



**MINUTES AND MEMORANDA OF A MEETING  
OF  
THE BOARD OF DIRECTORS OF  
INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY**

Held: June 23, 2016

A regular meeting of the Board of Directors of the Indiana Housing and Community Development Authority (“IHCDA” or “Authority”) was held June 23, 2016 at 10:00 a.m. at 30 South Meridian Street, Suite 1000, Indianapolis, Indiana 46204.

The following individuals were present at the meeting: Mark Wuellner (Lieutenant Governor delegate), Mark Pascarella (Public Finance Director of the State of Indiana delegate), Kelly Mitchell (Treasurer of the State of Indiana), Tom McGowan, Scenario Adebessin, Jacob Sipe (Executive Director for IHCDA), members of the staff of the Authority, and the general public. David Miller and Andy Place, Sr. were not present.

Mark Wuellner served as Chair of the meeting, and, upon noting the presence of a quorum, called the meeting to order. Sondra Craig served as Secretary.

Before commencing with the posted agenda for the meeting, Chairman Wuellner gave Jacob Sipe the floor. Jacob informed the Board that after 20 years at IHCDA Blake Blanch would be departing IHCDA for a job in the private sector. His last day will be July 1, 2016. Jacob asked for Blake to stand to be recognized.

Jacob informed the Board that wheels were already in motion to fill the vacant Chief Financial Officer position and to protect IHCDA’s assets in the interim:

- Submission made to State Personnel Department to refill the position.
- With single family production at an all-time high in addition to the 4% bond deals, a request for proposal will be released Friday, July 1, 2016 for a closing agent to close transactions and handle fees, and inducement resolutions.
- There will be a search to find an individual to manage the single family portfolio and submit necessary disclosures. Blake has completed all monthly and quarterly reports to date. The next monthly report is due in 90 days and the next quarterly report in October.
- IHCDA will rely on its partners to monitor and evaluate the investment portfolio.
- A conference call to IHCDA’s rating agencies will take place next week.

**I. Approval of Minutes**

**A. Meeting Minutes**

A motion was made by Scenario Adebessin to approve the May 26, 2016 Meeting Minutes, which was seconded by Mark Pascarella; the following Resolution was unanimously approved:

**RESOLVED**, the Minutes of the Board meeting held May 26, 2016 are hereby approved to be placed in the Minute Book of the Authority.

## **II. Real Estate**

### **A. Bond Volume/4% Credits – Edgewood Apartments**

Chairman Wuellner recognized Alan Rakowski who presented information regarding Bond Volume/4% Credits – Edgewood Apartments.

#### **Background**

IHCDA is empowered to act as the housing credit agency for the State to administer, operate, and manage the allocation of the Internal Revenue Service Section 42 low-income housing tax credit (LIHTC) program. The purpose of the LIHTC is to provide an incentive for private developers and investors to provide more affordable rental housing. This may be accomplished by new construction and/or rehabilitation of existing structures.

#### **Process**

On January 1, 2016 the IHCDA began the 2016A-B bond round for multi-family bond volume. The seventh application received and reviewed represented a total development cost of \$21,404,824 with \$12,200,000 in bond volume and \$564,730 in annual LIHTCs to rehabilitate 190 units of affordable housing.

Financial Equity Associates is proposing to combine three properties in Merrillville into one bond/4% transaction in order to preserve existing affordable housing. Currently managed by Equity Property Management LLC, The Cloister Apartments (321 West 58<sup>th</sup> Place), The Tan Tar A Apartments (195 East 58<sup>th</sup> Court), and the Edgewood Terrace Apartments (5860-5870 Pennsylvania Street) make up a total of 190 units where approximately 50% of the current tenants utilize Section 8 Housing Choice Vouchers.

With all three developments having been constructed in 1973, Edgewood Apartments will significantly upgrade the apartment units and better meet the needs of the tenant base by providing energy efficient upgrades, including energy star rated appliances, improvements in insulation, energy efficient windows, and energy efficient air conditioning equipment and furnaces. The scope of rehabilitation will also ensure that residents of Merrillville have a high quality, affordable housing option.

During the round the Real Estate Department staff reviewed the application to ensure it met the criteria set forth in the 2016-2017 Qualified Allocation Plan. Additionally, on June 7, 2016 the applicant was given an opportunity to present the development to members of the Executive Committee and the Real Estate Department.

Following discussion, a motion was made by Kelly Miller to approve awarding \$12,200,000 in bond volume and \$564,730 in annual LIHTC to Edgewood Group, LLC according to the terms of the 2016A-B Application Round, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding \$12,200,000 in bond volume and \$564,730 in annual LIHTC to Edgewood Group, LLC according to the terms of the 2016A-B Application Round, as recommended by staff.

### **B. Bond Volume/4% Credits – Michigan Blvd RCF**

Chairman Wuellner again recognized Alan Rakowski who presented information regarding Bond Volume/4% Credits – Michigan Blvd RCF.

#### **Background**

IHCDA is empowered to act as the housing credit agency for the State to administer, operate, and manage the allocation of the Internal Revenue Service Section 42 low-income housing tax credit (LIHTC) program. The purpose of the LIHTC is to provide an incentive for private developers and investors to provide more affordable rental housing. This may be accomplished by new construction and/or rehabilitation of existing structures.

#### **Process**

On January 1, 2016 the IHCDA began the 2016A-B bond round for multi-family bond volume. The tenth application received and reviewed represented a total development cost of \$22,810,528 with \$17,000,000 in bond volume and \$762,653 in annual LIHTCs to create 115 units of affordable housing.

The proposed development will provide 115 newly constructed apartments in a four story elevator building that will provide very low and low-income persons ages 65 and older with the option of receiving assisted living services in Michigan City. The total development site, located 3.5 miles west of the center of Michigan City, consists of seven acres in a qualified census tract. It will be located on Michigan Blvd., which is a major east-west route that connects I-94 with Michigan City.

Michigan Blvd RCF provides a unique approach to providing housing with assisted living services by utilizing bonds and tax credits to create an affordable option for seniors with the Medicaid Waiver. This will be the only Residential Care Facility (RCF) in LaPorte County where the Medicaid Waiver will be accepted and tenants will be offered an array of supportive services including meals, wellness checks, medication assistance, help with activities of daily living (ADLs), housekeeping, and laundry. This approach will allow seniors to continue living independently in their communities and close to their family members.

Vermilion Enterprises, LLC, the applicant and developer of Michigan Blvd RCF, has over 60 years of development experience in numerous asset classes including multifamily residential, retail, office, and medical facilities including a 105 unit assisted living facility development in Peoria, Illinois. The management partner, Gardant Management Solutions, currently manages more than 3,700 senior living and assisted apartments and is the 14<sup>th</sup> largest provider of assisted living services in the country.

During the round the Real Estate Department staff reviewed the application to ensure it met the criteria set forth in the 2016-2017 Qualified Allocation Plan. Additionally, on June 7, 2016 the applicant was given an opportunity to present the development to members of the Executive Committee and the Real Estate Department.

Following discussion, a motion was made by Tom McGowan to approve awarding \$17,000,000 in bond volume and \$762,653 in annual LIHTC to Michigan Blvd RCF, LP according to the terms of the 2016A-B Application Round, as recommended by staff, which was seconded by Mark Pascarella; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding \$17,000,000 in bond volume and \$762,653 in annual LIHTC to Michigan Blvd RCF, LP according to the terms of the 2016A-B Application Round, as recommended by staff.

