

**Pennsylvania Housing Finance Agency  
Meeting of the Board  
September 8, 2016**

**Members Present:**

\*Thomas B. Hagen, Vice Chair  
Craig H. Alexander  
Maria F. Coutts  
\*Ronald F. Croushore  
Ben Laudermitch (serving in the stead of  
Ted Dallas, Secretary, Department  
of Human Services)  
Kathy Possinger (serving in the stead of  
Dennis Davin, Secretary of Department  
of Community and Economic Development)  
Noel Eisenstat  
Lisa R. Gaffney  
\*Ross Nese  
John Paone  
Keith Welks (serving in the stead of  
Timothy Reese, State Treasurer)  
Mark Schwartz

\*On Telephone conference call

**Members Absent:**

Robin Wiessmann, Chair

**Others Present:**

Brian A. Hudson, Executive Director  
Rebecca L. Peace, Deputy Executive Director/Chief Counsel  
William Fogarty, Director of Government Affairs  
Carl Dudeck, Director of Housing Management  
Holly Glauser, Director of Development  
Bryce Maretzki, Director of Strategic Policy & Planning  
Kate Newton, Director of Loan Servicing  
Coleen Baumert, Director of Homeownership  
Kim Boal, Director of Information Technology  
Scott Elliott, Director of Communications  
John Zapotocky, Director of Accounting  
Thomas Brzana, Director of Business Analytics  
Steve O'Neill, Assistant Counsel  
Chris Anderson, Communications Officer  
Carla Falkenstein, Director of Western Region  
Melissa Raffensperger, Government Affairs Associates  
Nancy Twyman, Director of Eastern Region  
Barbara Stephens, Senior Public Affairs Officer  
JoLynn Stoy, Associate Counsel  
Jada Greenhowe, Assistant Counsel  
Lori Toia, Director of HEMAP

Jordan Laird, Manager of Investments]  
Linda Stewart, Manager of Tax Credit Program  
Gail Shull, Senior Development Officer  
Renaë Hodges, Communications Officer  
Lisa Case, Manager of Project Operations  
Nora Kerstetter, Final Document Manager  
Tammy Miller, Compliance Manager  
James Smith, Assistant Director of Loan Servicing  
William Bailey, Senior Development Officer  
Kris Clymans, Manager of Infrastructure and Support  
Roberta Schwalm, Manager of Special Initiatives  
Steve Moses, Facilities Engineer  
Angel Zarecky, Secondary Marketing Manager  
Karen Zapotosky, Post Closing Manager  
Dan Serafin, Tech Support Specialist  
Terri Redmond, Manager of Counseling/Education  
Mike Kosick, Manager of Technical Services  
Christine Stewart, Senior Accountant  
Michael Baumrin, RBC  
Mitch Gallo, RBC  
Benedict Dubbs, Murray Associates  
Errin Jackson, GK Baum  
Joe Monito, Barclays  
David Parsons, Moody's  
Florence Zeman, Moody's  
Joe Tait, Raymond James  
David Notkin, Bank of America  
\*Geoff Long, Maple Mount Vernon Apartments  
Alan Flannigan, Department of Banking  
Cindy Daley, Housing Alliance  
Robert Foggio, Jefferies  
Alan Jaffe, Jefferies  
Greg Brunner, M & T Securities  
Maggie A. Strawser, Assistant Secretary  
Charlotte L. Nelson, Assistant Secretary  
Carrie M. Barnes, Secretary

A meeting of the Members of the Board of the Pennsylvania Housing Finance Agency was held on Thursday, September 8, 2016 at 10:30 a.m. at the offices of the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, Pennsylvania.

In compliance with the provisions of the Sunshine Act, notification of this meeting appeared in the Legal Notices Section of *The Patriot News* in Harrisburg, Dauphin County on August 30, 2016.

1. **CALL TO ORDER AND ROLL CALL**

The meeting was called to order by Vice Chairman at 10:30 a.m. Vice Chairman Hagen requested that Mr. Schwartz assume the role of Acting Chairman for this meeting since the Vice Chairman is not present in person at the meeting and the Chair is absent. The roll was called and a quorum was present.

2. **APPROVAL OF THE MINUTES FROM THE JULY 14, 2016 BOARD MEETING**

There were no additions or corrections to the minutes.

**Mr. Hagen made a motion that the minutes from the July 14, 2016 Board meeting be approved as submitted. This motion was seconded and was unanimously approved.**

3. **PROGRAM AND DEVELOPMENT REVIEW COMMITTEE REPORT**

**A. Recommendation for Loan Commitment –  
Laurel Village Phase II, Somerset, Somerset County**

Ms. Shull reviewed the project and its financing plan. PHFA currently holds a mortgage on this development and the purpose of this refinancing is to preserve the housing by lowering the annual debt service, provide capital for project improvements and to reimburse the owner for out of pocket expenditures. Staff recommends approval of this funding request.

Ms. Gaffney stated that the Program and Development Review Committee concurs with staff's recommendation.

**Ms. Gaffney made a motion that the Board approve the mortgage refinancing for Laurel Village Phase II. This motion was seconded by Mr. Alexander and was unanimously approved. (See Appendix 1 of these Minutes.)**

**B. Request for Tax-Exempt Bond Issuing Authority –  
Maple Mount Vernon Apartments, Philadelphia, Philadelphia County**

Mr. Bailey reviewed the project and its financing plan. He reported that the owner is seeking tax exempt bond financing through PHFA for the acquisition and moderate historic rehabilitation of this development in an amount not to exceed \$7,500,000. All of the units will receive Section 8 rental assistance and tenants currently residing in the development will be temporarily relocated until their units are rehabilitated. Staff recommends approval of this funding request.

Ms. Gaffney stated that the Program and Development Review Committee concurs with staff's recommendation.

**Ms. Gaffney made a motion that the Board approve the resolution authorizing the issuance of Special Limited Obligation Multifamily Housing Development Notes in an amount not to exceed \$7,500,000. This motion was seconded by Ms. Possinger and was unanimously approved. (See Appendix 2 of these Minutes.)**

**C. Other Business**

There was no other business to be brought before the Board.

