

CERTIFICATE OF SECRETARY

NEW JERSEY HOUSING & MORTGAGE FINANCE AGENCY

I, Marge M. Della Vecchia Executive Director, hereby certify that I am the Secretary of the New Jersey Housing and Mortgage Finance Agency, and as the Secretary, I certify that the attached copy of the proceedings of the Board Meeting of the New Jersey Housing and Mortgage Finance Agency is a true and correct copy of the minutes of the March 22, 2010 meeting of the Agency.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Housing and Mortgage Finance Agency this 22th day of March 2010.



Marge M. Della Vecchia, Secretary
New Jersey Housing and Mortgage Finance Agency

**MINUTES OF THE 348TH BOARD MEETING
OF THE
NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY**

MEMBERS:

- * Robert Romano, Assistant Attorney General
(representing Paula Dow, Attorney General)
- ** Steve Petrecca, Assistant Manager, Office of the State Treasurer
(representing Andrew Sidamon-Eristoff, State Treasurer)
- *** Thomas Hunt, Assistant Director, Office of Consumer Finance, Department of Banking and Insurance
(representing Thomas Considine, Acting Commissioner, Department of Banking and Insurance)
- **** Dan Bachalis, Regional Coordinator, Community Services, Division of Mental Health Services
(representing Jennifer Velez, Commissioner, Department of Human Services)
Monsignor William Linder
Patricia Mueller *via telephone*

**OFFICIALS
PRESENT:**

Marge Della Vecchia, Executive Director
Tracee Battis, Chief of Programs
Lenore Rosner, Chief of Operations
Leslie Lefkowitz, Chief of Legal and Regulatory Affairs
Michael Staton, Director of Multifamily Programs and Credits
Claudia Lovas, Director of Program Development and Outreach
Darryl Applegate, Director of Regulatory Affairs
Pam McCrory, Director of Supported Housing and Special Needs
Bob Sasso, Director of Property Management
Chris Bauer, Assistant Director of Property Management
Debbie Keramus, Multi-Family Coordinator
Jerry Keelen, Director, Single Family
Dana Irlbacher, Assistant Director, Single Family
Michael Floyd, Chief of Program Services
Debra Urban, Director of Tax Credits
John Murray, Director of Multifamily Lending
Barbara Geary, Legal Affairs Officer
Gira Bose, Director of Government Relations
Todd Evans, Director of Capital Markets
Terry Fink, Director of Finance
Jim Peasco, Legal Research Analyst
Whit Gooch, Director of Tech Services
Harry Stevens, General Services Assistant
Carilyn Willis, Executive Secretary

OTHERS

PRESENT:

Kim Sked, Deputy Attorney General
Jennifer Linett, Deputy Attorney General
Elisa Sananmon, New Jersey Connect, Inc.
Sandy Cipollone, IRM
Mark Moran, IRM
Azi Mandual, Treetop
Tom Hower, Governor's Authority Unit
Mr. Fink, Leewood
Lea Kodell, Paterson Park
Mr. Sam, CRG, Inc.
Antyom Rogou, Rutgers

- * Letter of May 1, 2009 designating Robert Romano to represent the Attorney General
- ** Letter of March 2, 2010 designating Steve Petrecca to represent the State Treasurer
- *** Letter of March 4, 2010, designating Thomas Hunt to represent Thomas Considine, Acting Commissioner, Department of Banking and Insurance
- **** Letter of March 22, 2010 designating Dan Bachalis, to represent Jennifer Velez, Commissioner, Department of Human Services

Thomas Hunt, Chaired the HMFA Board Meeting of March 22, 2010.

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 March 5, 2010 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."

SINGLE FAMILY

CHOICE #07-18 - TARPY'S ESTATES - AUTHORIZAION TO CONDITIONALLY RELEASE LIENS – ITEM 1A.

