

JACKSONVILLE HOUSING FINANCE AUTHORITY



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**Board of Directors Meeting**

**MINUTES**

**OF**

**REGULAR MEETING**

**January 8, 2025**

**January 8, 2025: JHFA Board Meeting**  
**12 NOON**  
**Ed Ball Building**

Present at the meeting were:

**BOARD MEMBERS**

Barney Smith, Chair  
Jeff Rosen, Vice-Chair  
Amelyn Morodomi, Secretary  
Cassidy Bergstrom  
Tyler Grant  
Dee Bumbarger, Past Board Member

**PROFESSIONAL STAFF:**

Mark Hendrickson, The Hendrickson Company, Financial Advisor  
Laura Anderson, Controller  
Rhonda Bond-Collins, Bryant Miller Olive, Bond Counsel  
Cameron Hill, RBC Capital Markets, Investment Banker  
Harry Reece Wilson, City of Jacksonville Office of General Counsel  
Tomeshia Harmon, BNY Mellon, Trustee

**CITY STAFF:**

Travis Jeffrey, Chief, Housing & Community Development Division  
Sandra Nester, Executive Assistant to Travis Jeffrey  
Joshua Hicks, Affordable Housing Director  
Kenny Logsdon

**PUBLIC**

Ryan Hoover, Vestcor  
Kevin Troup, Vestcor  
Jason Larson, HTG  
Alex Sifakis, JWB  
Debbie Grise, Ability Housing  
Cindy Funkhouser, Sulzbacher

**BOARD MEETING**

Chairman Smith called the meeting to order at 12:01 pm.

**Establishment of Quorum Via Roll Call**

Mr. Hendrickson called roll, and Chairman Smith stated for the record that a quorum of the Board was physically present at the meeting.

**Minutes**

Ms. Morodomi moved, with a second by Ms. Bergstrom, that the **Board approve the minutes of the November 20 & December 11, 2024, Board meeting.** The motion passed unanimously.

### **Public Comments**

Mr. Ryan Hoover updated the Board on the progress of various Vestcor properties.

### **Retiring Member and New Member**

Chairman Smith thanked Ms. Bumbarger for her eight years of service on the Board, and she expressed her continued enthusiasm for the mission of JHFA and the commitment of its staff and Board. Chairman Smith welcomed Mr. Grant to the Board.

### **Staff Report**

Mr. Jeffrey had no report.

### **Controller Report**

Ms. Anderson presented the draft audit and stated that the auditor would make a formal presentation of the final audit at the February JHFA meeting. She presented a final FY 23-24 (September 30, 2024) balance sheet and income and expense report, and the same documents unaudited through December 31, 2024. Ms. Anderson also discussed the detailed budget that had been sent to the Board and stated that it would be in the February Board Packet for approval. Chairman Smith thanked staff for their work on the financials and stated that they were the most accurate and thorough he had received in his time on the Board.

### **Board Member Conflicts**

There were no Board conflicts.

### **Custody, Checking and State Board of Administration (SBA) Accounts**

Mr. Hendrickson stated that another person was needed as an “authorized person” on the Custody Account, due to the need for various expenditure approvals and wire confirmations. After discussion, Ms. Bergstrom moved, with a second by Ms. Morodomi, that the Board **authorize Ms. Anderson as a signer and call-back representative on the US Bank Custody Account**. The motion passed unanimously.

Mr. Hendrickson stated that the legislation that appropriated \$1 million of City funds for gap financing in conjunction with a like-contribution from JHFA required a separate account for the funds. He stated that the SBA investment (“SBA Prime”) fund was an appropriate vehicle for the account, as it was an authorized investment for all governments in Florida, had total liquidity, and a competitive interest rate. After discussion, Ms. Bergstrom moved, with a second by Mr. Rosen, that the Board **adopt the Resolution required by SBA to open the account**. The motion passed unanimously.

Mr. Hendrickson reported that a checking account would also be required, as reported at earlier meetings, and that the search had narrowed to Truist Bank and Regions Bank. He stated that the account would be opened when the online platforms for each bank were fully evaluated.

### **\$100 Million Single Family TEFRA**

Mr. Hendrickson stated that a request for 2025 bond allocation could not be made without a TEFRA approval in hand. Ms. Bond-Collins presented a Resolution prepared by bond counsel ratifying the publication of the TEFRA notice for \$100 million/single family and the holding of the hearing, and requesting City Council TEFRA approval. After discussion, Mr. Rosen moved, with a second by Ms. Morodomi, that the Board **approve the \$100 million Single Family TEFRA Resolution prepared by bond counsel**. The motion passed unanimously.

### **New Rental Bonds**

Mr. Hendrickson presented the bond application for Normandy Cove. Ms. Bond-Collins presented an Inducement Resolution, including a Preliminary Agreement. After discussion, Ms. Bergstrom moved, with a second by Ms. Morodomi, that the Board **approve the Inducement Resolution prepared by bond counsel for Normandy Cove**. The motion passed unanimously.