**4. POLICY COMMITTEE REPORT**

**A. Preliminary Approval of the 2017 Request for Proposals – Tax Exempt Volume Cap**

Ms. Glauser briefly reviewed the proposed 2017 Request for Proposals noting that there have been a few changes to the previous year's RFP. She noted that the proposed changes have been made to keep the Agency's pipeline of eligible projects open and moving. She reported that the Agency will now require the deposit of one half of the estimated tax credit allocation fee to be submitted with the application. Staff is also requesting that a project be able to close on all financings and commence construction/rehabilitation within six months of being awarded tax credits. Staff requests the Board's approval of the preliminary 2017 RFP and the proposed changes.

Mr. Schwartz reported that the Policy Committee concurs with staff's recommendation that the 2017 Request For Proposals be approved along with additional language being inserted that funds will be nonrefundable for clarification purposes as was discussed in the Policy Committee meeting.

**Mr. Schwartz made a motion that the Board approve the amended 2017 Request for Proposals for Tax Exempt Volume Cap. This motion was seconded by Mr. Alexander and was unanimously approved. (See Appendix 3 of these Minutes.)**

**B. Other Business**

**1. Timing for Next Year's QAP**

Ms. Glauser reported that the funds allocated to the 39 developments approved by the Board at the July 2016 Board meeting used all of the 2016 funding authority as well as the anticipated 2017 authority. Any additional proposals received for the next funding cycle will be issued forward commitments from the

2018 funding authority yet to be received. She noted that in the past several years, requests for funding have exceeded the monies available. Staff is recommending a delay for accepting proposals in the next funding cycle until September 2017. This should help to clear out the backlog of projects in the pipeline. By delaying the funding cycle, it should also provide the Agency with a better idea as to the total amount of funding available for multifamily rental developments, including PHARE funds available from the Realty Transfer Tax (RTT) and the National Housing Trust (NHT).

Ms. Glauser stated that a more detailed discussion on this issue will take place at the December 7 policy meeting of the Board.

**5. CORPORATE AUTHORIZATION RESOLUTION**

Mr. Hudson reported that from time to time, it is necessary to update and reiterate the powers and positions held by Agency staff. He specifically noted changes within the loan servicing area of the Agency regarding Division Directors and their duties.

There were no comments or questions from the Board.

**Ms. Possinger made the motion that the Board approve the resolution concerning powers of certain members of the Agency staff. This motion was seconded by Mr. Alexander and was unanimously approved. (See Appendix 4 of these Minutes.)**

**6. PRESENTATION BY MOODY'S INVESTORS SERVICES**

Mr. Hudson introduced Florence Zeman, Associate Managing Director and David Parsons, Assistant Vice President/Analyst of Moody's to the Board. He noted that Moody's is one of the agencies that evaluates and rates all of the Agency's bond deals. PHFA has had a long-standing relationship with Moody's.

Ms. Zeman reviewed Moody's presentation which had been distributed to the Board. She highlighted the steady growth of housing finance agencies nationwide and compared that to PHFA's – PHFA is above the average growth. She noted that most recently, HFA's, like PHFA, are doing a lot of refunding bond deals.

Ms. Zeman highlighted the various areas which Moody's takes into account to determine a rating for bonds for any particular issuer. She outlined both HFA opportunities and challenges facing each organization for the future and reported that bond issuance has been increasing lately. Ms. Zeman also recommended that HFA's continue to build their balance sheets with mortgage loans.

Mr. Schwartz asked what is most important when Moody's prepares a bond rating. Ms. Zeman indicated that there is not one area that is most important. They consider a wide variety of things including variable rate debt and net assets.

There were no additional comments or questions from the Board.

Mr. Hudson thanked Ms. Zeman for her presentation to the Board.

## **7. PRESENTATION OF PHFA BUILDING EXPANSION**

Mr. Hudson reported that the Agency is ready to move forward with the rehabilitation and construction of additional office space to the Harrisburg headquarters. He introduced Mr. Dobbs of Murray Associates Architects who has been working on the plans for this expansion.

Mr. Dobbs showed a power point presentation of the plans for the Agency's expansion. He reported that the Agency is attempting to obtain a LEED gold designation as well as to have the new addition meet PassivHouse requirements.

Mr. Hudson noted that the Agency encourages developers to include these types of conservation and saving features in their proposals so it is logical for the Agency to also comply. Mr. Dobbs noted that PassivHouse is a creative technique for energy use. He briefly explained the energy saving component to the design of the building. He reported that the Agency has received support from the City of Harrisburg.

A total of 30,000 square feet of additional office space will be generated by this addition, no parking is included in the design. Additional public space and conference rooms are expected.

A question was asked about the anticipated construction period. Mr. Dobbs stated that it would take between 18 to 20 months for this addition to be completed. Mr. Hudson stated that the cost would be approximately \$15 to \$16 million depending on energy certification costs.

Mr. Hudson reported that PNC Bank has expressed an interest in providing the financing noting that PNC Bank provided the funding for the Agency's current facility. He noted that other banking institutions have also contacted him about being involved in the financing.

Mr. Paone asked who would occupy the space and Mr. Hudson responded that some would be current Agency staff and he has received indications from other parties that may

be interested in leasing some space. The occupants will be determined later depending on a particular division's needs at the time the building is ready for occupancy.

Mr. Hudson informed the Board that the Agency currently pays the City of Harrisburg its fair share of taxes under the Paying In Lieu Of Taxes program (PILOT). This will continue with the addition. He reported that currently the Agency pays \$100,000 to the City and \$30,000 to the School District in lieu of taxes.

The Board will be updated on a regular basis as this project continues.

## **8. INVESTMENT BANKER REPORT**

Mr. Jaffe of Jefferies distributed an Economic and Market Update booklet to the Board.

He reported that the United States economy continues to grow and it is expected to continue its growth trends. There is no indication from the Federal Reserve if or when it expects to raise interest rates. Analysts predict a 50 percent chance of a raise in rates sometime in 2017.

Mr. Jaffe stated that inflation is expected to gradually rise and he reported that there are approximately 6,000,000 jobs which need to be filled, the problem is that the wages need to be increased. Jefferies economists believe that the labor market and earnings will continue to grow.

Multifamily housing activity continues to dominate the housing market while single family housing activity still lags behind in spite of lower interest rates.

Mr. Jaffe stated that the financial markets are currently stable and stocks are doing pretty well.

Mr. Jaffe reported that Jefferies just completed a bond issuance for the Agency (Series 2016-121) as lead underwriter for \$254,000,000 in monies for single family homeownership. He noted that the transaction was well received in the market and should provide mortgage interest rates of approximately 3-1/4 percent for Agency mortgages.