Steve Petrecca moved and Monsignor Linder seconded 1. Authorization to conditionally release Agency liens on four properties as part of a construction loan workout plan involving the project known as Tarpay Estates, which received the loan under the Choices in Home Ownership Incentives Created for Everyone ("CHOICE") Program. 2. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action under the Intercreditor Agreement or CHOICE Program documents that is necessary to protect the Agency's financial interest in the CHOICE construction loan repayment.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

CHOICE #09-40 - GEORGE STREET COMMONS - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 1B.

Monsignor Linder moved and Steve Petrecca seconded 1. Approval of an extension of a financing commitment for the project known as CHOICE # 09-40, George Street Commons, to June 22, 2010. 2. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action that is necessary to effectuate this transaction.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

MULTI-FAMILY

HMFA #02527/SNHTF #241 – GRAND CENTRAL - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2A.

Steve Petrecca moved and Robert Romano seconded 1. Approval of an extension of a mortgage commitment in permanent financing from the sale of tax-exempt bonds or other funds available to the Agency for a project known as Grand Central, HMFA #02527/SNHTF #241 for an estimated amount of \$8,148,000 and a second mortgage loan commitment for an estimated amount of \$1,000,000 in permanent financing from the Special Needs Housing Trust Fund. This commitment extension will expire on April 5, 2010. All other terms and conditions of the request for action dated January 14, 2010 regarding this project shall remain the same.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

HMFA #02182 – A. HARRY MOORE, PHASE II – APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2B.

Robert Romano moved and Steve Petrecca seconded 1. Approval of an extension of a mortgage commitment for permanent financing from the sale of taxable bonds or other funds available to the Agency for a project known as A. Harry Moore, Phase II, HMFA #2182, for an estimated \$791,000. This commitment extension will expire on July 31, 2010. The Executive Director is authorized to extend the commitment for two additional consecutive three-month periods, if deemed appropriate in her sole discretion. All other terms and conditions of the request for action dated December 20, 2007 regarding this project shall remain the same.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

HMFA #01417 – HERITAGE VILLAGE AT SEABREEZE – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT AND MODIFICATION – ITEM 2C.

Monsignor Linder moved and Steve Petrecca seconded 1. Approval of a mortgage recommitment for an estimated \$8,030,000 in permanent financing for a project known as Heritage Village at Seabreeze, HMFA #01417, upon the terms and conditions set forth in the Request for Action. 2. Approval of a second mortgage loan recommitment for an estimated \$2,550,000 in permanent financing from the Strategic Zone Lending Pool as a subsidy loan for a project known as Heritage Village at Seabreeze, HMFA #01417, upon the terms and conditions set forth in the Request for Action.

3. Approval of a modification of the repayment terms of the Strategic Zone Lending Pool subsidy loan for a project known as Heritage Village at Seabreeze, HMFA #01417, upon the terms and conditions set forth in the Request for Action.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

HMFA #02427 – THE MONTICELLO – APPROVAL OF A DECLARATION OF INTENT – ITEM 2D.

Robert Romano moved and Dan Bachalis 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 \$14,786,000 in construction and permanent financing for a project known as The Monticello, HMFA #02427, 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 approval, the Board expresses its present intent to issue bonds for this project. The ability of the project to conform to the Agency's Underwriting Guidelines and Financing Policy, 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 financing. 2. Approval of a "Declaration of Intent" stating the intention of the Agency to fund a project known as The Monticello, HMFA #02427 from the City Living Program in an estimated amount of \$4,000,000 in an estimated amount of \$4,000,000 in construction and permanent financing by way of a second mortgage loan, upon the terms and conditions set forth in the Request for Action. Approval of this "Declaration of Intent" will establish the eligibility of costs associated with development work on the project. The ability of the project to conform to the City Living Loan Program Guidelines or other applicable laws has not yet been determined. This action does not obligate the Agency to take any further action in connection with this project, including any action to provide first mortgage financing or gap financing. The approval of this Declaration of Intent is not intended to give this project any preference over any other project financing.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

SUPPORTIVE HOUSING SPECIAL NEEDS HOUSING TRUST FUND

HMFA #02479/SNHTF #142 - BERGENLINE SUPPORTIVE HOUSING – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 3A.

