

TENNESSEE HOUSING DEVELOPMENT AGENCY
BOARD OF DIRECTORS MEETING MINUTES
November 16, 2021

Pursuant to the call of the Chairman, the Tennessee Housing Development Agency Board of Directors (the "Board") met in regular session on Tuesday, November 16, 2021 at 1:00 p.m. Central Standard Time, in the Nashville Conference Room of the William R. Snodgrass Tennessee Tower Building, in Nashville, Tennessee.

The following Board members were present and in person: Rick Neal (Acting Chair), Kevin Bradley (for Treasurer David Lillard), Katie Armstrong (for Comptroller, Jason Mumpower), Chris Mustain (for Secretary of State Tre Hargett), Matt McGauley, Austin McMullen, Tennion Reed, Erin Merrick, Dorrie Hicks (for Commissioner Butch Eley) and John Snodderly. Todd Skelton was present via Webex. Absent was Christine Rhea and Mike Hardwick.

Acting Chair Neal called the meeting to order, being that there was a quorum of members present. He then called for consideration of the September 28, 2021, minutes that were previously circulated to all Board members. Acting Chair Neal asked for a motion on the minutes. Motion by Mr. McGauley with a second by Mr. Bradley. With a voice vote from present members, 10 "yes", 0 "no" and 0 "abstain", the minutes were approved.

Acting Chair Neal recognized Ralph M. Perrey, Executive Director of Tennessee Housing Development Agency to present the Executive Director's Report.

- I'm pleased to welcome Todd Skelton back to THDA's Board of Directors and am glad he is able to join us telephonically today. He replaces Mike Hedges, whose board term had expired, in our 'at large' position. I join Governor Lee in thanking Mike for his service on our board and wish him well.
- The General Assembly's Judiciary and Government Joint Oversight Committee last week held THDA's Sunset Review hearing. It has recommended a 5-year extension of our authority – that's the longest extension we have ever been granted and represents a strong vote of confidence in the work our team is doing.
- I met, yesterday, with the Governor's Financial Stimulus Accountability Group regarding the \$90 million in Recovery Act funds we have requested to support tax credit developments. The panel was supportive but deferred action on the request until its December meeting. We will be offering exchanges to those deals having difficulty closing on their financing so as to give them and us more time to address funding gaps that have arisen.
- We still don't have approval from the US Treasury to launch the Homeowner Assistance Fund. We keep hearing that approval is imminent, but it is impractical to launch a program during the holiday season. We hope to have approval to kick off the program in January.

- We have six respondents to our RFP for a subcontractor on the PBCA program. Our staff is reviewing them and we hope to select that vendor by Friday and then begin transitioning that work.
- My compliments to Internal Audit Director Gay Oliver and her team. They were recently reviewed by the State Executive Internal Audit division and received the highest ranking possible for their work and professionalism.
- Community Programs Director Cynthia Peraza has reached an agreement with the State Department of Labor to market our Rent Relief program to those on unemployment. She also struck an agreement with the Department of Education, to spread program information among their homeless outreach liaisons.

Acting Chair Neal asked for a motion to extend the waiver authority for six months for THDA's Executive Director. This is needed to deal with the flexibilities of partners' needs as we work through issues caused by the pandemic. It is anticipated that there will be other such requests for flexibility. So, if agreeable, he asked to extend the waiver authority for at least six months. Motion was made by Mr. McMullen, second by Mr. McGauley with all members present 10 "yes", 0 "no" and 0 "abstain", the motion passed.

Acting Chair Neal asked for nominations for Vice Chair of the Board. Mr. McMullen nominated Rick Neal as new Vice Chair. Ms. Merrick second the motion and with a voice vote from present members, 9 "yes", 0 "no" and 1 "abstain" from Mr. Neal, the motion passed.

Acting Chair Neal noted that since there is not a sitting Chair of the board, the Committee assignments will be delayed. Those assignments are the Chairman's purview.

Acting Chair Neal noted the list of dates for next year's THDA Board meetings. Acting Chair Neal asked if these are acceptable to everyone, and if so, he asked for a motion to accept. Mr. McGauley made the motion to accept, second by Ms. Merrick and with a voice vote from present members, 10 "yes", 0 "no" and 0 "abstain", the motion passed.

Interim Chair Neal recognized THDA's Chief Legal Counsel, Bruce Balcom, for his report on the 2020-4 Official Statement Document which is reviewed annually with the board. This report gives basic information about current bond issue and the history of the bond. Giving a summary, Mr. Balcom pointed out page 12 which deals with the various business disruption risks. Also, on page 14 and the following pages are the assumptions regarding the offered bonds and page 30 shows an overall view of all that THDA does. Report was shared for information purpose only.

Acting Chair Neal then recognized Trent Ridley, Chief Financial Officer, who gave the Five Year Strategic Plan report and with motion and a second from the Bond Finance Committee with a voice vote from the members present, 10 "yes", 0 "no" and 0 "abstain", the motion passed.

Acting Chair Neal recognized Chris Mustain, who shared items from the Audit & Budget Committee Meeting. Mr. Mustain presented Analysis of Disclosure Report for the Board members and THDA staff. Upon a motion and second by the Audit and Budget Committee to accept both reports, and with a voice vote with all members present 10 “yes”, 0 “no” and 0 “abstain”, the motion passed.

The next item presented by the Audit and Budget Committee was the annual evaluation of the Executive Director of THDA. After survey of the board there was an approval to give the rating of Advanced to the Executive Director, Ralph Perrey. With motion and second from the Audit and Budget Committee, with a voice vote from the members present, 10 “yes”, 0 “no” and 0 “abstain”, the motion passed.

Acting Chair Neal then recognized Mr. McMullen to present the Grants Committee report and recommendations

The motion and a second from the committee is to approve these four program descriptions (memos attached),

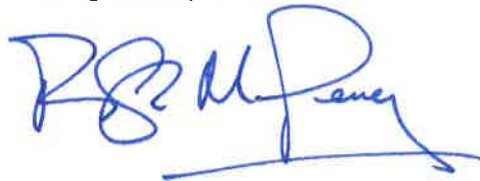
- 2021 COVID-19 Rent Relief Program
- 2022 Emergency Solutions Grant Program
- 2022 HOME Urban Rural Program
- 2022 National Housing Trust Fund Program

to authorize staff to make minor program changes if necessary and to authorize staff to do any necessary and proper including the execution of those documents to carry out those programs, with a voice vote from the members present, 10 “yes”, 0 “no” and 0 “abstain”, the motion passed.

Acting Chair Neal recognized Mr. Snodderly for a report on the Tax Credit Committee meeting. Mr. Snodderly brought a motion and a second on behalf of the Tax Credit Committee to approve 2022 Qualified Allocation Plan as amended in Committee. With a motion on the floor to approve the committee recommendation and seconded with a voice vote from the members present, 10 “yes”, 0 “no” and 0 “abstain”, the motion passed.

With no other business to present the board, the meeting was concluded.

Respectfully submitted,



Ralph M. Perrey
Executive Director

Approved the 16th day of November, 2021.