There were no comments or questions from the Board.

## **9. EXECUTIVE SESSION**

Acting Chairman Schwartz called for an Executive Session of the Board to discuss Agency personnel matters. The Board meeting was temporarily adjourned at 11:45 a.m.

Acting Chairman Schwartz reconvened the meeting of the Board at 12:10 p.m.

**10. PERSONNEL COMMITTEE REPORT**

Mr. Paone made a motion that the Board approve the actions recommended in Executive Session regarding personnel issues. This motion was seconded and was unanimously approved.

**11. OTHER BUSINESS**

There was no other business to be brought before the Board.

**12. ADJOURNMENT**

There being no further business to be discussed, a motion was made and seconded that the meeting be adjourned. The motion was unanimously approved. Acting Chair Schwartz adjourned the meeting of the Board at 12:15 p.m.

The next regularly scheduled meeting of the Members of the Board of the Pennsylvania Housing Finance Agency will be held on Thursday, October 13, 2016 at 10:30 a.m. at the offices of the Agency, 211 North Front Street, Harrisburg, Pennsylvania.

Respectfully submitted,



Carrie M. Barnes  
Secretary

**RESOLUTION OF THE MEMBERS OF THE BOARD  
OF THE PENNSYLVANIA HOUSING FINANCE AGENCY  
APPROVING A MORTGAGE REFINANCING FOR  
LAUREL VILLAGE PHASE II, PHFA NO. R-395**

WHEREAS, on September 27, 1979, the Agency provided financing in the amount of \$1,570,000 with an interest rate of 8.43% for the development of 48 residential rental units in Somerset, Somerset County, Pennsylvania, known as Laurel Village, PHFA No. R-395 (the "Development") owned by Coleman Laurel Village Apartmnetes ("Owner"); and

WHEREAS, staff has reviewed the Development's financial condition and has determined that refinancing the Agency's loan (with a current outstanding loan balance of \$490,529) will lower the annual debt service, will provide capital for Development improvements and will reimburse Owner for out of pocket Development expenditures thereby preserving the existing affordable housing provided by the Development; and

WHEREAS, staff recommends that the Agency refinance the existing mortgage loan by providing a loan in the amount of \$962,312 with an interest rate of 4.625% amortized over 20 years.

NOW, THEREFORE, be it resolved by the Members of the Board of the Pennsylvania Housing Finance Agency on this 8<sup>th</sup> day of September, 2016, as follows:

Section 1. Staff is authorized and directed to take all actions necessary to refinance the existing mortgage loan to reduce debt service, to assist with improvements to the Development and to reimburse Owner for expenditures provided by Owner to the Development by providing a loan in a principal mortgage amount not in excess of \$1,106,659 (which includes the loan and a 15% contingency allowance) with an interest rate of 4.625% amortized over 20 years subject to the following conditions: (a) Owner agrees to the terms and conditions of a regulatory agreement that extends the existing affordability restrictions for 30 years; (b) prepayment of the Agency's outstanding loan balance and the Agency's economic loss and prepayment fee as of the date of closing; (c) the Agency's final review and approval of the necessary financing documents.

Section 2. This resolution shall take effect immediately.

**PENNSYLVANIA HOUSING FINANCE AGENCY**

**RESOLUTION**

**Authorizing the Issuance of \$7,500,000  
Maximum Aggregate Principal Amount of  
Special Limited Obligation Multifamily Housing Development Note  
(Maple Mount Vernon Apartments)**

**Adopted: September 8, 2016**

**A RESOLUTION AUTHORIZING THE ISSUANCE OF  
\$7,500,000 MAXIMUM AGGREGATE PRINCIPAL AMOUNT  
SPECIAL LIMITED OBLIGATION  
MULTIFAMILY HOUSING DEVELOPMENT NOTE  
(Maple Mount Vernon Apartments)**

**WHEREAS**, the Housing Finance Agency Law, Act of December 3, 1959, P.L. 1688, as amended (35 P.S. Section 1680.101 *et seq.*) (the "**Act**"), determines and declares that the welfare of the Commonwealth of Pennsylvania (the "**Commonwealth**") is threatened by an inadequate supply of housing for persons and families of low and moderate income and the elderly; that the housing need for persons and families of low and moderate income and the elderly has not had economic expression in a market demand sufficient to encourage greater production of such housing by private industry due to high construction costs, a scarcity of financing and increased interest rates; that necessary governmental activities in urban renewal programs and under regulatory laws protecting health and safety face serious curtailment or interruption unless it becomes economically feasible for persons and families to acquire housing in place of the dwellings being eliminated by such activities; that the Commonwealth has a strong moral responsibility to assist in providing opportunity for the rental of relocation housing by persons and families displaced by necessary governmental activities and a general responsibility to eliminate conditions which prevent private industry from supplying housing to relieve the general shortage of housing; that private industry alone is unable to provide financing necessary for housing for persons and families of low and moderate income at a cost which such persons and families can afford; that the financing provided for in the Act will encourage greater expenditure of private capital for housing; and that there is a clear relationship between the provision of adequate, safe and sanitary housing and the advancement of public health and morals and the prevention of fire, accident and crime; and

**WHEREAS**, the Act empowers the Pennsylvania Housing Finance Agency (the "**Agency**") to make loans to eligible borrowers to provide for the construction, rehabilitation or permanent financing of such residential housing developments as in the judgment of the Agency have promise of supplying well planned, well designed apartment units which will provide housing for low and moderate income persons or families or the elderly and others in locations where there is a need for such housing and to purchase, service and sell such loans and to accept grants and subsidies from and to enter into agreements or other transactions with any federal agency or agency of the Commonwealth or other entity and to do all things necessary or convenient to carry out the powers granted by the Act; and

**WHEREAS**, the Agency is further authorized to issue and sell, subject to written approval by the Governor, bonds or notes in such principal amounts as, in the opinion of the Agency, are necessary to provide sufficient funds for achieving its corporate purposes; and

**WHEREAS**, the Agency has the power to invest any funds held in reserve or sinking funds and any funds not required for immediate disbursement in such investments as may be lawful for fiduciaries under any law of the Commonwealth, and the Agency may pledge reserve funds to the holders of bonds or notes which are issued pursuant to the Act and proceeds of loans created therefor by the Agency, all or any part of the assets acquired by the Agency pursuant to the Act, and any other lawfully available money to secure the payment of such bonds or notes; and

