

**MINUTES OF THE 380<sup>TH</sup> BOARD MEETING  
OF THE  
NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY**

**MEMBERS:**

- \* Charles Richman, Deputy Commissioner, DCA  
(representing Richard E. Constable, III, Commissioner, DCA)
- \*\* Susan Fischer, Assistant Attorney General  
(representing Jeffrey S. Chiesa, Attorney General)
- \*\*\* Robert Romano, Deputy State Treasurer, Department of Treasury  
(representing Andrew Sidamon-Eristoff, State Treasurer)
- \*\*\*\* Thomas Hunt, Deputy Assistant Director, Office of Consumer Finance,  
Department of Banking and Insurance  
(representing Kenneth E. Kobylowski, Acting 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)  
Dorothy Blakeslee  
Stanley Weeks

**OFFICIALS  
PRESENT:**

Anthony Marchetta, Executive Director  
Claudia Lovas, Deputy Executive Director/Chief of Programs  
Leslie Lefkowitz, Chief Counsel  
David Bonomo, Chief Financial Officer  
Donna Rendeiro, Chief of Administration  
James Robertson, Deputy Chief of Legal and Regulatory Affairs  
John Murray, Director of Credit and Business Development  
Tanya Hudson-Murray – Assistant Director of Multifamily Programs and Lending  
Jerry Keelen, Director Single Family Programs  
Bob Huether, Assistant Director of Program Development and Outreach  
Joyce Earley, Supervisor of Single Family Construction Loan Programs  
Anthony Kasperek, Construction Officer  
Todd Evans, Director of Capital Markets and Bond Compliance Reporting  
Theresa Fink, Director of Finance  
Yirgu Wolde - Assistant Director of Supported Housing and Special Needs  
Bruce Blumenthal, Community Development Ombudsman  
Robert Sasso - Director of Property Management  
Whit Gooch - Director of Technical Services  
Darryl Applegate - Director of Regulatory Affairs  
Julie Reese, Manager of Accounting and Compensation  
Christi-Leigh Smith, Executive Secretary  
Harry Stevens, General Services Assistant  
Carilyn Willis, Executive Assistant

**OTHERS**

**PRESENT:**

Kavin Mistry, Deputy Attorney General  
Bruce Ciallelo, Deputy Attorney General  
Trish Roach, Deputy Attorney General  
Kerstin Sundstrom, Governor's Authorities Unit *via* Phone  
James Patterson, McElroy, Deutsch, Mulvaney & Carpenter  
Mickey Santiago, CWA 1032  
Patricia Kavanaugh, CWA 1032

- \* Letter of December 18, 2012 designating Charles Richman to represent the Commissioner, DCA
- \*\* Letter of April 12, 2011 designating Susan Fischer to represent the Attorney General
- \*\*\* Letter of December 10, 2010 designating Robert Romano to represent the State Treasurer, Andrew Sidamon-Eristoff
- \*\*\*\* Letter of February 13, 2012 designating Thomas Hunt to represent Kenneth E. Kobylowski, Acting Commissioner, Department of Banking and Insurance
- \*\*\*\*\* Letter of July 8, 2011 designating Cathy Boland to represent Jennifer Velez, Commissioner, Department of Human Services

December 20, 2012

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 December 10, 2012 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 NOVEMBER 8, 2012 MEETING OF THE HMFA BOARD – ITEM 1A.**

*Thomas Hunt moved and Dorothy Blakeslee seconded approval of the Minutes of the November 8, 2012 meeting of the Board.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

#### **APPROVAL OF THE MINUTES OF THE NOVEMBER 20, 2012 MEETING OF THE HMFA BOARD – ITEM 1B.**

*Thomas Hunt moved and Dorothy Blakeslee seconded approval of the Minutes of the November 20, 2012 meeting of the Board.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

### **SINGLE FAMILY**

#### **MORTGAGE ASSISTANCE PROGRAM (MAP) – APPROVAL OF PROGRAM FUNDING – ITEM 2A.**

*Thomas Hunt moved and Robert Romano seconded 1. Approval to de-appropriate and reallocate \$750,000 ("Re-allocated Funds") from the Strategic Zone Lending ("SZL") fund to the Agency's existing Mortgage Assistance Pilot ("MAP") program. 2. Approval for the Executive Director, the Deputy Executive Director, or the Chief Financial Officer to execute any and all documents necessary to implement and effectuate the use of the Re-allocated Funds for MAP assistance.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

CHOICE #11-88 – LINCOLN PARK CONDOMINIUM – APPROVAL OF A MORTGAGE FINANCING COMMITMENT - ITEM 2B.