**C. Bond Volume/4% Credits – West Kilgore RCF**

Chairman Wuellner again recognized Alan Rakowski who presented information regarding Bond Volume/4% Credits – West Kilgore RCF.

**Background**

IHCDA is empowered to act as the housing credit agency for the State to administer, operate, and manage the allocation of the Internal Revenue Service Section 42 low-income housing tax credit (LIHTC) program. The purpose of the LIHTC is to provide an incentive for private developers and investors to provide more affordable rental housing. This may be accomplished by new construction and/or rehabilitation of existing structures.

**Process**

On January 1, 2016 the IHCDA began the 2016A-B bond round for multi-family bond volume. The fifth application received and reviewed represented a total development cost of \$22,210,907 with \$17,000,000 in bond volume and \$740,209 in annual LIHTCs to create 119 units of affordable housing.

The proposed development will provide 119 newly constructed apartments in a three story elevator building that will provide very low and low-income persons ages 65 and older with the option of receiving assisted living services in Muncie. The total development site, located 1.8 miles southwest of downtown Muncie, consists of 3.66 acres in a qualified census tract. It will be easily accessible by car and public transit and is situated in close proximity to neighborhood retail and medical services.

West Kilgore RCF provides a unique approach to providing housing with assisted living services by utilizing bonds and tax credits to create an affordable option for seniors with the Medicaid Waiver. This will be the only such facility in Muncie, where the Medicaid Waiver will be accepted and tenants will be offered an array of supportive services including meals, wellness checks, medication assistance, help with activities of daily living (ADLs),

housekeeping, and laundry. This approach will allow seniors to continue living independently in their communities and close to their family members.

Vermilion Enterprises, LLC, the applicant and developer of West Kilgore RCF, has over 60 years of development experience in numerous asset classes including multifamily residential, retail, office, and medical facilities including a 105-unit assisted living facility development in Peoria, Illinois. The management partner, Gardant Management Solutions, currently manages more than 3,700 senior living and assisted apartments and is the 14<sup>th</sup> largest provider of assisted living services in the country.

During the round the Real Estate Department staff reviewed the application to ensure it met the criteria set forth in the 2016-2017 Qualified Allocation Plan. Additionally, on June 7, 2016 the applicant was given an opportunity to present the development to members of the Executive Committee and the Real Estate Department.

Following discussion, a motion was made by Scenario Adebessin to approve awarding \$17,000,000 in bond volume and \$740,209 in annual LIHTC to West Kilgore RCF, LP according to the terms of the 2016A-B Application Round, as recommended by staff, which was seconded by Kelly Mitchell; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding \$17,000,000 in bond volume and \$740,209 in annual LIHTC to West Kilgore RCF, LP according to the terms of the 2016A-B Application Round, as recommended by staff.

**D. Bond Volume/4% Credits – Hellenic Senior Living of Indianapolis**

Chairman Wuellner again recognized Alan Rakowski who presented information regarding Bond Volume/4% Credits – Hellenic Senior Living of Indianapolis.

**Background**

IHCDA is empowered to act as the housing credit agency for the State to administer, operate, and manage the allocation of the Internal Revenue Service Section 42 low-income housing tax credit (LIHTC) program. The purpose of the LIHTC is to provide an incentive for private developers and investors to provide more affordable rental housing. This may be accomplished by new construction and/or rehabilitation of existing structures.

**Process**

On January 1, 2016 the IHCDA began the 2016A-B bond round for multi-family bond volume. The eighth application received and reviewed represented a total development cost of \$23,509,842 with \$16,500,000 in bond volume and \$728,959 in annual LIHTCs to create 125 units of affordable housing.

Developed by AHEPA Affordable Housing Management Company, Inc. and to be managed by Gardant Management Solutions, Hellenic Senior Living of Indianapolis will be a three story, 125 unit affordable assisted living facility (AALF) that will combine apartment style housing with personal care and supportive services. AALFs allow residents to live independently while having access to services not available in independent living settings. This product's combination of a tax credit property that offers assisted living services through the State's Medicaid waiver reimbursement program is newer and unique in Indiana.

Hellenic Senior Living of Indianapolis, which will be located at 8601 Shelby Street, will offer a convenient location close to many amenities. Within a mile of the site is Community Hospital South, at least six medical offices, the YMCA, and numerous retail stores and restaurants. Additionally, the site located on IndyGo Bus Route #22 with access to these nearby amenities. It also has easy access to I-465, US 31, and I-65.

AHEPA Affordable Housing Management Company, Inc., a not-for-profit 501(c)(3) organization based in Fishers, has over 23 years of experience in affordable housing and has developed and/or managed 93 properties in 22 States. The management partner, Gardant Management Solutions, currently manages more than 3,700 senior living and assisted apartments and is the 14<sup>th</sup> largest provider of assisted living services in the country.

During the round the Real Estate Department staff reviewed the application to ensure it met the criteria set forth in the 2016-2017 Qualified Allocation Plan. Additionally, on June 6, 2016 the applicant was given an opportunity to present the development to members of the Executive Committee and the Real Estate Department.

Following discussion, a motion was made by Kelly Mitchell to approve awarding \$16,500,000 in bond volume and \$728,959 in annual LIHTC to Hellenic Senior Living of Indianapolis, LLC according to the terms of the 2016A-B Application Round, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding \$16,500,000 in bond volume and \$728,959 in annual LIHTC to Hellenic Senior Living of Indianapolis, LLC according to the terms of the 2016A-B Application Round, as recommended by staff.

**E. Ramp Up Update**

Chairman Wuellner recognized Matt Rayburn who presented an update on the Ramp Up program.

No action was required as this was an update to the Board.

**III. Community Programs**

**A. Individual Development Account Tax Credit Program Approval**

Chairman Wuellner recognized Brian Carmen who presented information regarding Individual Development Account Tax Credit Program Approval.

**Background**

Under I.C. §6-3.1-18, IHCD is authorized to allocate no more than \$200,000 in tax credits during any state fiscal year to support an Individual Development Account (IDA) program. These credits may be allocated to any community development corporation (CDC) as defined by the IDA Program in I.C. §4-4-28-2. Revenue generated from the sale of tax credits is then used to assist IDA participants with setting up a new savings account or financially supporting a pre-existing IDA program. Participating CDCs may use no more than 20% of the first \$100,000 raised to cover the administrative costs of the program. Indiana has been administering the IDA Tax Credit program since the State Code was written in 1997.

**Process**

In June 2016, Community Programs Staff released the application to the network of current IDA program administrators and to IHCD's website, with a due date of June 13, 2016. Eligible CDCs were required to submit a program proposal to demonstrate the use of the tax credits and to estimate the cost of administering the program. IHCD received seven applications from seven IDA program administrator agencies, requesting a total amount of \$200,000 in tax credits.

Applications were scored based on their capacity to support program administrative duties, facilitate participant recruitment, history of maintaining similar programs, determination of need, budget, and evaluation. Staff recommends that the following seven organizations receive IDA tax credits.