**WHEREAS**, the Act provides that bonds or notes issued by the Agency may be secured by a trust agreement by and between it and a trustee and that the resolution providing for the issuance of such bonds or notes or such trust agreement may contain such provisions for protecting and enforcing the rights and remedies of the bondholders or noteholders as may be reasonable and proper and not in violation of law, including covenants setting forth the duties of the Agency in relation to the custody, safeguarding and application of all moneys, may set forth the rights and remedies of the bondholders or noteholders and of the trustee, and may contain such other provisions as the Agency may deem reasonable and proper for the security of the bondholders or noteholders; and

**WHEREAS**, Citibank, N.A. (the "**Funding Lender**"), or such successor entity as may be approved by the Agency, will make a loan to the Agency to provide funding for the Project (the "**Funding Loan**"), and certain documents to evidence the transaction, including the note to be issued by the Agency evidencing the Funding Loan (the "**Funding Loan Note**") and other financing documentation relating to the Project, will be prepared; and

**WHEREAS**, the Agency has determined to issue and secure the Funding Loan Note in accordance with, pursuant to and under this Resolution, a loan agreement and/or similar loan or financing agreements (such operative documents shall be referred to hereinafter collectively as the "**Funding Loan Agreement**"); and

**WHEREAS**, MMV Associates Limited Partnership, a Pennsylvania limited partnership (the "**Borrower**") sponsored by MBI Development Company, Inc., a Pennsylvania corporation, has requested financing from the Agency in an amount not to exceed \$7,500,000 (the "**Project Loan**") to fund a portion of the costs of acquiring and renovating three twelve-story buildings for general occupancy, known as "Maple Mount Vernon Apartments", comprised of 42 units in Philadelphia County, Pennsylvania (the "**Project**"); and

**WHEREAS**, the Agency will issue the Funding Loan Note and use the proceeds thereof to fund the Project Loan to the Borrower pursuant to a loan agreement between the Agency and the Borrower (the "Project Loan Agreement"); and

**WHEREAS**, the Agency may use a portion of the proceeds of the Funding Loan Note to reimburse itself or the Borrower for original expenditures paid prior to the date of issuance of the Funding Loan Note; and

**WHEREAS**, this Resolution is intended, inter alia, to constitute a statement of "Official Intent" pursuant to Treasury Regulations §1.150-2, T.D. 8476 (the "**Treasury Regulations**").

**NOW THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE BOARD OF THE PENNSYLVANIA HOUSING FINANCE AGENCY AS FOLLOWS:**

**ARTICLE I  
AUTHORITY AND DEFINITIONS**

**Section 101. Authority for Resolution.** This Resolution (hereinafter referred to as the "**Resolution**") is adopted pursuant to the authority granted to the Agency in the Act.

**Section 102. Definitions.** All terms which are used but not defined herein shall have the meanings ascribed to them in the Funding Loan Agreement.

## ARTICLE II AUTHORIZATION OF NOTE

**Section 201. Principal Amount and Designation.** The Funding Loan Note is hereby authorized to be issued, in an aggregate principal amount not to exceed \$7,500,000. The Funding Loan Note shall carry the designation set forth in the Funding Loan Agreement. The Funding Loan Note shall be issued pursuant in all respects to the terms of this Resolution.

**Section 202. Purposes.** The Funding Loan Note is being issued as a special and limited obligation of the Agency, payable solely out of the moneys derived pursuant to the Funding Loan Agreement, the Project Loan Agreement and the Project Note evidencing the Project Loan. Proceeds of the Funding Loan Note shall be used for the payment of qualified costs associated with the acquisition, construction, renovation, equipping and/or improvement of the Project, and may be applied to certain costs of issuance; and which Project is in every respect intended to qualify as a "residential rental facility" under the exempt facility provisions of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "**Code**").

**Section 203. Conditions.** This financing is subject to the fulfillment of all of the following conditions to the satisfaction of the Agency: (a) submission, review, and approval of all documentation necessary to secure construction and permanent loan financing; (b) satisfactory evidence that all conditions and qualifications relating to Section 42 of the Code and all applicable requirements of the Tax Credit Program have been met; (c) satisfactory evidence and Agency Counsel approval that all qualifications relating to Sections 103 and 142 (and related sections) of the Code have been met; (d) compliance with all timeframes and deadlines established by the Agency; (e) evidence of the commitment of construction and permanent financing in amounts sufficient to ensure financial feasibility of the Project; (f) evidence of the commitment to serve low income tenants for a period of not less than thirty (30) years, which will be included in the Restrictive Covenant Agreement; (g) evidence of the satisfaction of accessibility requirements; (h) contribution of equity in an amount sufficient to ensure the financial feasibility of the development; (i) final underwriting of the application for tax-exempt financing and low income housing tax credits; (j) evidence of final HUD approval off the pre- and post-rehab rents as stated in the application and the extension and assignment of the current HUD Section 8 HAP Contract for a period of not less than 20 years; and (k) submission of two sets of complete full size architectural plans and specifications at least 60 days prior to the commencement of construction to allow sufficient time for Agency review and approval. Civil engineering, architectural, structural, HVAC, plumbing, and electrical drawings and specifications shall be submitted, as applicable. Agency comments and recommendations made during its review must be addressed and approved prior to the commencement of the loan closing.

**Section 204. Date, Principal Amount, Maturity and Interest Rate.** The Funding Loan Note shall be dated the date of issuance, except as may be otherwise provided in the Funding Loan Agreement or the Funding Loan Note. The maturity date, interest rate or rates (which may be fixed or variable), interest payment dates, place of payment and other terms of the Funding Loan Note shall be as provided in the Funding Loan Agreement as finally executed; provided, however, that the maximum aggregate principal amount of the Funding Loan Note shall not exceed \$7,500,000; the interest rate on the Funding Loan Note shall not exceed the lesser of eight percent (8%) per annum or such rate supported by the final underwriting; and the final maturity of the Funding Loan Note shall be no later than 35 years or such date supported by the final underwriting (whichever is shorter).

**Section 205. Payments.** The Funding Loan Note shall bear interest from its dated date and shall be payable as set forth in the Funding Loan Note and the Funding Loan Agreement, until the date of maturity of the Funding Loan Note or prepayment prior to maturity, as provided in the Funding Loan

Agreement. All principal shall be due at maturity or prepayment prior to maturity, as provided in the Funding Loan Agreement.