Mr. Hendrickson asked that an Inducement Resolution be added to the agenda for Riverside Park, a bond transaction that had applied two years ago but had never been induced. Chairman Smith opened the floor for public comments on the issue and there were none. After discussion, Mr. Rosen moved, with a second by Ms. Bergstrom, that the Board **approve the Inducement Resolution prepared by bond counsel for Riverside Park**. The motion passed unanimously.

Mr. Hendrickson stated that TEFRA approvals had a one-year expiration date from City Council approval, and that the one-year date was approaching in early April for Egret Landing and Sulzbacher Enterprise Village. Ms. Bond-Collins presented an Amended and Restated Inducement Resolution for Egret Landing, including a Preliminary Agreement that would expire December 31, 2025. After discussion, Ms. Morodomi moved, with a second by Ms. Bergstrom, that the Board **approve the amended and Restated Inducement Resolution prepared by bond counsel for Egret Landing**. The motion passed unanimously.

Ms. Bond-Collins presented an Amended and Restated Inducement Resolution for Sulzbacher Enterprise Village, including a Preliminary Agreement that would expire December 31, 2025. The Amended and Restated Inducement Resolution provided for a not to exceed amount of \$16,000,000. There was discussion as to whether the bond amount should be increased by 10 percent for a total bond amount of not to exceed of \$17,600,000. After discussion, Ms. Bergstrom moved, with a second by Ms. Morodomi, that the Board **approve the amended and Restated Inducement Resolution prepared by bond counsel with the change in the bond amount to a not to exceed amount of \$17,600,000 for Sulzbacher Enterprise Village**. The motion passed unanimously.

Mr. Hendrickson stated that the Preliminary Agreement for Village at Lake Forest had expired December 31, 2024. Ms. Bond-Collins presented an amended to the Preliminary Agreement changing the expiration date to December 31, 2025. After discussion, Ms. Bergstrom moved, with a second by Ms. Morodomi, that the Board **approve the amended Preliminary Agreement prepared by bond counsel for Village at Lake Forest**. The motion passed unanimously.

### **Gap Financing—Village at Lake Forest**

Mr. Hendrickson presented proposed amended terms for the \$2.5 million gap loan for Village at Lake Forest, including making the loan cash flow, reducing the interest rate to 1%, and including a corporate guaranty from Ability Housing to pay the 1% interest yearly if cash flow was not sufficient for payment, subject to credit underwriter approval of Ability Housing's capacity to back a guaranty and approval of legal counsel, Controller and Financial Advisor sign-off on exact terms and conditions. After discussion, Ms. Bergstrom moved, with a second by Ms. Morodomi, that the Board **modify the loans terms for Village at Lake Forest as described above**. The motion passed unanimously.

### **Lofts at San Marco East**

Mr. Hendrickson presented a request from Vestcor to extend the term of the 2023-A2 Bonds for Lofts at San Marco East for six months. Ms. Bond-Collins stated that the credit underwriter (Seltzer Management) had no objection to the extension and that the conditions for extension had been met. After discussion, Ms. Morodomi moved, with a second by Ms. Bergstrom, that the Board **approve the request for a six-**

**month extension of the 2023-A2 bonds for Lofts at San Marco East.** The motion passed unanimously.

**Gap Financing: New Applications**

Mr. Hendrickson reported that four applications were received in response to the NOFA for \$2 million of gap financing. He presented a detailed analysis of the applications and recommendations. The Board discussed the applications. After discussion, Ms. Morodomi moved, with a second by Mr. Rosen, that the Board:

- Select **Sulzbacher Enterprise Village** for \$1.5 million of gap financing
- Sulzbacher Loan: 1%/20 years (or coterminous with other loans, whichever shorter)/no amortization, with 1% hard pay backed by guarantee of Sulzbacher if funds not available from cash flow/principal payable in 20 years
- Select **Normandy Village** for \$500,000 of gap financing,
- Normandy Loan: 3%/construction + 18 years/40-year amortization/balloon in 20 years with all deferred principal & interest payable
- All loan commitments and loans governed by Ordinance 2014-185-E.
- Authorize the Chairman to sign loan commitment letters, and authorize Chair or other Board member to execute loan documents, including subordinations and extension of loan commitment up to 30 days after senior loan closing date;
- Loan to be evidenced by Promissory Note and Mortgage, with anticipated second mortgage position (subject to all loan documents and due diligence necessary to evidence and complete the transaction). Loan documents to include a Land Use Restriction Agreement with all Applicant commitments (City programs, length of set-aside, income restrictions).
- Loan commitment expiration date of December 31, 2025.

The motion passed unanimously.

**Annual Report**

Mr. Hendrickson reported that the JHFA annual report was completed and submitted by Ms. Anderson to the parties required by ordinance. Chairman Smith asked that a copy of the final report be sent to the Board members.

**Chairman's Report:**

Chairman Smith had no report.

**Adjournment**

Without objection, Chairman Smith adjourned the meeting at 12:59 PM.