<b>Applicant</b>	<b>Amount Requested</b>	<b>Recommendation</b>
LaCasa, Inc.	\$50,000	\$50,000
Pathfinder Services, Inc.	\$20,000	\$20,000
Interlocal Community Action Program	\$15,000	\$15,000
Indianapolis Neighborhood Housing Partnership	\$15,000	\$15,000
Housing Authority of the City of Fort Wayne	\$37,500	\$37,500
Housing Authority of the City of Terre Haute	\$25,000	\$25,000
Southeastern Indiana Economic Opportunity Corporation	\$37,500	\$37,500
<b>Total:</b>	<b>\$200,000</b>	<b>\$200,000</b>

Following discussion, a motion was made by Scenario Adebessin to approve the allocation of IDA Tax Credits in an aggregate amount not to exceed \$200,000 to the applicants and in the amounts listed in the table above, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve the allocation of IDA Tax Credits in an aggregate amount not to exceed \$200,000 to the applicants and in the amounts listed in the table above, as recommended by staff.

#### **IV. Community Services**

##### **A. Housing Opportunities for Persons with AIDS 2016-2017 Program Year Funding Allocations**

Chairman Wuellner recognized Nastaciá Moore who presented information regarding Housing Opportunities for Persons with AIDS 2016-2017 Program Year Funding Allocations.

#### **Background**

The Housing Opportunities for Persons with AIDS (HOPWA) program is formula grant provided by the U.S. Department of Housing & Urban Development (HUD) for low-income individuals and families who are living with HIV or AIDS. HOPWA funding is used for: long and short-term rent, mortgage assistance, utility assistance, facility-based assistance, housing information, supportive services, permanent housing placement services, and a small allowance for administrative operations.

#### **Process**

For the 2016-2017 program years, IHCDCA received \$968,868 from HUD, which is an increase of 1.7% from the 2015-2016 program year. From that total, IHCDCA has allocated \$29,066 to IHCDCA for administration of the program. This dollar amount represents 3% of the grant which is the maximum amount allowed for administration. IHCDCA has \$939,802 to allocate to our partners across the state.

HOPWA applications were reviewed as a part of a Request for Qualifications process which purpose was to ensure that applicants who are selected to receive HOPWA fund met basic threshold criteria, including designation as an Indiana State Department of Health (ISDH) care coordination site. Funding allocations were determined based on the amount of funds requested, previous program success, epidemiology figures from ISDH, the amount of households that were served, and funding availability.<sup>1</sup>

The threshold criteria listed below must be met to be considered for a HOPWA award.

- The applicant must be a private nonprofit organization (defined as tax-exempt secular or religious organization described in section 501(c)(3) of the Internal Revenue Code).
- The applicant cannot have any unresolved findings from IHCDCA or HUD.
- A Staff or Board member affiliated from the organization must have attended Regional Planning Council on the Homeless meetings in calendar year 2015.
- The applicant must be a Care Coordination site with the Indiana Department of Health.
- The applicant must have a Certificate of Consistency with the State of Indiana Consolidation Plan in the areas that their program will cover.
- The applicant must have standards of financial accountability that conform to 2 CFR 200.302 'Financial Management' and 2 CFR 200.303, 'Internal Controls', which includes systems and software that allow for effective control and accountability for all funds, property, and other assets.

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<sup>1</sup> Region 7 and some of Region 11 counties are outside of IHCDCA HOPWA jurisdiction: Boone, Hamilton, Hancock, Hendricks, Johnson, Madison, Marion, Morgan, Putnam, Brown Shelby County, Scott, Washington, Clark, Floyd, and Harrison Counties.

<u>Applicants</u>	<u>Amount Requested</u>	<u>2016 Award</u>
AIDS Ministries	\$155,000	\$141,934
AIDS Resource Group	\$180,000	\$164,934
Northeast Indiana Positive Resource Connection (f/k/a Aids Task Force NEI)	\$150,000	\$133,000
AIDS Task Force – LaPorte and Porter Counties (Aliveness Project)	\$200,000	\$190,000
Aspire Indiana	\$200,000	\$180,000
Hoosier Hills AIDS Coalition	\$20,934	\$17,934
IU Health Positive Link – Bloomington/Terre Haute	\$122,000	\$112,000
<b>Total:</b>	<b>\$1,027,300</b>	<b>\$939,802</b>

Exhibit A contains a map showing the regions recommended for funding.

Following discussion, a motion was made by Tom McGowan to approve the allocation of HOPWA funding in an aggregate amount not to exceed \$939,802 to the applicants as set forth in the table above for the 2016 – 2017 program year, as recommended by staff, which was seconded by Mark Pascarella; the motion passed unanimously:

**RESOLVED**, that the Board approve the allocation of HOPWA funding in an aggregate amount not to exceed \$939,802 to the applicants as set forth in the table above for the 2016 – 2017 program year, as recommended by staff.

**B. Emergency Solutions Grant, Fiscal Year 2016-2017 Allocations Shelter Program, Outreach, Rapid Re-Housing/Homeless Prevention, and Rental Assistance/Shelter Program**

Chairman Wuellner recognized Emily Harris-Shears who presented information regarding Emergency Solutions Grant, Fiscal Year 2016-2017 Allocations Shelter Program, Outreach, Rapid Re-Housing/Homeless Prevention, and Rental Assistance/Shelter Program.

**Background**

The Emergency Solutions Grant (ESG) is a federal formula grant that is allocated according to population and other demographic factors to eligible jurisdictions nationwide. IHCD is the designated recipient for ESG funds directed to the Indiana State ESG program from the U.S. Department of Housing & Urban Development (HUD).

IHCD created a Request for Proposals (RFP) dividing the activities into the following three program categories:

1. **ESG Shelter Program (ESG/S)** – provides funding to help operate the shelters and provide essential services to shelter residents.
2. **ESG Outreach (ESG/O)** – provides funding to provide services and case management for people who are experiencing homelessness and currently living on the streets.
3. **Rapid Re-Housing and Homeless Prevention (RRH/HP)** – provides funding to rapidly re-house individuals and families experiencing literal homelessness by providing short to medium term rental assistance, financial assistance, and funds to help prevent individuals and families from becoming homeless.

The following threshold requirements were included in the 2016-2017 RFP for all three program categories:

- Applicant must be a certified non-profit organization;
- Program must be located in the BOS COC;
- Applicants must actively participate in their Regional Planning Council on the Homeless meetings and attend at least 75% of the 2015 meetings;
- The organization cannot have any unresolved findings from IHCD or HUD; and
- The organization has to provide an explanation if they have had any state or federal funds recaptured.

The RFP included the following additional threshold requirements for the ESG/S:

- One-hundred percent of those served in the proposed shelter program must be homeless, as defined by HUD;
- For new applicants, the proposed shelter program must be a short-term emergency shelter, which does not require occupants to sign leases or occupancy agreements, as required by HUD;
- The applicant cannot apply for a project that was denied funding through the BOS COC McKinney-Vento awards; and
- The shelter must be open year around; and
- If an applicant provides family shelter and houses children under 18 years of age, the organization cannot use age or gender of the child(ren) as a basis for denying a family's admission to the shelter.

The RFP included the following additional threshold requirement for the ESG RRH/HP component:

- The applicant must have experience in administering rental assistance funds.

The RFP included the following additional threshold requirement for the ESG/O component:

- The applicant must provide services in a city/region where unsheltered homeless persons as reported in the 2015 Point in Time Count make up at least 5% of the total count, regionally.