**Section 206. Form.** The Funding Loan Note shall be in substantially the form and tenor prescribed in the Funding Loan Agreement.

**Section 207. Execution of Funding Loan Note.** The Funding Loan Note shall be executed by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance and the seal of the Agency or a facsimile thereof shall be imprinted, impressed or otherwise reproduced on the Funding Loan Note and attested by the manual or facsimile signature of the Executive Director, Deputy Executive Director and Chief Counsel, Director of Finance or Secretary of the Agency. The Funding Loan Note shall be delivered to or on behalf of the Funding Lender.

**Section 208. Place of Payment.** The principal payments, including payments upon prepayment, of the Funding Loan Note shall be payable as provided in the Funding Loan Agreement.

**Section 209. Prepayment.** The Funding Loan Note shall be subject to prepayment as provided in the Funding Loan Agreement.

**Section 210. Execution of Agreement.** Any of the Executive Director, Deputy Executive Director and Chief Counsel or Director of Finance of the Agency is hereby authorized to execute, for and on behalf of and in the name of the Agency, the Funding Loan Note, the Funding Loan Agreement and the Project Loan Agreement, with such final terms and provisions as their counsel may deem advisable, provided that the Funding Loan Note shall contain such substantive terms and provisions materially consistent with this Resolution.

### **ARTICLE III NOTE PROCEEDS AND PAYMENTS OF COSTS**

**Section 301. Note Proceeds.** Pursuant to the Funding Loan Agreement, upon receipt of the proceeds of the Funding Loan and the issuance of the Funding Loan Note in connection therewith, such proceeds shall be advanced to the Borrower pursuant to the Project Loan Agreement.

**Section 302. Payments of Costs.** At closing, the Borrower shall pay the costs, expenses and professional fees associated with the issuance of the Funding Loan Note.

### **ARTICLE IV SECURITY FOR THE NOTE**

**Section 401. Limited Obligation.** The Funding Loan Note shall be a special and limited obligation of the Agency, and shall be payable only from funds paid by or on behalf of Borrower for such purposes. The Funding Loan Note shall be secured by the collateral described in the Funding Loan Agreement as security for the Funding Lender. The Funding Loan Note shall contain a statement therein to the effect that the obligations of the Agency on the Funding Loan Note are expressly limited to and are payable solely from the sources described in the Funding Loan Agreement.

**Section 402. Credit of Commonwealth Not Pledged.** The Funding Loan Note shall contain therein a statement to the effect that the Funding Loan Note shall be a special and limited obligation of the Agency payable only from the sources provided in the Funding Loan Agreement, that neither the Commonwealth nor any political subdivision thereof shall be liable on the Funding Loan Note and that

neither the faith and credit nor the taxing power of the Commonwealth or any political subdivision thereof is pledged to the payment of the principal of or the interest on the Funding Loan Note. Neither the members of the Board nor the officers of the Agency nor any person executing the Funding Loan Note shall be liable personally on the Funding Loan Note or be subject to any personal liability or accountability by reason of the issuance thereof.

## **ARTICLE V MISCELLANEOUS**

**Section 501. Authorization of Officers.** The Chairperson, Vice Chairperson, Executive Director, Director of Finance, Deputy Executive Director and Chief Counsel, Secretary and any Assistant Secretary of the Agency, and any other authorized officer of the Agency, are, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated by this Resolution, the Funding Loan Note and the Funding Loan Agreement as shall, with the advice of the Agency Counsel and Bond Counsel, be advisable.

**Section 502. Covenant to Comply with Federal Tax Requirements.** The Agency hereby covenants to comply, and to take appropriate steps to ensure that the Borrower complies, with all applicable requirements of the Code so that interest on the Funding Loan Note will be excluded from gross income of the holders thereof for federal income tax purposes, including all applicable requirements of the Code regarding the provision of funds for qualified residential rental properties, investment of proceeds, treatment of fund investment earnings, repayments or unused proceeds, restriction of earnings on reserve funds, and rebate and yield restrictions set forth in Section 148 of the Code. The Agency also covenants to make any required payment imposed by the United States to maintain compliance with said requirements from time to time as required by Section 148 of the Code (or by applicable subsequent Treasury Regulation.) The Agency shall require that Borrower contract for and fund the retention of qualified computation advisers to perform all applicable disclosure and federal tax compliance requirements.

**Section 503. Official Intent.** In accordance with Treasury Reg. §1.150-2, the Agency hereby confirms its intentions that a portion of the proceeds of the Funding Loan Note may be used to reimburse itself or the Borrower for qualifying expenditures paid prior to the date of issuance of the Funding Loan Note. All original expenditures to be reimbursed will be capital expenditures (as defined in Treas. Reg. Sec. 1.150-1(b)) and other amounts permitted to be reimbursed pursuant to Treas. Reg. Sec. 1.150-2(d)(3) and (f).

**Section 504. Effective Date and Validity.** This Resolution shall take effect immediately and shall remain in effect until specifically repealed.

**PENNSYLVANIA HOUSING FINANCE AGENCY  
REQUEST FOR PROPOSALS  
2017 Tax Exempt Qualified Residential Rental Facilities  
Seeking Private Activity Bond Allocations**

**INTRODUCTION**

Private activity bonds to finance qualified residential rental facilities are subject to the limitations imposed through the statewide unified private activity bond cap (“volume cap”) under federal tax law. The Pennsylvania Department of Community and Economic Development (“DCED”) provides for the allocation of volume cap to issue private activity bonds among the various qualified issuers in the Commonwealth of Pennsylvania. Each year, DCED provides certain allocations to the Pennsylvania Housing Finance Agency (the “Agency”) for the issuance of private activity bonds for housing purposes.

The Agency encourages the development of quality affordable rental housing in the Commonwealth. This Request for Proposals (“RFP”) has been designed to establish a process for inviting, evaluating and selecting qualified tax exempt residential rental facilities seeking allocations of year 2017 volume cap.

The Agency encourages use of this resource for multifamily developments and will provide volume cap to as many qualified properties as are reasonably feasible, subject to the continued availability of volume cap for these purposes. All references herein to the “Code” refer to the Internal Revenue Code.