Steve Petrecca moved and Robert Romano seconded 1. Approval of a mortgage loan commitment for an estimated \$920,000 in permanent financing from Special Needs Housing Trust Fund for a project known as Bergenline Supportive Housing, HMFA # 02479/SNHTF # 142, upon terms and conditions set forth in the Request for Action.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

HMFA #02547/SNHTF #220 - APARTMENTS AT ST. ELIZABETH'S, HUD 811 – APPROVAL OF A GRANT COMMITMENT - ITEM 3B.

Monsignor Linder moved and Robert Romano seconded 1. Approval of a grant commitment for an estimated \$986,100 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as Apartments at St. Elizabeth's HUD 811, HMFA #02547, SNHTF #220, upon the terms and conditions set forth in the Request for Action.

Elisa Sananman, Executive Director, New Jersey Connect, Inc. Co-Developer of the Apartments at St. Elizabeth's, thanked the Board on behalf on New Jersey Connect and The Domus Corporation for their support of the project.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

HMFA#02631, SNHTF#213 - PATERSON PARK - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 3C.

Steve Petrecca moved and Dan Bachalis seconded 1. Approval of a mortgage commitment for an estimated \$3,341,000 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as Paterson Park, HMFA #02631 SNHTF#213, upon the terms and conditions set forth in the Request for Action.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

REGULATORY AFFAIRS

HMFA #607 - WILLIE T. WRIGHT – APPROVAL OF A TRANSFER OF OWNERSHIP AND PREPAYMENT OR ASSUMPTION OF MORTGAGE – ITEM 4A.

The actions requested were: 1. Approval of a transfer of ownership of the project known as Willie T. Wright Apartments, HMFA #607, from West Kinney Associates, L.P. to W.T. Apartments LLC. 2. Approval of a prepayment of the Agency mortgages or, in the alternative, assumption of the Agency mortgages with subordinate financing. 3. Authorization for the Executive Director or any Chief to execute any and all documents necessary to effectuate the above actions.

Monsignor Linder asked that the vote be postponed for one meeting. Thomas Hunt advised the public that the Board was in receipt of a letter dated March 3, 2010 from the non-profit consulting general partner seeking an extension of time before the Board makes a decision in this matter.

Monsignor Linder moved and Robert Romano seconded extending the vote until the next Board meeting which is April 15, 2010.

Thomas Hunt asked if there was anyone who wished to address the board. Mark Morgan, President of Interstate Realty Management asked to address the Board.

Mr. Morgan stated that approval of today's requested actions would be in the best interests of the residents and the community. He added that he was not sure what another extension will provide the non-profit since they have had a number of months to take pro-active steps. Board Member Robert Romano asked Mr. Morgan if there was any harm suffered by extending. Mr. Morgan stated that the property has experienced some financial losses for sometime and it has become very difficult to manage the property with the non-profit partner in place.

There was no further Board discussion.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

TAX CREDIT

ADOPTION OF THE 2010 QUALIFIED ALLOCATION PLAN – ITEM 5A.

*Monsignor Linder moved and Steve Petrecca seconded 1. Approval of the adoption of the 2010 Low Income Tax Credit Qualified Allocation Plan ("QAP") as amendments to N.J.A.C. 5:80-33.1 et seq. substantially in the form attached to the Request for Action. 2. Approval of the summaries and responses to public comments to the above amendment substantially in the form attached to the Request for Action, with authorization for the Executive Director to make such editorial changes as may be necessary to present the responses and their accompanying data in clear, readable form in the *New Jersey Register*.*

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

PORTFOLIO DISPOSITION

HMFA #01260 - VICTORIA MEWS - APPROVAL OF DECLARATION OF DEFAULT – ITEM 6A.