**Process**

The Indiana State ESG program received \$3,636,551 for fiscal year 2016, which is less than a 1% increase from the 2015 ESG allocation. IHCDCA reviewed its selection process, thresholds, and the allocation split with the Funding & Resource Committee of the Balance of State Continuum of Care (BOS COC), which made recommendations. The selection process was also reviewed and approved by the Balance of State Continuum of Care Board. The selection process and allocation plan is included in IHCDCA’s Consolidated Plan. IHCDCA plans to allocate monies according to HUD regulations as follows:

IHCDCA Administration	\$122,734
Sub-Recipient Administration	\$40,925
<b>Total Administration:</b>	<b>\$163,659</b>
Shelter Operations	\$1,993,735
Street Outreach	\$90,000
<b>Total Shelter &amp; Outreach:</b>	<b>\$2,083,735</b>
ESG RR & HP	\$1,364,157
ESG RR Shelter	\$25,000
<b>Total RRH:</b>	<b>\$1,389,157</b>
HUD Total	\$3,636,551
<b>Total Awarded:</b>	<b>\$3,636,551</b>

The maximum amount of ESG funds that will be allocated to shelters is 60% of the 2016 HUD funding which is \$2,083,735 for the ESG/S activities and ESG/O activities. The remaining 40%, or \$1,389,157, will be allocated to RRH/HP. For applicants that request both RRH and HP funds, the HP portion cannot exceed 10% of their budgets. The majority of these funds must go to the RRH activity. Approximately \$163,659 (4.5%) of the total award can be used for administration. If a Rapid Rehousing sub-recipient chooses to allocate less than the available/allowed administration total, the balance will be applied to their rapid rehousing budget.

Each application was reviewed by two reviewers who utilized a scoring tool, assigning points based on the following program design components: outreach system, systems coordination, organizational capacity, permanent housing placement strategy, history of administering rental assistance programs, amount of match provided, and coordination with ESG entitlement city funds (as applicable). IHCDCA received 53 applications for ESG/S, ten for RRH/HP, and five for ESG/O. The following agencies did not meet the threshold requirements for the ESG

component; and, therefore, were not awarded funds: Stepping Stones, Inc., YWCA North Central Indiana, Stepping Stones for Women, Goshen Interfaith Hospitality Network and Genesis Outreach, Inc. **Exhibit C** contains maps showing the counties in which the different components of ESG funds would be awarded, if approved.

IHCDA received \$2,671,516 in requests for the 2016-2017 ESG program year for the ESG/S and ESG/O components. The maximum request amount allowed per applicant for the ESG/S was \$60,000 and the maximum request amount allowed for ESG/O components was \$50,000 for current sub-recipients. New applicants are limited to a first time request cap of \$25,000.

IHCDA received \$2,162,900 in requests for the 2016-2017 funds from RRH/HP agencies. A minimum award threshold of \$50,000 was set. The maximum request amount allowed per applicant for the program was \$250,000. All applicants met the threshold requirements for RRH/HP; and, therefore, all applicants were awarded funding. Nine shelter programs requested one time rental assistance funds to support households moving from shelter to permanent housing. One time funds are awarded to programs in regions where a Rapid Rehousing is not available. Two additional regions received Rapid Rehousing program funding during the current application cycle. Four shelter programs received one time funds to support exits to permanent housing. IHCDA allocated \$25,000 of one time rental assistance funds to shelter programs.

The final award amount was determined by the average score, the amount requested, and the availability of ESG funds.

Following discussion, a motion was made by Scenario Adebessin to approve awarding 2016-2017 program year Emergency Solutions Grant funds for the Shelter Program to the organizations set forth in **Exhibit B**, in a total amount not to exceed \$1,993,735, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding 2016-2017 program year Emergency Solutions Grant funds for the Shelter Program to the organizations set forth in Exhibit B, in a total amount not to exceed \$1,993,735, as recommended by staff.

Following discussion, a motion was made by Tom McGowan to approve awarding 2016-2017 program year Emergency Solutions Grant funds for Outreach to the organizations set forth in **Exhibit B**, in a total amount not to exceed \$90,000, as recommended by staff, which was seconded by Kelly Mitchell; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding 2016-2017 program year Emergency Solutions Grant funds for Outreach to the organizations set forth in Exhibit B, in a total amount not to exceed \$90,000, as recommended by staff.

Following discussion, a motion was made by Mark Pascarella to approve awarding 2016-2017 program year Emergency Solutions Grant funds for Rapid Re-Housing/Homeless Prevention to the organizations set forth in **Exhibit B**, in a total amount not to exceed \$1,389,157, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding 2016-2017 program year Emergency Solutions Grant funds for Rapid Re-Housing/Homeless Prevention to the organizations set forth in Exhibit B, in a total amount not to exceed \$1,389,157, as recommended by staff.

## V. Homeownership

### A. Homeownership Update

Chairman Wuellner recognized Kim Harris who presented an update regarding Homeownership.

No action was required as this was an update to the Board.

## **VI. Finance**

### **A. Amended and Restated Master Indenture**

Chairman Wuellner recognized Blake Blanch who presented information regarding Amended and Restated Master Indenture.

#### **Background**

For nearly 30 years, the Authority has issued its Single Family Mortgage Revenue Bonds under the Amended and Restated Indenture of Trust dated as of February 1, 1997 (the "Single Family Indenture"). At the time of its adoption, the Single Family Indenture contemplated the origination of mortgage loans with bond proceeds rather than the purchase of mortgage certificates (which is what is done presently).

On May 26, 2016, the Board of the Authority approved through a resolution, in connection with the issuance of the Authority's Single Family Mortgage Revenue Bonds, 2016 Series A, revisions and amendments to the Single Family Indenture in order to modify certain outdated provisions of the Single Family Indenture related in light of the Authority's current practice of purchasing mortgage certificates.

#### **Process**

Over the past two months, staff has reviewed, along with its bond counsel and financial advisor and other members of the bond working group, updated versions of the Single Family Indenture. The Single Family Indenture has been amended and restated as the "2016 Amended and Restated Indenture of Trust" (the "2016 Indenture"). The modifications and amendments reflected in the 2016 Indenture will become effective upon receipt of the consent of the holders of 66 and 2/3% of the single family bonds outstanding. Following the issuance of the 2016 Bonds, 53% of the required consent will have been obtained.

Following discussion, a motion was made by Mark Pascarella to approve the 2016 Indenture, as attached hereto as **Exhibit D**, as substantially final in the form presented and authorize any Authorized Officer to execute the same, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve the 2016 Indenture, as attached hereto as Exhibit D, as substantially final in the form presented and authorize any Authorized Officer to execute the same, as recommended by staff.

### **B. Multifamily Housing Revenue Note, Series 2016 (Consolidated Building Project)**

Chairman Wuellner again recognized Blake Blanch who presented information regarding Multifamily Housing Revenue Note, Series 2016 (Consolidated Building Project).

#### **Background**

In December, 2013, the Authority issued its Multifamily Housing Revenue Bonds, Series 2013A (Consolidated Building Project) (the "2013 Bonds") in the aggregate principal amount of \$14,000,000 and loaned the proceeds of the bonds to Consolidated Building, L.P. and Penn Tower MR, L.P. (the "Borrower") for acquisition and rehabilitation of the Penn Tower apartments. The Borrowers are The Whitsett Group entities. At the time the 2013 bonds were issued, BMO Harris Bank purchased the bonds and agreed to hold the bonds for three years. Rehabilitation of the building was completed in summer 2015.