**PROGRAM DEADLINES**

Timelines have been established for processing and reviewing applications. Developers are advised to evaluate their financing goals and development preparedness **prior to** applying for volume cap. Applications not meeting the minimum qualifications or otherwise failing to evidence an ability to meet applicable deadlines may be rejected at any time by the Agency.

To ascertain that sufficient volume cap is available to fund an application, the Tax-Exempt Bond Term Sheet (“Term Sheet”), which is an attachment to this RFP, must be submitted at least fifteen (15) days prior to the submission of an application. Applications will be accepted on a first-come, first-served basis on or after November 1, 2016 and may be accepted up to July 1, 2017. The Agency may extend any deadline based upon volume cap availability and the applicant’s ability to meet appropriate timeframes. All applicants are urged to submit complete applications early in the acceptance period to ensure adequate processing time for consideration of an allocation of volume cap and to best ensure that all financing activity will be completed within the program timeframe.

The Agency will attempt to complete its application review and provide a preliminary allocation within three months from the receipt of an application. (Portfolio applications, consisting of the acquisition/rehabilitation of several existing, occupied, developments to be financed under a common ownership as one project, will generally take longer to process.) Also, projects involving federal approvals including but not limited to Rental Assistance Demonstration (“RAD”) or other HUD rent increases are urged to have these processes completed prior to application. Once a preliminary allocation of volume cap for a housing facility is awarded, the developer and its bond

finance team must hold the actual construction loan closing, issue bonds and commence construction within ninety (90) days of the allocation date. To ensure time for Agency staff processing, in no event will closings be allowed after December 15, 2017. All development funding must be in place and actual construction or property rehabilitation contracts must be completed, without condition; escrow or construction bridge loan closings will not satisfy the Agency's closing requirement. Failure to finalize all aspects of development and bond financing within this time period and to submit all required pre-closing and closing documentation to the Agency may result in recapture of the reserved volume cap and non-refundable application processing fee. Developers and bond issuers are advised to review funding sources, commitments and financing structures to ensure they can meet these deadlines for year 2017 submissions. Developers using local bond issuers for their transactions will not be able to "carry forward" unused volume cap at the end of the year and the Agency will strictly monitor deadlines.

### **REQUEST FOR PROPOSALS SUMMARY**

This RFP announces the availability of housing bond volume cap for the funding of multifamily developments on a first-come, first-served basis in 2017. Depending on the total volume cap available in the Commonwealth for housing bonds, the Agency may determine to fund such multifamily developments as meet the minimum qualifications set forth herein. The Agency may provide a preference to developments being financed by the Agency.

Please be reminded that eligibility for tax exempt bond financing does not ensure qualification or eligibility under the Allocation Plan ("Plan") for applicants seeking federal Low-Income Housing Tax Credits ("Tax Credits") for a portion of the development financing. Applications must meet the requirements of the Plan in order to qualify for the Tax Credits associated with the tax-exempt bond financing. Until the Agency releases the 2017 Plan and establishes new criteria and timelines for considering Tax Exempt applications, Developments seeking Tax Credits must meet the threshold and selection criteria set forth in the 2016 Plan.

To qualify for private activity volume cap, residential rental facilities must meet all qualifications of the Code. Such facilities may involve the rehabilitation of existing rental facilities, new construction of facilities, modernization of public housing facilities, and construction of qualified 'assisted living' housing. Evidence of qualification must be provided through a narrative description of the financing structure at the time of application and supported by a qualifying opinion from bond counsel specializing in matters relating to private activity bond financings. The Agency may reject any application not providing adequate assurance of any of these qualifications or if there are unaddressed technical concerns relating to the financing.

### **APPLICATION REQUIREMENTS**

The owner, general partner, or sponsor and the proposed bond issuer must jointly submit a completed application (online application (if submitted in calendar year 2017; contact the Agency for availability) plus one hard copy and one electronic copy, as detailed in the 2016 Multifamily Housing Application Package and Guidelines ("Guidelines")) to the Agency for consideration. Applications seeking volume cap may be required to utilize Agency bond financing. (If Agency financing is requested, please provide notice to the Agency prior to application submission.)

Each application for tax exempt issuing authority must be prepared in accordance with the Guidelines and must include as an attachment to the Application package:

### **Narrative Description of the Development**

A narrative must outline how the development meets each of the following criteria:

- Qualification under the relevant bond financing sections of the Code;
- Qualification for Tax Credits under Section 42 of the Code, if applicable, and a supporting letter from counsel or an certified public accountant experienced in the Tax Credit Program;
- Qualification of the development team and the bond financing team;
- Evidence of financial feasibility of the facility and detailed description of bond financing structure;
- Evidence of commitment of all necessary financing sources;
- Ability to support a 30-year minimum affordability period for low income tenants or a demonstrable feasible plan to convert the development to affordable homeownership at the end of the qualified development period; and
- Demonstration of an adequate market for the units, without adversely affecting or impairing existing or proposed rental properties in the proposed development locale and without resulting in overconcentration of affordable units.

#### **A. Letter Outlining Bond Financing Structure and Identifying Financing Team**

A letter must be included with the application, addressed to the Agency, signed by both the owner, general partner, or sponsor and the proposed bond issuer (if other than the Agency) outlining the bond financing structure and identifying each of the following (with names, addresses and phone numbers):

- The proposed bond issuer;
- Development ownership entity and principal partners or guarantors;
- Bond counsel to the issuer (if other than the Agency);
- Underwriters or placement agents, if any;
- Underwriter's counsel, if any; and
- All other entities involved in the financing (i.e.; rating agencies; bond insurer; letter of credit bank; and credit enhancement entity).

In outlining the bond structure, the letter should include, at a minimum, the following:

- Amount of the volume cap request.
- Identify if there will be more than one series of bonds (tax exempt and taxable), and if the bonds will be used for construction financing, permanent financing, or both.

- Clarify the term of bonds. If any portion of the bonds will be taken out by another financing source, the source should be identified and a letter outlining take out terms should be provided.
- If there will be a private placement of the bonds, identify the purchaser of the bonds.

In the event the Agency is not the bond issuer, the bonds must receive an investment quality rating from one of the nationally recognized rating agencies (or otherwise meet the Agency criteria to ensure that the bonds are maximizing and reasonably achieving market opportunities).

