

VIRGINIA HOUSING DEVELOPMENT AUTHORITY

MINUTES OF THE MEETING OF THE EXECUTIVE COMMITTEE
HELD ON NOVEMBER 20, 2019

Pursuant to the call of the Committee Chairman and notice duly given, the meeting of the Executive Committee of the Board of Commissioners of the Virginia Housing Development Authority (the “Authority”) was held on November 20, 2019, in the Raptor Boardroom at the Embassy Suites by Hilton Hampton Convention Center located at 1700 Coliseum Drive, Hampton, Virginia.

COMMITTEE MEMBERS PRESENT:

Shekar Narasimhan, Chairman
William C. Shelton, Vice Chairman
Abigail Johnson
Clarissa McAdoo Cannon

COMMITTEE MEMBER ABSENT:

Thomas A. Gibson, IV

OTHER COMMISSIONERS PRESENT:

Erik Johnston

OTHERS PRESENT:

Susan F. Dewey, Executive Director
Patrick J. Carey, Chief of Program Strategy
Janet Wigglesworth, Chief of Operations
Tammy Neale, Chief of Staff
Lisa Watson, Managing Director of Human Resources
Steven Mintz, Associate Deputy Chief Counsel
Myriam Michaels, Korn Ferry (via telephone)

Chairman Narasimhan called the meeting of the Committee to order at approximately 10:42 a.m. on November 20, 2019. All of the members of the Committee listed above as present at the meeting were present at that time and remained present throughout the meeting.

Ms. Michaels presented the CEO Performance Evaluation Plan - Goals, Metrics and Process for evaluating the performance of the Executive Director. The Committee discussed the goals for the Executive Director and the methodology for the Executive Director’s evaluation. Ms. Michaels will work with the Commissioners on the process. The Executive Director will present self-assessment to the Board. Each Commissioner will do their evaluation and then convene for a full conversation on the Executive Director’s performance.

Mr. Mintz provided the Committee an update on the expansion of the headquarters building. The Authority has received six proposals. The plan is to select three or four contractors to interview prior to end of year; complete the interviews and select a contractor before end of February; and conduct a public hearing on the final decision.

Ms. Dewey reviewed the schedule for the Governor's Housing Conference and the Authority's meeting schedule.

There being no further business, the meeting was adjourned at approximately 12:48 p.m.

VIRGINIA HOUSING DEVELOPMENT AUTHORITY

MINUTES OF THE REGULAR MEETING OF THE COMMISSIONERS
HELD ON NOVEMBER 22, 2019

Pursuant to the call of the Chairman and notice duly given, the regular meeting of the Commissioners of the Virginia Housing Development Authority (the "Authority") was held on November 22, 2019, at the Embassy Suites by Hampton Convention Center, 1700 Coliseum Drive, Hampton, Virginia.

COMMISSIONERS PRESENT:

Shekar Narasimhan, Chairman
William C. Shelton, Vice Chairman
Barbara Blackston
Abigail Johnson
Erik Johnston
Clarissa McAdoo Cannon
Lisa R. Porter
David E. Ramos
Michael J. Schewel

COMMISSIONERS ABSENT:

Manju Ganeriwala
Thomas A. Gibson, IV

OTHERS PRESENT:

Susan F. Dewey, Executive Director
Patrick J. Carey, Chief of Program Strategy
Janet Wigglesworth, Chief of Operations
Tammy Neale, Chief of Staff
J. Michael Hawkins, Managing Director of Community Outreach
Arthur N. Bowen, Managing Director of Rental Housing
Toni Ostrowski, Managing Director of Homeownership
Fred Bryant, Deputy Chief Counsel
J.D. Bondurant, Director of Low Income Housing Tax Credit Programs
Stephanie Flanders, Senior Tax Credit Allocation Officer
Sheila Stone, Senior Tax Credit Allocation Officer
Pamela Swartzenberg-Freeth, Tax Credit Allocation Analyst
Aniyah Moaney, Tax Credit Allocation Coordinator
Jason Melvin, Executive Speech Writer
Brian Matt, Public Relations Manager
Artonda Cheeseman, Event Planner

Courtney Insley, Senior Executive Assistant
Karen R. Wilds, Newport News Redevelopment and Housing Authority
Sandra Powell, Newport News Redevelopment and Housing Authority
John C. Kownack, Norfolk Redevelopment and Housing Authority
Lysandra Shaw, Norfolk Redevelopment and Housing Authority
Damon Duncan, Richmond Redevelopment and Housing Authority
Teri Walton, Richmond Redevelopment and Housing Authority
Sarah Jones-Anderson, Richmond Redevelopment and Housing Authority
Corey J. Wolfe, Richmond Redevelopment and Housing Authority
Monty L. Salyer, Wise County Redevelopment and Housing Authority
Austin Pittman, The Lawson Companies
Michael Chiappa, APAH
Stephanie Marcus, SCG Development
Ryne Johnson, Astoria
Bruce Watts, Woda Cooper
David Schultz, CHPC
Tom Johnson, SL Nusbaum
Miles Leon, SL Nusbaum
Richard Counselman, SL Nusbaum
Suzanna Porter
Andy Friedman, DHCD Board
Christine Robertson, Pennrose LLC
Sharon Shoff, Virginia Beach Department of Housing
David Koogler, Mark-Dana Corp.
Philip Page, Portsmouth Redevelopment and Housing Authority
Pam Kestner, DHCD
Robert Margolis, TM Associates

Chairman Narasimhan called the regular meeting of the Board of Commissioners to order at approximately 12:30 p.m. on November 22, 2019. The Commissioners listed above as present at the meeting were present at that time and remained present throughout the meeting.