Since 2013, many multifamily developers have begun to utilize Freddie Mac's Tax Exempt Loan program, pursuant to which a Freddie Mac approved lender purchases obligations of a governmental entity and then, upon fulfillment of specific conditions by the borrower, Freddie Mac purchases the obligations.

The Borrower is seeking to utilize the Freddie Mac program through a refunding of the Authority's 2013 Bonds. The refunding would allow the Borrower to refinance its existing loan and gain fixed rate certainty with respect to its project loan. If the proposed refunding/refinancing is approved and executed, Freddie Mac will step into the shoes of BMO as the lender. The Borrower is asking the Authority to authorize the issuance of the note as the conduit issuer, as was the case in 2013, so that the note can qualify as a tax-exempt obligation.

**Process**

Freddie Mac has approved the Borrower’s application for the refinancing loan. Pillar Financial, LLC will act as the seller and servicer of the Freddie Mac loan to the Borrower (through purchase of the Authority’s note). The Borrower intends to lock the rate on the loan on June 23, 2016 and anticipates closing the loan on June 28, 2016. The Authority will not be liable for payment of principal and interest on the note from any monies of the Authority as all payments will be derived from revenues of the Borrower’s project.

Following discussion, a motion was made by Mark Pascarella to approve the issuance of the Multifamily Housing Revenue Note, Series 2016 (Consolidated Building Project) for the refunding of the 2013 Bonds, as attached hereto as Exhibit E, as recommended by staff, which was seconded by Tom McGowan; the motion passed unanimously:

**RESOLVED**, that the Board approve the issuance of the Multifamily Housing Revenue Note, Series 2016 (Consolidated Building Project) for the refunding of the 2013 Bonds, as attached hereto as Exhibit E, as recommended by staff.

**VII. Asset Preservation**

**A. 2016-2017 Indiana Foreclosure Prevention Network Agency Contracts**

Chairman Wuellner recognized Mark Neyland who presented information regarding 2016-2017 Indiana Foreclosure Prevention Network Agency Contracts.

**Background**

In May 2016, IHCDA received a grant award of \$427,291.50 from the National Foreclosure Mitigation Counseling Program (NFMC). The grant award includes the following:

**NFMC Award**

Operational Oversight	\$23,551.50	(Retained by IHCDA – not allocated)
Core Counseling	\$336,450.00	
Program-Related Support	<u>+\$67,290.00</u>	
	\$427,291.50	
<b>Match Funds</b>	<u>+\$96,260.00</u>	(excludes Operational Oversight funds)
<b>Total Contract Allocation:</b>	<b>\$500,000.00</b>	

Core counseling funds are provided to compensate housing counseling agencies for specific client counseling activities. Operational oversight funds are provided to HFAs to cover quality control, day-to-day oversight, and management of the grant award and any improvements to systems and infrastructure required. Program-related support funds are awarded to support direct costs associated with increasing the effectiveness and efficiencies of foreclosure counseling programs, such as outreach to delinquent homeowners, group orientation, and education sessions. The matching funds used by IHCDA to secure the NFMC award come from revenues generated by the \$50 foreclosure filing fee required in Indiana and are used primarily to supplement the Core Counseling Award and may also be used for oversight and support functions.

**Process**

IHCDA issued a Request for Proposals from housing counseling agencies to provide foreclosure prevention counseling agency through the Indiana Foreclosure Prevention Network (IFPN) for the 2016-2017 Fiscal Year. In evaluating the proposals and determining contract awards, staff used the following primary considerations: (1) Compliance with requirements of the RFP; (2) Respondent’s ability to deliver the indicated service in accordance with the specifications set forth in the RFP; (3) Respondent’s experience; (4) Respondent’s past performance in IFPN/HHF and other IHCDA grants and programs; and (5) Respondent’s demonstrated understanding of IFPN/HHF and proposed strategy for management. Applications were received from 23 agencies. Nineteen of the 23 submitted proposals are being recommended for funding.

Staff proposes that \$500,000.00 from the grant award and matching funds be allocated to the approved network IFPN network agencies, as specified below. This amount represents the sum of the Core Counseling Award, all Program-Related Support funds, and allocated matching funds.

<b>IFPN Network Agency</b>	<b>Amount</b>
Affordable Housing Corporation	\$44,326.24
Brighton Center, Inc.	\$1,773.05
City of Gary – Community Development Division	\$8,865.25
City of South Bend	\$13,297.87
Community Action Program of Evansville & Vanderburgh Co.	\$26,595.74
Community Action Program of Western Indiana	\$4,432.62
Consumer Credit Counseling Service of Northwest Indiana	\$33,244.68
Dubois-Pike-Warrick Economic Opportunity Committee d/b/a TRI-CAP	\$15,514.18
Fort Wayne Urban League	\$8,865.25
The Home Ownership Center of Greater Cincinnati	\$22,163.12
Hoosier Uplands Economic Development Corporation	\$8,421.99
HOPE of Evansville	\$35,460.99
Housing Opportunities, Inc.	\$44,326.24
LaCasa, Inc.	\$31,028.37
Lafayette Neighborhood Housing Services (Homestead Consulting)	\$28,812.06
Martindale Brightwood CDC	\$48,758.87
Neighborhood Christian Legal Clinic	\$88,652.48
Pathfinder Services, Inc.	\$19,946.81
Transition Resources Corporation	\$15,514.18

Following discussion, a motion was made by Scenario Adebessin to approve awarding NFMC program funds to the IFPN Network Agencies as specified above, in an aggregate amount not to exceed \$500,000.00, as recommended by staff, which was seconded by Kelly Mitchell; the motion passed unanimously:

**RESOLVED**, that the Board approve awarding NFMC program funds to the IFPN Network Agencies as specified above, in an aggregate amount not to exceed \$500,000.00, as recommended by staff.

## **VIII. Executive**

### **A. Executive Update**

Chairman Wuellner recognized Jacob Sipe who presented an Executive Update.

#### *Homeownership*

Jacob began by praising the Homeownership Department for their outstanding work over the last four years. The team is producing record numbers with no new products, just their hard work and customer service.

#### *Board Engagement*

The survey results were in regarding choices to engage the Board. Jacob asked if the Board would like a partner update at each meeting which would be similar to the current program updates. Scenario stated she would like to take the Board meetings on the road. Kelly echoed those sentiments, and Mark stated it would be an excellent way to show that IHEDA is state-wide, not just in Indianapolis. Jacob stated he would work on this option.

Jacob suggested a dashboard where the Board members could log in and view the Board packet and metrics or other information they would like to see.

Scenario stated her interest in a mentorship program. Jacob said that there is one in place yet it had not been used. The current program would pair a Board member with an Executive or Director to learn more about IHEDA. There would be multiple options.

#### *Point in Time Count*

The Point in Time Count will be released today. The numbers show that homelessness is down 1% from 2015 and down 10% from 2010.

*IPSHI*

Jacob invited the Board members to attend the Indiana Permanent Supportive Housing Initiative graduation in Bloomington on July 13<sup>th</sup>.