### **B. Submission of Application Fees Identified in the Guidelines**

Upon submission of an application for a single project being financed with Tax Exempt bonds, the applicant is required to pay an application fee equal to \$3,000. A \$1,500 application fee is due for each project included in a portfolio application (which is generally one consisting of more than one existing housing development.) If the Agency is requested to complete the Section 42(m) review for another issuing agency, an additional \$5,000 fee is due with the request (and all materials must be submitted at least there (3) weeks before closing). These are nonrefundable fees and will be retained by the Agency if the Project fails to meet timelines or proceed to closing.

For facilities intending to use and qualify for Tax Credits, the Agency will also require the deposit of one half of the estimated Tax Credit Allocation Fee to be submitted with the application. The final Tax Credit Allocation Fee will be based on the amount of Tax Credits preliminary determined to be available to the project in the Agency's 42(m) letter, to be issued prior to the consummation of the Tax Exempt Financing. Additionally, any and all costs incurred in this application process are the sole responsibility of the applicant. Upon approval of the tax exempt bond financing from the Agency's Board, deposits toward the bond issuance fees will be required.

### **MINIMUM CRITERIA FOR AGENCY REVIEW**

For Agency consideration, developments must meet the minimum qualifications set forth below:

- May not apply for more volume cap than will reasonably support the financing structure. (The Agency may disallow applications for volume cap for construction financing if the applicant has another source of permanent financing, such as PennHOMES, which reduces the financing on a dollar for dollar basis. Such disallowance is not intended to discourage leveraging HOPE VI and other public housing funds.);
- Evidence of qualification under the relevant bond financing sections of the Code;
- Evidence of qualification for Tax Credits, if applicable;
- Evidence of qualification of development team and bond financing team;
- Evidence of financial feasibility of facility and cost efficiency of bond financing structure. The Agency reserves the right to impose a cap on any volume cap requests.
- Evidence of commitment of all long term development financing sources;

- Evidence of ability to support a 30-year minimum low income set aside period or a feasible financial conversion to affordable homeownership at the end of the qualified project period;
- Evidence and support of adequate market for the units;
- Demonstration that the development will not adversely impact other affordable housing properties in the identified market area or result in overconcentration of affordable units; and
- Evidence of accessibility and/or VisitAbility design features in the development to the greatest extent economically feasible.
- Evidence of outreach to minority, women's and/or veteran's businesses to be part of the development team.
- Demonstration that the development will be able to close on all financings and commence construction or rehabilitation within six (6) months from the application submission date or December 15, 2017, whichever is earlier, which may include evidence of zoning, regulatory, lender and all third party approvals.
- All funded applications will be required to comply with Agency reporting and recordkeeping, and unit accessibility requirements set forth in the Agency's program.

### **FUNDING PRIORITIES OF THE PROGRAM**

The Agency will give priority to developments that best demonstrate the following characteristics:

- Ability to quickly and efficiently close their financing, commence and complete construction;
- Maximum efficiency of all financing resources and structure;
- Provision of quality housing within the community for persons with greatest need;
- Affordability of development's rents;
- Reasonableness of costs for financing structure;
- Reasonableness of construction costs; and
- Reasonableness of all third party fees.
- Evidence of opportunities to affirmatively further fair housing.

The Agency may consider such additional criteria it deems necessary in its discretion to achieve maximum benefit of the resources available to it for financing low and moderate income residential rental facilities. Such additional factors include, *inter alia*, consideration of geographic and regional representation and resource allocation, community and economic impact and achieving the most qualified developments with the scarce resources through the imposition of a maximum per-development allocation of volume cap. The Agency may disallow or may impose costs adjustments upon developments with identity of interest between any of the principal parties.

The Agency reserves the right to discontinue, modify, suspend or amend this program at any time, with or without further notice to any interested party. All decisions of the Agency are subject to such additional conditions, restrictions and requirements as determined by the Agency in its sole discretion. In addition, the Agency's selection of developments for possible allocation of volume cap is subject to final availability of resources. The Agency also reserves the right to impose any conditions on the financing that it deems reasonable in its discretion.

In order to provide a resource for households seeking affordable housing throughout the Commonwealth, the Agency will require all developments financed with volume cap to participate in its interactive database for affordable housing units. Developments will be required to provide information including, but not limited to, unit amenities, household size, household income and move-in information and any ongoing unit vacancies in a secure and timely manner to the Agency throughout the project affordability and compliance period.

### **APPLICATION SUBMISSION/CONTACT INFORMATION**

Copies of this RFP and the required Guidelines are available on the Agency's website, [www.phfa.org](http://www.phfa.org). Questions may be addressed to the Development Division at (717)780-3876. Additional information or guidance may also be published from time to time on the Agency's website.

In an effort to determine the amount of volume cap to be utilized for multifamily tax exempt housing bonds in 2017, the Agency requests the applicant submit the attached Term Sheet at least fifteen (15) days prior to the submission of an application. Upon receipt of the Term Sheet, the Agency will advise the applicant on the availability of volume cap for the proposed development.

Applications for year 2017 volume cap will be accepted on or after November 1, 2016. All fees, signed narratives, and all required exhibits and attachments must be included with the application. Applications must be signed and may not be submitted via facsimile or e-mail. All information submitted by the applicant or gathered by the Agency in the review of the application is the sole property of the Agency and may be made public.

The Agency is committed to a policy which prohibits discrimination against persons based upon race, religion, gender, national origin, handicap, familial status or age in its programs and employment.

RESOLUTION OF THE PENNSYLVANIA HOUSING FINANCE AGENCY AFFIRMING POWERS OF THE OFFICES OF EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER, DEPUTY EXECUTIVE DIRECTOR AND CHIEF COUNSEL, DIRECTOR OF FINANCE, DIRECTOR OF ACCOUNTING, DIRECTOR OF HOMEOWNERSHIP PROGRAMS, DIRECTOR OF DEVELOPMENT, DIRECTOR OF HOUSING MANAGEMENT, DIRECTOR OF LOAN SERVICING, DIRECTOR OF BUSINESS ANALYTICS, AND OTHER DIRECTOR OFFICES AND CONFIRMING CERTAIN APPOINTMENTS OF SECRETARY AND ASSISTANT SECRETARIES

WHEREAS, the Agency exists, pursuant to the housing finance agency law, Act of Dec. 3, 1959, P.L. 1688, as amended (35 P.S. Section 1680.101 *et seq.*) (the "Act"), as a body corporate and politic, constituting a public corporation and government instrumentality of the Commonwealth of Pennsylvania with continued succession until terminated by law;