*Thomas Hunt moved and Cathy Boland seconded 1.* Approval of a financing commitment under the Choices in Home Ownership (“CHOICE”) 2011 Program, upon the terms and conditions set forth in the Request for Action, for a construction loan in the estimated amount of \$1,309,215 and a CHOICE Subsidy allocation in an amount not to exceed \$500,000 to Lincoln Park-CAPC, LLC (the “Sponsor”) or an entity to be formed by the Sponsor for the construction and completion of a project known as Lincoln Park Condominium (the “Project”). The CHOICE 2011 construction loan will be secured by a co-first mortgage lien on the Project, sharing priority with a lead lender's construction financing. The CHOICE 2011 Subsidy loan will be secured by a second mortgage lien on the Project. 2. Authorization to provide 100% first mortgage financing, subject to program availability, through the 100% Financing Mortgage Program for 18 end mortgage loans to qualified purchasers of units in the Project, at the terms and conditions set forth in the Request for Action. 3. Authorization for the Executive Director, in consultation with the Attorney General's Office, to take any action under an intercreditor agreement with a lead lender or CHOICE 2011 Program Guidelines that is necessary to protect the Agency's financial interest in the construction loan and CHOICE 2011 Subsidy allocation.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee,  
Abstained-Stanley Weeks  
Nay-None*

CHOICE #11-90 – LOFTS AT LINCOLN PARK – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 2C.

*Thomas Hunt moved and Stanley Weeks seconded 1.* Approval of a financing commitment under the Choices in Home Ownership 2011 Program (“CHOICE 2011”), upon the terms and conditions set forth in the Request for Action, for a construction loan in the estimated amount of \$1,647,366 and a CHOICE Subsidy allocation in an amount not to exceed \$1,200,000 to The Mid-Atlantic Investment Alliance LLC (the “Sponsor”) or an entity to be formed by the Sponsor for the construction and completion of a project known as Lofts at Lincoln Park (the “Project”). The CHOICE 2011 construction loan will be secured by a co-first mortgage lien on the Project, sharing priority with a lead lender's construction financing. The CHOICE 2011 Subsidy loan will be secured by a second mortgage lien on the Project. 2. Authorization to provide 100% first mortgage financing, subject to program availability, through the 100% Financing Mortgage Program for 24 end mortgage loans to qualified purchasers of units in the Project, at the terms and conditions set forth in the Request for Action. 3. Authorization for the Executive Director, in consultation with the Attorney General's Office, to take any action under an intercreditor agreement with a lead lender or CHOICE 2011 Program Guidelines that is necessary to protect the Agency's financial interest in the construction loan and CHOICE 2011 Subsidy allocation.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee,  
Stanley Weeks  
Nay-None*

CHOICE #11-85 – NELSON HOUSE/WASHINGTON HALL - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2D.

*Thomas Hunt moved and Robert Romano seconded* 1. Approval of an extension of a financing commitment for the project known as CHOICE # 11-85 - Nelson House/Washington Hall (the "Project") from December 8, 2012 to March 8, 2013. The Executive Director is authorized to extend the commitment for up to two additional, consecutive, three-month periods, provided the Sponsor demonstrates evidence of continued progress. 2. Authorization for the Executive Director, in consultation with the Attorney General's Office, to take any action under the CHOICE 2011 Program Guidelines that is necessary to protect the Agency's financial interest in the construction loan and CHOICE 2011 Subsidy amount.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

CHOICE #11-80 – EASTWIND II - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION- ITEM 2E.

*Thomas Hunt moved and Dorothy Blakeslee seconded* 1. Approval of an extension of a financing commitment for the project known as CHOICE # 11-80 – Eastwind II (the "Project") from December 8, 2012 to March 8, 2013, with permission for the Executive Director to extend for an additional six months until September 8, 2013, provided the Sponsor provides evidence of continued progress. 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-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

CHOICE #09-54 – LEEWOOD RENAISSANCE @ FRANKLIN B2 - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION- ITEM 2F.

*Thomas Hunt moved and Stanley Weeks seconded* 1. Approval of an extension of the maturity date of the loan for a project know as CHOICE #09-54 – Leewood Renaissance @ Franklin Ph B2 (the "Project"), to June 16, 2013, with permission for the Executive Director to extend for an additional six months until December 16, 2013, provided the Sponsor provides evidence of continued unit sales and closings. 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-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

CHOICE #08-32 – COOPER’S HILL PHASE 1B - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2G.