*Faces of Foreclosure Emmy*

Finally, Jacob informed the Board that the "Faces of Foreclosure" ad spot had won an Emmy. Scenario asked if there had been an official announcement. Jacob stated that there had been small posts made by our Marketing and Communications team. Jacob asked Mark Neyland to stand. Mark Neyland recognized his team and confirmed it was a Great Lakes Emmy Award.

No action was required as this was an update to the Board.

**IX. Other Business**

There being no further business a motion was made by Mark Pascarella to adjourn the meeting, which was seconded by Kelly Mitchell; the motion passed unanimously and the meeting was adjourned at 11:24 a.m.

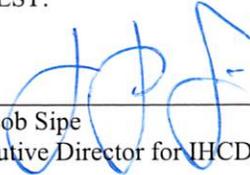
Respectfully submitted,



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Mark J. Wuellner as designee of  
Lieutenant Governor, Eric Holcomb

ATTEST:



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J. Jacob Sipe  
Executive Director for IHCDA

Housing Opportunities for Persons with AIDS  
(HOPWA)

2016 Funding by Region:

Region 1 - Aliveness

Region 2- AIDS Ministries/AIDS Assist

Region 3 - Northeast Indiana Positive Resource Connection

Regions 4, 5, 6, & 9 - Aspire

Regions 8, 10 - IU Health - Positive Link

Region 11- Hoosier Hills

Region 12- AIDS Resource Group



**EXHIBIT A**

**EXHIBIT B**

<b>ESG SHELTER PROGRAM AWARDS 2016-2017</b>			
<b><u>Organization</u></b>	<b><u>Counties</u></b>	<b><u>Amount Requested</u></b>	<b><u>Awarded Amount</u></b>
A Better Way Services, Inc. (ES)	Delaware	\$60,000	\$51,619
Albion Fellows Bacon Center, Inc. (ES)	Vanderburgh	\$35,338	\$30,757
Alternatives Inc. of Madison County (ES)	Madison	\$60,000	\$54,620
Anchor House, Inc. (ES)	Jackson	\$60,000	\$51,619
Becky's Place, Catholic Charities, (ES)	Monroe	\$25,000	\$13,007
Beyond Homeless (ES)	Putnam	\$25,000	\$18,509
Bridges Community Services – Second Wind (TH)	Delaware	\$60,000	\$38,415
Catholic Charities Terre Haute (ES)	Vigo	\$60,000	\$53,420
Citizens Concerned for the Homeless (ES)	LaPorte	\$48,600	\$44,729
Community and Family Services (ES)	Huntington	\$30,000	\$23,110
Community Service Center of Morgan Co. d/b/a WellSpring (ES)	Morgan	\$60,000	\$40,215
Coordinated Assistance Ministries, Inc. (CAM) (ES)	Tippecanoe	\$60,000	\$48,618
Council on Domestic Abuse (CODA) (ES)	Vigo	\$60,000	\$52,819
Emmaus Mission Center (ES)	Cass	\$60,000	\$51,019
Evansville Goodwill Industries, Inc. (TH)	Vanderburgh	\$35,000	\$31,513
Family Crisis Shelter, Inc. (ES)	Tippecanoe	\$35,000	\$21,360
Family Promise of Greater Lafayette (ES)	Tippecanoe	\$50,000	\$43,016
Family Promise of Hendricks Co. (ES)	Hendricks	\$25,000	\$15,258
Family Service Association of Howard County, Inc. (ES)	Howard	\$60,000	\$43,216
Family Service Society (ES)	Porter	\$39,823	\$31,075
Gabriel's Horn Corporation (ES)	Lake	\$60,000	\$49,218
Gary Commission for Women (ES)	Hancock	\$60,000	\$41,416
Hancock Hope House (ES)	Lake	\$60,000	\$53,420
Haven House, Inc. (ES)	Dearborn	\$20,000	\$9,806
Heart House Inc. (ES)	Allen	\$60,000	\$37,214
House of Bread and Peace (ES)	Vanderburgh	\$40,100	\$32,895
Housing Opportunities (ES)	Porter	\$55,000	\$44,567
Human Services, Inc. (ES)	Bartholomew	\$60,000	\$55,820
Interfaith Hospitality Network of Greater Fort Wayne (ES)	Allen	\$60,000	\$48,618
Kosciusko County Shelter for Abuse, Inc. (ES)	Kosciusko	\$25,000	\$21,009
Lafayette Transitional Housing – Day Center (Day)	Tippecanoe	\$60,000	\$54,620
Middle Way House, Inc. (ES)	Monroe	\$60,000	\$55,820
New Hope Family Shelter (ES)	Monroe	\$60,000	\$46,217
North Central Indiana Rural Crisis Center (ES)	Jasper	\$48,655	\$42,833
Ozanam Family Shelter Corporation (ES)	Vanderburgh	\$50,000	\$40,516
Prisoner and Community Together (ES)	Washington	\$53,000	\$45,597
Safe Passage (ES)	Ripley	\$35,000	\$29,762
Shalom Community Center (Day)	Monroe	\$60,000	\$54,620
Sheltering Wings (ES)	Hendricks	\$60,000	\$46,217
St Elizabeth Catholic Charities (ES)	Floyd	\$60,000	\$47,418
St. Jude House (ES)	Lake	\$60,000	\$42,616
The Caring Place (ES)	Porter	\$25,500	\$21,685
The Center for Women and Families (ES)	Floyd	\$60,000	\$46,817
The Salvation Army (ES)	Tippecanoe	\$60,000	\$52,819
Turning Point (ES)	Bartholomew	\$60,000	\$39,615
United Caring Shelters (ES)	Vanderburgh	\$60,000	\$52,819

**ESG SHELTER PROGRAM AWARDS 2016-2017**

<b>Organization</b>	<b>Counties</b>	<b>Amount Requested</b>	<b>Awarded Amount</b>
Vincent Village (TH)	Allen	\$50,000	\$30,012
YWCA Northeast Indiana (ES)	Allen	\$60,000	\$34,214
YWCA of Evansville (TH)	Vanderburgh	\$60,000	\$57,621
	<b>Total:</b>	<b>\$2,491,016</b>	<b>\$1,993,735</b>

**ESG STREET OUTREACH AWARDS 2016-2017**

<b>Organization</b>	<b>Counties</b>	<b>Amount Requested</b>	<b>Award Amount</b>
Aurora, Inc.	Vanderburgh	\$50,000	\$31,233
Citizens Concerned for Homeless	LaPorte	\$25,000	\$14,712
Housing Opportunities	Porter	\$20,000	\$11,222
Shalom Center	Monroe	\$50,000	\$32,833
	<b>Total:</b>	<b>\$145,500</b>	<b>\$90,000</b>
<b>Grand Total – Shelter &amp; Outreach:</b>			<b>\$2,083,735</b>