Steve Petrecca moved and Robert Romano seconded 1. Approval of a Declaration of Default regarding Victoria Mews Assisted Living Community of Boonton Township, LLC, which is in default of certain provisions as set forth below of the First Mortgage executed by Victoria Mews Assisted Living Community of Boonton Township, LLC on May 23, 2001. 2. Authorization for the New Jersey Housing and Mortgage Finance Agency to exercise the remedy under the First Mortgage Note and Financing, Deed Restriction and Regulatory Agreement dated May 23, 2001 and declare the outstanding balance of the principal sum plus accrued interest, the servicing fee and all other liabilities under the Loan Documents to be immediately due and payable. 3. Authorization to accept full payoff by Victoria Mews Assisted Living Community of Boonton Township, LLC of all principal, interest, fees and charges due pursuant to the Loan Documents and cancel all Loan Documents and all obligations there under, except for the existing Agency deed restriction requirement of affordability.

Chairman Hunt asked if the tenants would continue to receive services. Mr. Floyd answered that both the low income and the market tenants will continue to receive very good services. He added that aside from the financial difficulties the project was well run.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

ADMINISTRATION

APPROVAL TO ENTER INTO A MEMORANDUM OF UNDERSTANDING CONCERNING PARTICIPATION IN THE NJCESP AGGREGATION AND PURCHASE OF ELECTRIC POWER – ITEM 7A.

Steve Petrecca moved and Robert Romano seconded 1. Approval for the Executive Director or his/her designee, upon the approval of the Attorney General, and after a review of the projected savings as provided by the New Jersey Department of Treasury, Office of Energy's consultant review of load profiles with a determination that there will be a projected cost advantage to the Agency in executing the Memorandum of Understanding, to sign and enter into a Memorandum of Understanding between the State of New Jersey and Participating State Agencies, Authorities, and Colleges concerning participation in the NJCESP Aggregation and Purchase of Electric Power.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

OTHER BUSINESS

PREDEVELOPMENT LOAN AND ACQUISITION FOR NONPROFITS (PLAN) FUND- APPROVAL TO EXTEND THE AGREEMENT WITH TRF – ITEM 8A.

Monsignor Linder moved and Dan Bachalis seconded 1. Authorize the Executive Director, Chief of Programs, Chief Financial Officer or Chief of Legal and Regulatory Affairs, in consultation with the Attorney General's Office, to enter into all necessary agreements and contracts to effectuate the continuation of the Agency's participation in the Predevelopment Loan and Acquisition for Nonprofit (PLAN) Fund for two (2) additional years, extending the expiration date to April 4, 2012.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

Executive Director Marge DellaVecchia acknowledged Whit Gooch and the Technical Services Division staff along with Debra Keramas from the Property Management Division for all of their hard work in reviewing project applications for potential HMFA funding. She stated that there were far more reviews completed than actual projects funded.

EXECUTIVE SESSION

Thomas Hunt read the following into the minutes:

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 with regard to the matter of Century Holdings LLC and 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 Romano moved and Steve Petrecca seconded a motion to enter into Executive Session at 10:50 a.m.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

RECONVENE TO PUBLIC

Steve Petrecca moved and Monsignor Linder seconded a motion to Reconvene to Public at 11:30 a.m.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

CENTURY HOLDINGS, LLC

Steve Petrecca moved and Robert Romano seconded that the Agency seek a 45-day extension in which to accept, reject or modify the initial decision.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

APPROVAL OF MINUTES

APPROVAL OF THE MINUTES OF THE AGENCY'S BOARD MEETING HELD MARCH 22, 2010 IN SUBSTANTIALLY FINAL FORM - ITEM 9A.

Monsignor Linder moved and Dan Bachalis seconded 1. Approval of the minutes of the Agency's Board Meeting held March 22, 2010 in substantially final form.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*

MOTION TO ADJOURN

Robert Romano moved and Steve Petrecca seconded a motion to adjourn at 11:32.