*Thomas Hunt moved and Dorothy Blakeslee seconded* 1. Approval of an extension of the maturity date of the loan for a project know as CHOICE #08-32 – Coopers Hill – Phase 1B (the “Project”), to May 22, 2013. The Executive Director is authorized to extend for up to two additional, consecutive, three-month periods, until November 22, 2013, provided the Sponsor evidences continued unit sales and closings. 2. Authorization for the Executive Director in consultation with the Attorney General’s Office to Take any action under the CHOICE 2008 Program Guidelines that is necessary to protect the Agency’s financial interest in the construction loan and the CHOICE Subsidy loan.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

CHOICE #11-87 – ROSEVILLE HOMES - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2H.

*Thomas Hunt moved and Cathy Boland seconded* 1. Approval of an extension of a financing commitment for the project known as CHOICE # 11-87 – Roseville Homes (the “Project”) from December 8, 2012 to March 8, 2013, with permission for the Executive Director to extend the commitment for up to two additional, consecutive, three-month periods, provided the Sponsor demonstrates evidence of continued progress. 2. Approval to modify the budget and the unit pricing for the Project. 3. Authorization for the Executive Director, in consultation with the Attorney General’s Office, to take any action under the CHOICE 2011 Program Guidelines that is necessary to protect the Agency’s financial interest in the construction loan and CHOICE 2011 Subsidy allocation.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

MONI 04-4-01 - HOMEOWNERSHIP INITIATIVE – PHASE I - APPROVAL OF A MORTGAGE FINANCING COMMITMENT EXTENSION – ITEM 2I.

*Thomas Hunt moved and Stanley Weeks seconded* 1. Approval of an extension of a financing commitment for the project known as MONI # 04-4-01, Homeownership Initiative Phase I to December 31, 2012, with an option of February 28, 2013, to allow time for the final three units of the project to settle with buyers. Additionally, the Executive Director is authorized to extend the commitment for up to two additional, consecutive, three-month periods provided the Sponsor shows evidence of continued progress with unit sales and closings.

2. Authorization for the Executive Director, in consultation with the Attorney General’s Office, to take any action under the MONI Program Guidelines that is necessary to protect the Agency’s financial interest in the MONI construction loan and the MONI subsidy loan.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

## MULTI-FAMILY

### HMFA #02782 – BRIDGETON VILLAS – APPROVAL OF A DECLARATION OF INTENT – ITEM 3B.

*Thomas Hunt moved and Robert Romano 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 \$7,200,000 in construction and permanent financing for a project known as Bridgeton Villas, HMFA #02782 (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, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee,  
Abstained-Stanley Weeks  
Nay-None*

### HMFA #02783 – CHESTNUT HOMES – APPROVAL OF A DECLARATION OF INTENT – ITEM 3A.

*Robert Romano moved and Thomas Hunt 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 \$10,140,000 in construction and permanent financing for a project known as Chestnut Street Homes, HMFA #02782 (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, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee,  
Abstained-Stanley Weeks  
Nay-None*

## SUPPORTIVE HOUSING

### HMFA #02717/SNHTF #309 – VAL LANE SUPPORTIVE HOUSING – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 4A.

*Stanley Weeks moved and Cathy Boland seconded* 1. Approval of a mortgage re-commitment for an estimated \$203,000 in permanent financing from the Special Needs Housing Trust Fund (“SNHTF”) for a project known as Val Lane Supported Housing, HMFA #02717, SNHTF #309 (the “Project”), upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

### HMFA #02718/SNHTF #310 – WEST WEDGEWOOD SUPPORTIVE HOUSING – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 4B.

*Robert Romano moved and Thomas Hunt seconded* 1. Approval of a mortgage re-commitment for an estimated \$192,600 in permanent financing from the Special Needs Housing Trust Fund (“SNHTF”) for a project known as West Wedgewood Supportive Housing, HMFA #02718, SNHTF #310 (the “Project”), upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

### SPECIAL NEEDS HOUSING PARTNERSHIP LOAN PROGRAM - APPROVAL OF REVISIONS TO MEMORANDUM OF UNDERSTANDING BETWEEN HMFA AND DCA – ITEM 4C.

