALHFA	Membership Dues 24/25	\$ 1,000.00

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

Ms. Yates then reported that the 2024 Audit of the Authority's books, records and financial statements has already commenced. Further, she said that she and Mr. Burnett had already received an online "Questionnaire" that they were asked to fill out. Mr. Frohme inquired as to what the "Questionnaire" entailed and as to what type of questions were asked. Mr. Burnett said that the questions asked were like the questions that Ms. Yates and he have been asked to answer in the past with prior audits of the Authority. He said that they are primarily directed to uncover fraudulent activities, procedural issues as to how the Authority handles its financial transactions, to clear up various issues that come up from time to time and, to the extent necessary, to attempt to make sure that the Authority is operating within the law.

The Chairman then suggested that the Authority address Item X on the Authority's Agenda, i.e., such other matters as may come before the meeting. The Chairman recognized Ms. Yates. Ms. Yates said that she had spent hours trying to obtain a UEI # so that the Authority can complete its filing with FHA/HUD and that she finally gave up. She said that she then contacted SAM.GOV to ask them to help the Authority obtain a UEI#. She then requested that the Authority approve payment for assistance with renewing the Authority's UEI # through Sam.Gov for \$599/year for 5 years, the fee increases to \$899/yr starting next year. A brief discussion then took place. Immediately thereafter, on a motion duly made by Mr. Ferguson and seconded by Mr. Frohme, the members of the Authority unanimously approved the retention of SAM.GOV to assist the Authority in obtaining a UEI# and authorized the payment of \$599/year for five years for such services. It was noted that the above expense is not included in the Authority's Budget for its fiscal year ending 9/30/25 and, therefore, said Budget will need to be amended to provide for the expense.

The Chairman then recognized Mr. Burnett. Mr. Burnett said that, as he previously advised the Authority, he is a member of the Evaluation Committee created by the Lee County BOCC to recommend which multifamily projects should receive funding from the Lee County Government's CDBG-DR Program. He said that the first Evaluation Committee meeting to determine CDBG-DR funding was held on 9/9/24 and the next meeting is scheduled to be held on 10/7/24. He said that at the first Evaluation Committee meeting, the Evaluation Committee recommended four multifamily projects to the Lee County BOCC. Further, of those four multifamily projects recommended to the Lee County BOCC, two of them had filed Short Form Applications with the Authority, i.e., Kekos on Evans and Ava Square. Mr. Burnett said that the Lee County Government had asked him if the Kekos' tax-exempt volume cap allocation will expire by year's end if it does not close. Mr. Mustian confirmed that there is no expiring carryforward of the Authority's volume cap allocation this year. Therefore, as far as the Authority is concerned, there is no need for the transaction to close by the end of the year.

Mr. Burnett then asked Mr. Mustain or Mr. Wranovix to explain how the new tax-exempt volume cap allocation process is going to work for allocation purposes starting on 1/1/25.

Mr. Wranovix said that there are going to be Affordable Housing Pools - Regional Affordable Allocation Pool from 1-1-25 to 5-31-25 and 6-1-25 to 9-30-25 Statewide Affordable Allocation Pool for unallocated volume cap, all of which will award tax-exempt volume cap on a first come first served basis. He said that the Authority is presently in Region 8 and beginning 1/1/25, it will be in Region 11. Ms. Yates asked if there will be a change in the amount of the tax-exempt volume cap to be distributed in the new Region 11. Mr. Wranovix said that it is anticipated that the new Region 11 will have approximately \$127,000.000 of tax-exempt volume cap allocation available for distribution on 1/1/25. Mr. Burnett concluded his remarks by saying that, although both Amaryllis Park Place 3 and Lofts on Lemon Multifamily Projects have promised to file amended applications so that their Projects can proceed to close, neither of them has done so to date.

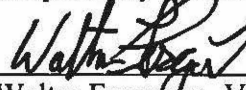
The Chairman then recognized Mrs. Feinberg. Mrs. Feinberg said that Lincoln Avenue Capital ("Lincoln") had reached out to her about there possibly doing a multifamily project in Sarasota County but that she didn't have any of the particulars. Mr. Wranovix said that he had also been contacted by Lincoln and that he and Mr. Burnett had discussed the possible multifamily project.

The Chairman again recognized Ms. Yates. Ms. Yates suggested that all the members of the Authority and its Professional Staff should review the Authority's Website so that it can be updated.

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 October 17, 2024, at 4:00 p.m. at The Nunez Law Firm, 3610 Broadway, Fort Myers, Florida. The Chairman noted that Mr. Ferguson would have to chair the meeting as he will not be able to attend the Authority's next meeting.

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 Ms. Yates, the meeting was adjourned at 4:54 p.m.

Respectfully submitted,



Walter Ferguson, Vice Chairman



Kirk Frohme, Secretary

Approved at the October 17, 2024,
Meeting of the Housing Finance
Authority of Lee County, Florida