*Aye-Thomas Hunt, Robert Romano, Steve Petrecca, Dan Bachalis, Monsignor Linder, Patricia Mueller
Nay-None*



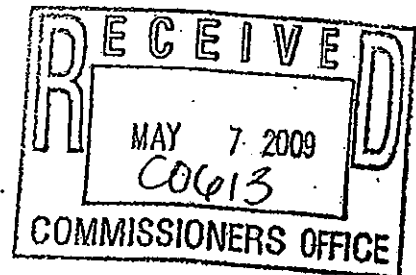
State of New Jersey
OFFICE OF THE ATTORNEY GENERAL
DEPARTMENT OF LAW AND PUBLIC SAFETY
PO Box 080
TRENTON NJ 08625-0080

JON S. CORZINE
Governor

ANNE MILGRAM
Attorney General

May 1, 2009

Honorable Joseph V. Doria, Jr.
Commissioner
Department of Community Affairs
New Jersey Housing and Mortgage Finance Agency
P.O. Box 18550
Trenton, New Jersey 08650



Dear Commissioner Doria:

I hereby designate Nancy Kaplen, Assistant Attorney General, to represent me in my absence at the meetings of the New Jersey Housing and Mortgage Finance Agency and to vote in my stead and to otherwise act on my behalf.

In addition, I am also designating Robert Romano, Assistant Attorney General, as an alternate designee.

Very truly yours,

Anne Milgram
Attorney General





State of New Jersey
OFFICE OF THE STATE TREASURER
PO Box 002
TRENTON NJ 08625-0002

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

ANDREW P. SIDAMON - ERISTOFF
State Treasurer

March 2, 2010

Marge DellaVecchia, Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue
PO Box 18550
Trenton, NJ 08650

Dear Ms. DellaVecchia:

I hereby designate Steve Petrecca, Department of Treasury to act as my permanent designee at all the meetings of the New Jersey Housing and Mortgage Finance Agency. Jim Petrino, Department of Treasury will serve as back-up should Steve not be available to attend.

Sincerely,

A handwritten signature in black ink, appearing to read "Andrew P. Sidamon-Eristoff".

Andrew P. Sidamon-Eristoff
State Treasurer



State of New Jersey
DEPARTMENT OF BANKING AND INSURANCE
OFFICE OF THE COMMISSIONER
PO Box 325
TRENTON, NJ 08625-0325
TEL (609) 292-7272

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

THOMAS B. CONSIDINE
Acting Commissioner

March 4, 2010

Marge Della Vecchia
Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue – PO Box 18550
Trenton, NJ 08650

Re: March 2010 Board Meeting Designee

Dear Ms. Della Vecchia:

My designee for the New Jersey Housing Mortgage and Finance Agency Board meeting on March 22, 2010 is Thomas Hunt, Assistant Banking Director, Office of Consumer Finance, Division of Banking.

If you have any questions, please do not hesitate to call Mr. Hunt at (609) 292-7272, ext. 50111.

Very truly yours,

A handwritten signature in black ink, appearing to read "Tom Considine".

Tom Considine
Acting Commissioner

c: Thomas Hunt
Assistant Director, Office of Consumer Finance

Terry McEwen
Director, Division of Banking



State of New Jersey
DEPARTMENT OF HUMAN SERVICES
PO Box 700
TRENTON NJ 08625-0700

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

JENNIFER VELEZ
Commissioner

March 22, 2010

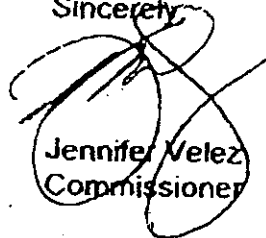
Marge Della Vecchia
Executive Director
NJ Housing and Mortgage Finance Agency
837 South Clinton Street
Trenton, NJ 08650-2085

Dear Ms. Della Vecchia:

Please be advised that Dan Bachalis, Regional Coordinator, Community Services, Division of Mental Health Services, will be the Department's representative to the March 22, 2010, board meeting of the New Jersey Housing and Mortgage Finance Agency in the absence of Mr. Martone. Mr. Bachalis has full authority to represent and take action on matters related to the Department of Human Services.

We appreciate the opportunity to participate in meetings of the HMFA Board and look forward to continuing to promote affordable housing needs for our citizens.

Sincerely,



Jennifer Velez
Commissioner

JV:11
c: Kevin Martone
Dan Bachalis