*Robert Romano moved and Thomas Hunt seconded* 1. Approval of revisions to a Memorandum of Understanding (“MOU”) between the Agency and the State of New Jersey, Department of Community Affairs (“DCA”) with regard to the Special Needs Housing Partnership Loan Program (“SNHPLP”) in substantially final form as attached in the Request for Action. 2. Authorization for the Executive Director to take actions necessary to receive transfers of funds from the committed amount as funds become available to DCA pursuant to the MOU. 3. Authorization for the Executive Director to approve amendments to correct errors in or clarify the MOU, so long as such amendments do not result in a change in policy or implementation of the MOU as currently approved. Specifically, the Executive Director would be authorized to approve corrections in spelling, punctuation, and misnumbering. Any amendments that would change the underlying policy or implementation of the MOU from the form in which it is now presented shall remain subject to Board approval.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

## REGULATORY AFFAIRS

### HMFA #485 – UNICO TOWERS – APPROVAL OF RELEASE OF PORTION OF COLLATERAL – ITEM 5A.

PULLED



## PROPERTY MANAGEMENT

### HMFA #217 – KUZURI KIJJI – APPROVAL OF A PORTFOLIO RESERVE ACCOUNT AND A CAPITAL IMPROVEMENT ASSISTANCE PROGRAM – ITEM 6A.

*Dorothy Blakeslee moved and Thomas Hunt seconded* 1. Approval of a Portfolio Reserve Account (PRA) subordinate mortgage loan in an amount not to exceed \$475,000 for the project known as Kuzuri Kijiji, HMFA #217, to be used to pay operating expenses and vendor payables. 2. Approval of a Capital Improvements Assistance Program (CIAP) subordinate mortgage loan in an amount not to exceed \$180,000 to Kuzuri Kijiji, HMFA #217, to finance needed physical improvements and related soft costs consistent with program guidelines. Disbursement of funds is conditioned on the work having been bid to at least three vendors and prevailing wages being paid for all work to be done. 3. Authorization for the Executive Director, Chief Financial Officer, or Chief of Legal and Regulatory Affairs to amend the list of capital improvements for other capital needs of the development, or to reallocate any remaining funds to the respective R&R account. 4. Authorization for the Executive Director, Chief Financial Officer, or Chief of Legal and Regulatory Affairs to execute any and all documents necessary to effectuate the above actions.

*Anthony Marchetta provided the Board with a project update. He explained that the project has historically had cash flow problems and continues to struggle financially and that rehabilitation is not an option. HMFA is working with HUD and the City of East Orange to develop an overall strategy plan to redevelop the site. Staff will return to the board at a later date for approval of the redevelopment plan.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

## CAPITAL MARKETS - CONDUIT BONDS

### HMFA #02787 – SOMERSET STREET MEWS – APPROVAL OF BOND DOCUMENTS – ITEM 7A.

*Thomas Hunt moved and Robert Romano seconded* 1. Approval of the attached Resolution Authorizing and Directing the Execution, Delivery, Issuance and Sale of the New Jersey Housing and Mortgage Finance Agency's Multifamily Housing Revenue Bonds (Somerset Street Mews Project), Series 2013 (the "Resolution") under the Agency's Multi-Family Conduit Bond Program in a Principal Amount Not to Exceed \$68,000,000 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, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

## FINANCE

### APPROVAL OF THE 2013 AGENCY BUDGET – ITEM 8A.

Tom Hunt stated that Agency staff provided a detailed explanation of the Fiscal Year 2012 revenues and expenses, as well as an explanation of the Fiscal Year 2013 proposed budget to the Finance and Audit subcommittee on December 18, 2012. The subcommittee members in attendance were: David Moore representing Treasurer Andrew Sidamon-Eristoff, Dorothy Blakeslee and that he represented Acting Commissioner Kenneth Kobylowski. As a member of the Finance and Audit subcommittee, he recommended approval of the Agency's budget for Fiscal Year 2013 as provided to the members of the Board.