Chairman Narasimhan welcomed Commissioner Schewel to the Board and provided a brief overview of the agenda for the meeting.

Mr. Bryant stated that there would be no public comment period at the meeting, however, the Authority will distribute a memorandum summarizing issues and options related to public housing transformation to the Tax Credit Department's e-mail distribution list and provide a written comment period. Staff will compile those comments and provide them to the Commissioners for discussion at the December Board meeting, at which there is expected to be a public comment period. Mr. Bryant also informed the Board that Commissioner Cannon and Commissioner Porter have contracts with local housing authorities as a consultant and employee, respectively. The Authority has voluntarily sought guidance from the Virginia Conflict of Interest Act Ethics Advisory Council (the "Council") regarding Commissioners Cannon and Porter's participation in the discussion of the HUD Choice Neighborhoods Implementation grants ("CNI Grants") and public housing transformation. The Council advised that a personal interest in a transaction exists, however, Commissioners Cannon and Porter may participate in discussions

regarding CNI Grants and public housing transformation provided they each file a written declaration (“Declaration”) with the Authority stating that they can participate in the transaction “fairly, objectively, and in the public interest.” Mr. Bryant stated that Commissioners Cannon and Porter had filed such Declarations and that no additional action or disclosure is required for their participation in the discussion regarding CNI Grants and public housing transformation.

The minutes of the regular meeting of the Commissioners held on October 8-9, 2019, were approved by the affirmative vote of each of the Commissioners then present at the meeting.

Chairman Narasimhan congratulated DHCD and Authority staff on a very successful Governor’s Housing Conference, which had concluded immediately prior to the meeting.

Chairman Narasimhan discussed the Executive Committee’s meeting on November 20, 2019, regarding the Chief Executive Officer’s fiscal year 2020 goals and an update on the Authority’s headquarters expansion. On the latter, Commissioner Shelton will participate in the review panel for the submissions.

Mr. Bowen and Mr. Bondurant provided a summary of the discussions at the October meeting of the Board concerning CNI Grants and public housing transformation plans.

Mr. Hawkins moderated a panel consisting of Ms. Wilds, Mr. Kownack, Mr. Duncan and Mr. Salyer regarding the public housing transformation plans of their respective redevelopment and housing authorities. For Ms. Wilds and Mr. Kownack, this included discussion of their CNI Grants. The panel presentations focused primarily on the four local housing authorities’ goals and strategies for public housing transformation, their anticipated needs and schedules for tax credit applications and other funding applications, and their capacity to execute their plans.

Mr. Bowen and Mr. Bondurant presented a memorandum dated November 22, 2019, and included in the Board materials (the “Memorandum”) outlining options with respect to the Authority’s programs for facilitating implementation of the CNI Grants and public housing transformation. Mr. Bowen also informed the Board that, prior to the end of the calendar year, the Authority expects to receive a cancellation and return of a previous reservation of tax credits in the amount of approximately \$600,000 of annual credits from the local housing authority pool (the “Returned Credits”).

After discussing the options in the Memorandum and the Returned Credits, the consensus of the Board was for staff to update the Memorandum and distribute for public comment regarding: 1) suspension, in whole or in part, of the innovation competition so such credits could assist with public housing transformation; 2) funding deals in the local housing authority pool that fall “below the line” in the final rankings; and 3) an option to earmark the Returned Credits for reservation in the 2020 local housing authority pool. The consensus of the Board regarding unfunded deals in the local housing authority pool competing in geographic pools was that the option would be considered as part of the updates to the Qualified Allocation Plan in 2020 (in addition to other potential changes) and that the use of REACH *Virginia* funds to incentivize local housing authorities to utilize 4% LIHTC applications would be done as a matter of course and there was no need to include that option in the updated Memorandum. The Board will review public comments received prior to the December Board meeting.

Chairman Narasimhan asked the Commissioners to please hold the evening of December 18, 2019, for a possible meeting to discuss the Chief Executive Officer's goals and to also plan to attend a ribbon cutting ceremony at the indieDwell home in Richmond on the afternoon of December 19, 2019, following the December Board meeting.

There being no further business, the meeting was adjourned at approximately 2:56 p.m. on November 22, 2019.

Shekar Narasimhan, Chairman

Fred W. Bryant, Assistant Secretary