

**Florida Housing Finance Corporation
Board of Directors' Meeting Minutes
July 28, 2006**

TIME: 9:00 a.m.

LOCATION: Tallahassee City Hall Commission Chambers
300 South Adams Street
Tallahassee, FL 32301

BOARD MEMBERS PRESENT:

Terry Santini, Chairman
Lynn Stultz, Vice Chairman
James F. Banks, Jr.
Cesar Calvet
J. Luis Rodriguez
Zully Ruiz

CORPORATION STAFF PRESENT:

Stephen P. Auger, Executive Director
Wayne Conner
Laura Cox
Sheila Freaney
Barbara Goltz
Wellington Meffert
Nancy Muller
Vicki Robinson
Stephanie Sgouros
David Westcott

ADVISORS AND OTHERS PRESENT:

Jan Carpenter, Shuffield, Lowman
Mark Mustian, Nabors, Giblin & Nickerson

Chairman Santini called the Board of Directors' meeting to order at 9:00 a.m., and confirmed that a quorum was present.

MINUTES

Chairman Santini asked for a motion to approve the Minutes of the June 9, 2006, Board Meeting.

Motion to approve the Minutes was made by Mr. Calvet with a second by Ms. Ruiz.
Motion passed unanimously.

Chairman Santini recognized Steve Auger to address the Board. Mr. Auger assured the Board that although the Miami-Dade Housing Agency has recently been in the headlines in regard to allegations of mismanagement of funds, all funds provided to Miami-Dade County through any Florida Housing programs are closely monitored. He added that he had been contacted by Cynthia Curry, the individual charged with cleaning up the Miami-Dade Housing Agency, for guidance in that process based on Florida Housing's established policies and procedures for ensuring funds are directed and used in the proper manner.

FISCAL

Chairman Santini recognized Barb Goltz to address the Board regarding Fiscal matters.

Item A, 2006/2007 Documentary Stamp Tax Appropriate Split – Documentary Stamp Tax Allocation. Ms. Goltz asked the Board to approve the allocation of the \$70,500,000 appropriated by the Legislature from the housing trust funds as follows:

- Guarantee Program - \$6.4 million
- Affordable Housing Study Commission, Catalyst Program and Housing Data Clearinghouse (combined) - \$1 million
- HAP Program - \$8 million
- SAIL Program - \$55.1 million

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Stultz. Motion passed unanimously.

LEGAL

Chairman Santini recognized Wellington Meffert brief the Board on legal matters.

Item A, 2006 Universal Cycle Appeals. Mr. Meffert reminded the Board Members that they were sitting in a quasi-judicial capacity when hearing appeals. He stated that in each case, they were asked to review the recommended order to consider the findings of fact and conclusions of law and issue a final order based on each recommended orders.

Exhibit A. Mr. Meffert asked the Board to approve the Recommended Order on the Villages of Delray appeal, rejecting the application for failure to meet threshold regarding general site plan approval/environmental safety, and adopt the recommendation in the final order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Mr. Banks. Motion passed unanimously.

Exhibit B. Mr. Meffert asked the Board to approve the Recommended Order on the Nautilus Development Partners, LLP, appeal, rejecting the application for failure to meet threshold regarding firm financial commitments, and adopt the recommendation in the final order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Stultz. Motion passed unanimously.

Exhibit C. Mr. Meffert asked the Board to approve the Recommended Order on the MBCDC Villa Maria, LLC, appeal, rejecting the application for using a form prohibited by the rule. He stated that a written argument was received on the matter, but it was not signed and did not have the name, phone number and certificate of service, as required by the pleading rules. He asked the Board to dismiss the written argument and adopt the findings of fact and conclusions of law of the recommended order and adopt the recommendations of the recommended order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Ruiz. Motion passed unanimously.

Exhibit D. Mr. Meffert asked the Board to approve the Recommended Order on the Plaza La Isabela appeal, rejecting the application for failure to meet threshold regarding financing, zoning and surveyor's certification form. He asked the Board to adopt the findings of fact and conclusions of law of the recommended order and adopt the recommendations of the recommended order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Ruiz. Motion passed unanimously.

Exhibit E. Mr. Meffert asked the Board to approve the Recommended Order on the Marion Manor, Inc., appeal, rejecting the application for failure to meet threshold regarding local government verification of site plan approval. He asked the Board to adopt the findings of fact and conclusions of law of the recommended order and adopt the recommendations of the recommended order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Mr. Banks. Motion passed unanimously.

Exhibit F. Mr. Meffert asked the Board to approve the Recommended Order on the Palafox Landing Limited appeal, accepting the application and deeming it as meeting threshold. He asked the Board to adopt the findings of fact and conclusions of law of the recommended order and adopt the recommendations of the recommended order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Ruiz. Motion passed unanimously.

Exhibit G. Mr. Meffert asked the Board to approve the Recommended Order on the Cypress Senior Village, LLC, appeal, awarding five additional points to the application for the local government verification of fee waiver. He asked the Board to adopt the findings of fact and conclusions of law of the recommended order and adopt the recommendations of the recommended order.

Motion to approve the recommendation was made by Mr. Calvet with a second by Mr. Banks. Motion passed unanimously.