*Thomas Hunt moved and Robert Romano seconded 1. Approval of the Fiscal Year 2013 Budget as provided to the members of the Board under separate cover.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

#### TAX CREDIT

#### APPROVAL OF THE PUBLICATION OF THE 2012 LOW INCOME HOUSING TAX CREDIT QUALIFIED ALLOCATION PLAN – ITEM 9A.

PULLED

#### ASSISTANT SECRETARY

#### APPROVAL OF ADDITIONAL ASSISTANT SECRETARY AND TREASURER – ITEM 10A.

*Thomas Hunt moved and Cathy Boland seconded 1. Appointment of Jennifer Linett, Director of Loan Closings, as an Assistant Secretary and an Assistant Treasurer of the New Jersey Housing and Mortgage Finance Agency.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

#### EXECUTIVE SESSION

*Charles Richman read the following into the minutes:*

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

*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 Office of the Attorney General and discuss contract negotiations regarding Paragon Village, HMFA #1316/ASL #33 and to discuss contract negotiations regarding the CWA 1032 Professional Unit and the CWA 1032 Administrative/Clerical Union Contracts 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.*

*Thomas Hunt moved and Dorothy Blakeslee seconded approval to enter into Executive Session at 10:50 a.m.*

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Thomas Hunt, Dorothy Blakeslee, Stanley Weeks*

*Nay-None*

RECONVENE TO PUBLIC

HMFA #1316/ASL #33 - PARAGON VILLAGE – APPROVAL OF SETTLEMENT LITIGATION

*Robert Romano moved and Susan Fischer seconded* 1. Approval of a settlement of all claims and issues against Paragon Village, LLC (“Paragon”) and the Managing Members (as defined in the Request for Action) in the Law Division Action and the Foreclosure Action (each as defined in the Request for Action) relating to Paragon’s default under the Loan Documents (as defined in the Request for Action), upon the terms and conditions discussed in Executive Session and such other terms and conditions as may be reasonable or necessary, in consultation with the Office of the Attorney General and Riker Danzig Scherer Hyland Perretti, LLP, special counsel to the Agency (“Special Counsel”). 2. Authorization for the Executive Director to execute, deliver and accept such documents as necessary to effectuate the settlement in consultation with the Office of the Attorney General and Special Counsel

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Dorothy Blakeslee, Stanley Weeks  
Nay-None*

HMFA #1316/ASL #33 - PARAGON VILLAGE – APPROVAL OF MANAGEMENT CONTRACT

*Robert Romano moved and Dorothy Blakeslee seconded* 1. Authorization for the Agency to enter into a Management Services Contract (the “Agreement”) for the operation of Paragon Village with Hospicomm, Inc. (“Hospicomm”) for an initial term of three (3) months, with up to three (3) additional three-month extensions at the option of the Agency, in substantially the form attached in the Request for Action, with such changes, revisions and omissions in consultation with the Attorney General’s Office. 2. Approval of delegation to the Executive Director to negotiate, execute and deliver the Agreement with Hospicomm, approval of authorization to the Executive Director to take any and all action necessary to effectuate and implement the Agreement and approval of delegation to the Executive Director to exercise the optional extensions of the Agreement.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Dorothy Blakeslee, Stanley Weeks  
Nay-None*

APPROVAL OF THE CWA 1032 PROFESSIONAL UNIT UNION CONTRACT

*Robert Romano moved and Stanley Weeks seconded* 1. Approval by the New Jersey Housing and Mortgage Finance Agency (“HMFA”) Board of the Memorandum of Agreement reached between HMFA and the Communications Workers of America, Local 1032, Professional Unit (“CWA Professional Unit”) on November 29, 2012, attached to the Request for Action, which is expressly contingent on Board approval. 2. Authorization for the Executive Director to execute a successor collective bargaining agreement incorporating the terms in the Memorandum of Agreement between the HMFA and CWA Professional Unit.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Dorothy Blakeslee, Stanley Weeks  
Nay-None*

APPROVAL OF THE CWA 1032 ADMINISTRATIVE/CLERICAL UNIT UNION CONTRACT

*Robert Romano moved and Cathy Boland seconded* 1. Approval by the New Jersey Housing and Mortgage Finance Agency ("HMFA") Board of the Memorandum of Agreement reached between HMFA and the Communications Workers of America, Local 1032, Administrative/Clerical Unit ("CWA Administrative Unit") on November 29, 2012, attached to the Request for Action, which is expressly contingent on Board approval. 2. Authorization for the Executive Director to execute a successor collective bargaining agreement incorporating the terms in the Memorandum of Agreement between the HMFA and CWA Administrative Unit.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Dorothy Blakeslee, Stanley Weeks  
Nay-None*

MOTION TO ADJOURN

*Robert Romano moved and Cathy Boland seconded* a motion to adjourn at 11:45 a.m.

*Aye-Charles Richman, Susan Fischer, Robert Romano, Cathy Boland, Dorothy Blakeslee, Stanley Weeks  
Nay-None*