**ESG RAPID RE-HOUSING AND HOMELESS PREVENTION AWARDS 2016-2017**

<b>Organization</b>	<b>Counties</b>	<b>Amount Requested</b>	<b>Award Amount</b>
Advantage Housing, Inc.	Howard	\$50,000	\$50,000
Aspire, Inc.	Boone, Hamilton, Hendricks, Hancock, Madison	\$75,000	\$50,220
Aurora, Inc.	Vanderburgh	\$250,000	\$169,208
Bridges Community Services, Inc.	Delaware, Grant, Blackford, Henry, Jay, Randolph	\$250,000	\$118,096
Brightpoint, Inc.	Allen	\$250,000	\$172,631
CoC of Northwest Indiana	Lake	\$250,000	\$123,458
Housing Opportunities, Inc.	Porter, LaPorte	\$250,000	\$185,186
Human Services, Inc.	Johnson, Shelby, Brown, Bartholomew, Decatur, Jackson, Jennings	\$250,000	\$166,354
Lafayette Transitional Housing Center	Tippecanoe	\$185,000	\$138,586
Shalom Community Center	Morgan, Monroe, Lawrence	\$250,000	\$190,418
	<b>Total:</b>	<b>\$2,060,000</b>	<b>\$1,364,157</b>

**ESG RRH SHELTER PORTION AWARDS 2016-2017**

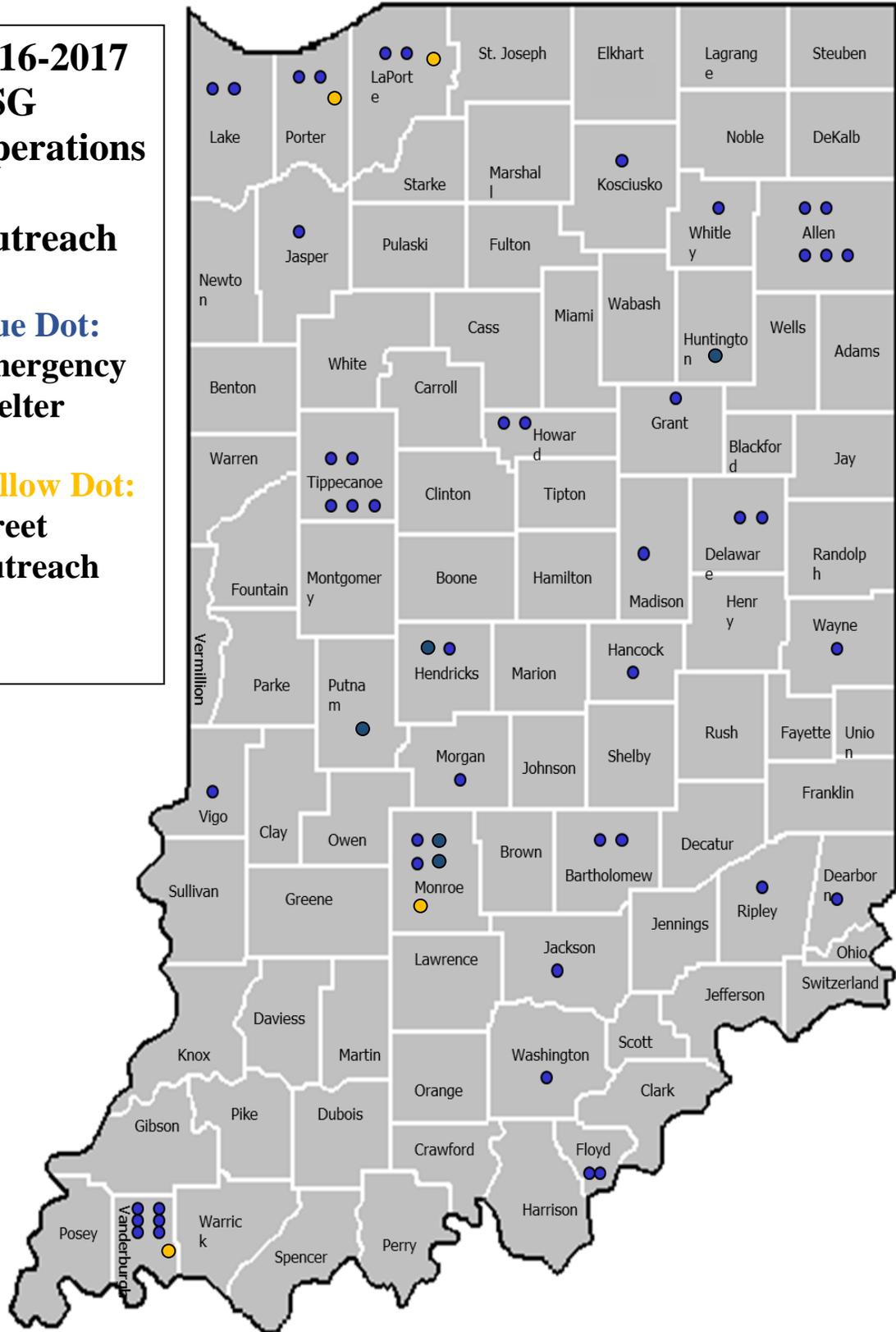
<b>Organization</b>	<b>County</b>	<b>Amount Requested</b>	<b>Award Amount</b>
Emmaus	Cass	\$14,000	\$8,144
North Central Indiana Rural Crisis Center	Jasper	\$9,900	\$4,605
Safe Passage	Ripley	\$9,000	\$4,556
Prisoner and Community Together	Washington	\$15,000	\$7,695
	<b>Total:</b>	<b>\$47,900</b>	<b>\$25,000</b>

**EXHIBIT C**

**2016-2017  
 ESG  
 Operations  
 &  
 Outreach**

**Blue Dot:  
 Emergency  
 Shelter**

**Yellow Dot:  
 Street  
 Outreach**



RESOLUTION OF THE  
INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY  
CONCERNING THE AMENDMENT OF THE AMENDED AND  
RESTATED INDENTURE OF TRUST

WHEREAS, the Indiana Housing and Community Development Authority (the "Authority") is a public body corporate and politic of the State of Indiana (the "State"), created and existing under the authority of Title 5, Article 20, Chapter 1, of the Indiana Code, as amended (the "Act"); and

WHEREAS, the Indiana General Assembly in 1978 found and declared to be a matter of legislative determination and made further findings that (i) there has existed in the State a need for safe and sanitary residential housing within the financial means of low and moderate income persons and families, a need which if unmet, is a threat to the health, safety, morals, and welfare of State residents and which will require an excessive expenditure of public funds for the social problems thus created; (ii) private enterprise and investment is more adequately able to produce the needed construction of decent, safe, and sanitary residential housing at prices or rentals which persons and families of low and moderate income can afford, or to achieve the urgently needed rehabilitation of much of the present low and moderate income housing; (iii) the provision of decent, safe, and sanitary housing for persons and families of low and moderate income who would otherwise be unable to obtain adequate housing at costs they could afford is a valid public purpose for which public monies may be spent; and (iv) the provision of money for mortgage loans through the issuance of mortgage-backed bonds, notes, or other securities will assist in meeting the needs identified in the Act; and

WHEREAS, in a case challenging the constitutionality of the Act, the State Supreme Court has determined that the Act comports with the constitution of both the State and the United States of America and that the financing of loans for persons and families of low and moderate income pursuant to the Act is a valid and constitutional public purpose; and

WHEREAS, the Authority has previously adopted an Amended and Restated Indenture of Trust dated as of February 1, 1997, as further amended by the First Amendment to Amended and Restated Indenture of Trust dated as of October 1, 2005, and as further amended by the Second Amendment to Amended and Restated Indenture of Trust dated as of January 1, 2009 (collectively, as thereafter supplemented from time to time, the "Indenture"), between the Authority and The Bank of New York Mellon Trust Company, N.A., (as successor to J.P. Morgan Trust Company, National Association), as Trustee (the "Trustee"), pursuant to which it has previously issued several series of Single Family Mortgage Revenue Bonds and Notes; and

WHEREAS, the Authority adopted a resolution at its meeting of May 26, 2016 (the "May Resolution"), which authorized and approved the delegation to any Authorized Officer (as defined in the May Resolution) the ability to approve any amendments, restatements, modifications, deletions or additions to the Indenture; and

WHEREAS, the Authority now desires to approve the substantially final form of the 2016 Amended and Restated Indenture of Trust dated as of June 1, 2016 (the "2016 Master Indenture"), between the Authority and the Trustee.