MULTIFAMILY BONDS

Chairman Santini recognized Wayne Conner to brief the Board on Multifamily Bond matters.

Item A, Hampton Point Apartments. Mr. Conner asked the Board to approve the release of a 10.7 acre parcel from the Phase I mortgage and approve the cross-collateralization of the existing Hampton Point Apartments with the proposed Phase II, and authorize counsel and staff to prepare the necessary documents to effectuate such approval subject to additional review and approvals of staff, counsel, credit underwriters and the credit enhancer and syndicator.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Stultz.

Mr. Calvet asked for staff's perspective on this transaction. Mr. Conner stated that if the Guarantee Program has the need to have collateral on both developments, they can achieve that, and that it is more of a cross-default than it is cross-collateralization, so it is a stronger position to be in going forward.

Motion passed unanimously.

PREDEVELOPMENT LOAN PROGRAM (PLP)

Chairman Santini recognized Nancy Muller to brief the Board on Predevelopment Loan Program matters.

Item A, Request for Approval of PLP Loan Extension for Hancock Place. Ms. Muller stated that on July 31, 2003, St. John's Housing Partnership closed on a PLP loan in the amount of \$320,000 for the non-site acquisition portion of their loan, and on February 13, 2004, closed a loan in the amount of \$180,00 for the site acquisition portion. She stated that the developer asked to extend the terms of both loans, which are set to mature on July 31, 2006, and February 13, 2007, respectively, to mature simultaneously on July 31, 2007. She stated that the technical assistance provider working with the developer, as well as Florida Housing staff, have reviewed the request and believe the request is reasonable. She asked the Board to approve the extension of both portions of the PLP loan to July 31, 2007.

Motion to approve the recommendation was made by Mr. Calvet with a second by Ms. Stultz. Motion passed unanimously.

PROFESSIONAL SERVICES SELECTION (PSS)

Chairman Santini recognized Laura Cox to brief the Board on Professional Services Selection matters.

Item A, Request for Qualifications (RFQ) for Management Company Services. Ms. Cox reminded the Board that at the June 10, 2005, Board Meeting, it authorized staff to issue an RFP for management company services to manage any properties Florida Housing may acquire in the future. She stated that nine proposals were received, but one was rejected for failure to provide the required number of copies. She asked the Board to approve the Review Committee's

recommendation to accept the top four proposals from Cambridge Management Services, Inc., Cameo Professionals, Inc., Royal American Management and the Apogee Company, for inclusion in Florida Housing's pool of management companies and authorize staff to enter into contract negotiations.

Chairman Santini asked why Apogee Company was included in the recommendation since its point total was much lower than the top three. Ms. Cox explained that staff wanted to have four providers to insure a large enough pool.

Motion to approve the recommendation was made by Mr. Calvet with a second by Mr. Rodriguez. Motion passed unanimously.

RENTAL RECOVERY LOAN PROGRAM

Chairman Santini recognized Stephanie Sgouros to brief the Board regarding the selection of a seed number for the Rental Recovery Loan Program application cycle's lottery number.

Item A, Seed Number Selection. Ms. Sgouros asked Chairman Santini to pick a seed number from Statement 4914, Interstate Commerce Commission, Appendix 81, Pages 1441 through 1446, Lines 1 through 300, Columns 1 through 14. Chairman Santini selected Page 1445, Column 12, Line Number 225, Number 86965.

SINGLE FAMILY BONDS

Chairman Santini recognized Barb Goltz to brief the Board on Single Family Bond matters.

Item A, Sale of 2006 Series 4 and 5 Single Family Homeowner Mortgage Revenue Bonds. Ms. Goltz reported on the sale of the 2006 Series 4 and 5 Homeowner Mortgage Revenue Bonds for \$175 million, noting that it was the biggest Homeowner Mortgage Revenue Bond sale that Florida Housing has done in at least six years.

UNIVERSAL CYCLE

Chairman Santini recognized Vicki Robinson to brief the Board on Universal Cycle matters.

Item A, 2006 Universal Cycle Ranking. Ms. Robinson presented a synopsis of the process and methodology used to arrive at the final rankings that were being presented to the Board for its approval. She then asked the Board to approve the staff's recommendation to approve the final scores and ranking and direct staff to proceed with issuing invitations to credit underwriting and preliminary commitment letters to those applicants that are in the funding range.

Motion to approve the recommendation was made by Ms. Stultz with a second by Mr. Calvet. Motion passed unanimously.

Item B, 2007 Universal Cycle. Ms. Robinson asked the Board to authorize staff to begin the rule development process by scheduling a rule development workshop following the September 8, 2006, Board Meeting.

Motion to approve the recommendation was made by Ms. Stultz with a second by Mr. Calvet. Motion passed unanimously.

CONSENT AGENDA

Chairman Santini asked the Board to approve staff recommendations on the Consent Agenda. Mr. Meffert stated that Legal Consent Item H, Creative Choice Ltd., was being withdrawn from consideration.

Motion to approve staff's recommendations on the Consent Agenda with the exception of Legal Item H was made by Mr. Banks. Motion passed unanimously.

Hearing no further business, Chairman Santini adjourned the January 20, 2006, Board of Directors' Meeting at 10:25 a.m.