WHEREAS, the Act provides that the Agency is governed by a Board, consisting of designated members of the Agency, by office or appointment, empowered, *inter alia*, to make and alter bylaws for the management and regulation of its affairs; to enter into contracts and execute all instruments necessary or convenient for carrying out its operations; to acquire, hold and dispose of personal property, real or any interest therein; to hold, sell, lease, assign, encumber, mortgage or otherwise dispose of or compromise its interest in any real or personal property; to borrow money; to invest funds; to do any and all other things necessary or convenient to carry out the powers and purposes of the Agency, the Act or other acts; and

WHEREAS, the Act empowers the members to employ and engage the services of an executive director and such other officers, agents, employees, and professional and business advisors as may be necessary in carrying out its business and affairs; and accordingly, in authorized resolutions and bylaws, the Agency has established offices, has delegated certain powers to such offices and hereby confirms such authorizations; and

WHEREAS, there have been changes in Agency personnel and positions and there is a need for the Agency to update and reiterate powers and offices held by staff.

NOW THEREFORE, be it resolved by the members of the Pennsylvania Housing Finance Agency on this 8<sup>th</sup> day of September, 2016 as follows:

Section 1. The Executive Director shall be the chief executive officer, fully authorized to carry out all general administrative functions and business affairs necessary or convenient to the Agency, its operations, its programs, its facilities, its employees and contractors, agents and vendors, with full signatory authority for all matters conducted in accordance with the directives and resolutions of the Board and is further specifically authorized to execute and authorize checks and other appropriate documents with respect to Agency accounts and financial transactions.

Section 2. The Deputy Executive Director and Chief Counsel shall perform all of the functions and duties of the Executive Director as directed by the Board and the Executive Director, may execute contracts, and agreements of all kinds on behalf of the Agency and shall have such additional powers as may be specifically authorized in resolution or directed by the Board from time to time. In the event of unavailability or incapacity of the Executive Director, the Deputy Executive Director and Chief Counsel shall perform the duties and functions of the Executive Director, including the execution and authorization of checks and other appropriate documents with respect to the Agency accounts and financial transactions, during such period of unavailability or incapacity. Legal staff may be designated by the Deputy Executive Director and Chief Counsel to perform loan and program transactions and closings on behalf of the Agency.

Section 3. The Director of Finance shall perform all functions and duties assigned by the Executive Director and by the Board and may execute contracts, documents and agreements of every kind on behalf of the Agency, including checks and other appropriate documents with respect to Agency accounts and financial transactions.

Section 4. The Director of Accounting shall perform all functions and duties assigned by the Executive Director and by the Board and may execute contracts, documents and agreements of every kind on behalf of the Agency, including checks and other appropriate documents with respect to Agency accounts and financial transactions.

Section 5. The Director of Homeownership Programs shall perform the functions and duties as assigned by the Executive Director and shall have the power to execute contracts, documents and agreements of every kind on behalf of the Agency (with the exception of executing checks on the Agency accounts) and shall have such additional powers as may be specifically authorized in resolution or directed by the Board from time to time.

Section 6. The Director of Development shall perform the functions and duties as assigned by the Executive Director and shall have the power to execute contracts, documents and agreements of every kind on behalf of the Agency (with the exception of executing checks on the Agency accounts) and shall have such additional powers as may be specifically authorized in resolution or directed by the Board from time to time.

Section 7. The Director of Housing Management shall perform the functions and duties as assigned by the Executive Director and shall have the power to execute contracts, documents and agreements of every kind on behalf of the Agency (with the exception of executing checks on the Agency accounts) and shall have such additional powers as may be specifically authorized in resolution or directed by the Board from time to time.

Section 8. The Director of Loan Servicing shall perform such functions and duties as assigned by the Executive Director and may execute documents, contracts, and agreements of every type on behalf of the Agency, (with the exception of executing checks on the Agency's accounts) and shall have such additional powers as may be specifically authorized in resolution or as directed by the Board from time to time.

Section 9. The Director of Business Analytics shall perform all functions and duties as assigned by the Executive Director and may execute documents, contracts and agreement of every type on behalf of the Agency, (with the exception of executing checks on the Agency's accounts) and shall have such additional powers as may be specifically authorized in resolution or as directed by the Board from time to time.

Section 10. The Secretary shall perform all duties as Board administrator and shall keep all of the official records and books of the Agency, shall keep minutes of all meetings of the Agency, may issue calls for meetings, shall have charge of the seal of the Agency and may affix the seal, attested by his or her signature to such instruments as may require the same. Assistant secretaries shall be appointed from time to time, in accordance with a resolution of the Board to assist the Secretary in any and all official duties.

Section 11. The following persons are ratified and confirmed in the following positions:  
Brian A. Hudson, Executive Director and Chief Executive Officer (Effective July 2003)  
Rebecca L. Peace, Deputy Executive Director and Chief Counsel (Effective October 2015)  
Joseph Knopic, Director of Finance (Effective July 2003)  
John Zapotocky, Director of Accounting (Effective February 2015)  
Coleen Baumert, Director of Homeownership Programs (Effective August 2016)  
Kathryn Newton, Director of Loan Servicing (Effective August 2016)  
Holly Glauser, Director of Development (Effective September 2006)  
Carl Dudeck, Director of Housing Management (Effective September 2011)  
Thomas Brzana, Director of Business Analytics (Effective August 2016)  
Carrie Barnes, Secretary (Effective April 1980)  
Charlotte Nelson, Assistant Secretary (Effective May 1996)  
Margaret Strawser, Assistant Secretary (Effective May 1996)  
Tracy Horetsky, Assistant Secretary (Effective March 2010)  
Kimberly A. Smeal, Assistant Secretary (Effective November 2015)  
Brittany Bassett, Assistant Secretary (Effective November 2015)

Section 12. The Executive Director shall appoint such other directors as shall be appropriate to perform such functions and duties as may be assigned by the Executive Director and the Executive Director may authorize certain signatories for certain Agency accounts, checks, financial transactions as may be appropriate from time to time including individuals serving as manager of investments, investment officers, manager of accounting, internal auditors and staff accountants.

Section 13. This resolution shall take effect immediately and, in the event of any inconsistency, this resolution is intended to supplement all prior grants of authority and power set forth in specific authorizing resolutions pertaining to each of the offices set forth above or pertaining to any particular Agency transaction.