NOW, THEREFORE, BE IT RESOLVED BY THE INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY THAT:

1. The legislative findings of the Indiana General Assembly itemized in I.C. 5-20-1-1, Section 1 of the Act hereby are ratified and confirmed and it is specifically found that:

(a) there continues to exist in the State a need for safe and sanitary residential housing within the financial means of low and moderate income persons and families, a need which if unmet is a threat to the health, safety, morals and welfare of Indiana residents and which will require an excessive expenditure of public funds for social programs thus created;

(b) private enterprise and investment continue to be able to more adequately produce the needed construction of adequate, safe and sanitary residential housing at prices which persons and families of low and moderate income can afford or to achieve the urgently needed rehabilitation of the present low and moderate income housing; and

(c) the provision of decent, safe and sanitary housing for persons and families of low and moderate income who would otherwise be unable to obtain adequate housing at a cost they could afford continues to be a valid purpose for which public monies may be spent.

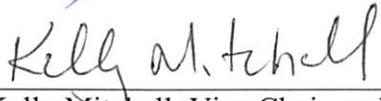
2. The Authority hereby approves the form of the 2016 Master Indenture presented at this meeting. No further approval of the Authority is necessary for the execution of the 2016 Master Indenture.

3. The Authority hereby delegates to any Authorized Officer of the Authority the authority to execute and deliver the 2016 Master Indenture, provided that any Authorized Officer acting alone is authorized and has full power to execute.

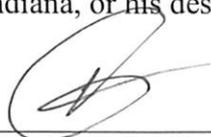
APPROVED AND ADOPTED this 23<sup>rd</sup> day of June 2016.

INDIANA HOUSING AND COMMUNITY  
DEVELOPMENT AUTHORITY

By:   
Eric Holcomb, Chair, or his designee

By:   
Kelly Mitchell, Vice Chair, or her designee

By:   
Dan Huges, Public Finance Director of the State of  
Indiana, or his designee

By:   
Thomas K. McGowan

By: \_\_\_\_\_  
David Miller

By: \_\_\_\_\_  
Andy Place, Sr.

By:   
Scenario Adebisin

ATTEST:

By:   
J. Jacob Sipe  
Executive Director

**RESOLUTION OF THE  
INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY  
CONCERNING THE ISSUANCE OF  
INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY  
HOUSING REVENUE REFUNDING NOTE, SERIES 2016  
(CONSOLIDATED BUILDING APARTMENTS PROJECT)**

WHEREAS, the Indiana Housing and Community Development Authority (the "Authority") is a public body corporate and politic of the State of Indiana (the "State"), created and existing under the authority of Title 5, Article 20, Chapter 1, of the Indiana Code, as amended (the "Act"). The Indiana General Assembly in 1978 found and declared to be a matter of legislative determination and made further findings that (i) there has existed in the State a need for safe and sanitary residential housing within the financial means of low and moderate income persons and families, a need which if unmet, is a threat to the health, safety, morals, and welfare of State residents and which will require an excessive expenditure of public funds for the social problems thus created; (ii) private enterprise and investment is more adequately able to produce the needed construction of decent, safe, and sanitary residential housing at prices or rentals which persons and families of low and moderate income can afford, or to achieve the urgently needed rehabilitation of much of the present low and moderate income housing; (iii) the provision of decent, safe, and sanitary housing for persons and families of low and moderate income who would otherwise be unable to obtain adequate housing at costs they could afford is a valid public purpose for which public moneys may be spent; and (iv) the provision of money for mortgage loans through the issuance of mortgage-backed bonds, notes, or other securities will assist in meeting the needs identified in the Act; and

WHEREAS, in a case challenging the constitutionality of the Act, the State Supreme Court has determined that the Act comports with the constitution of both the State and the United States of America and that the financing of housing for persons and families of low and moderate income pursuant to the Act is a valid and constitutional public purpose; and

WHEREAS, pursuant to the Act, the Authority has all the powers necessary or convenient to make or participate in the making of construction loans to sponsors of multiple family residential housing; and

WHEREAS, Consolidated Building, L.P., an Indiana limited partnership and Penn Tower MR, L.P., an Indiana limited partnership (together, the "Borrowers") have received a loan from the Authority from proceeds of the Authority's Multifamily Housing Revenue Bonds, Series 2013A (Consolidated Building Project) (the "Prior Bonds") to assist in the financing of the acquisition, construction, equipping and improvement of a 98-unit residential rental development including functionally related and subordinate facilities, located at 115 North Pennsylvania Street, in the City of Indianapolis, Indiana (the "Project"); and

WHEREAS, the Act specifically empowers the Authority to issue revenue bonds and make loans of the proceeds thereof in order to carry out and effectuate its purposes, including the refunding of obligations issued pursuant to the Act, the payment of principal of and interest on such revenue bonds to be paid solely from the revenues derived from operations and loan repayments of a development and in no manner from the general funds of the Authority; and

{00024464-1}

WHEREAS, the Borrower has requested and desires to utilize a financing structure provided by the Federal Home Loan Mortgage Corporation (the "TEL Program") and the Authority is willing to accommodate the Borrower; and

WHEREAS, the Authority has determined to issue its revenue note to assist in refinancing the Project, which revenue note will not constitute a debt, liability or obligation of the State of Indiana or the Authority or a pledge of the faith and credit of the State of Indiana or the Authority, but shall be payable solely from the revenues of the Project and loan repayments made to the Authority by the Borrower; and

NOW, THEREFORE, BE IT RESOLVED BY THE INDIANA HOUSING AND COMMUNITY DEVELOPMENT AUTHORITY THAT:

1. The legislative findings of the Indiana General Assembly itemized in Section 1 of the Act hereby are ratified and confirmed and it is specifically found that:

(a) there continues to exist in the State a need for safe and sanitary residential housing within the financial means of low and moderate income persons and families, a need which if unmet is a threat to the health, safety, morals and welfare of Indiana residents and which will require an excessive expenditure of public funds for social programs thus created;

(b) private enterprise and investment continue to be able to more adequately produce the needed construction of adequate safe and sanitary residential housing at prices which persons and families of low and moderate income can afford or to achieve the urgently needed rehabilitation of the present low and moderate income housing, and that private enterprise and investment should be encouraged to sponsor, build and rehabilitate residential housing for such persons and families;

(c) the provision of decent, safe and sanitary housing for persons and families of low and moderate income who would otherwise be unable to obtain adequate housing at a cost they could afford continues to be a valid purpose for which public moneys may be spent; and

(d) there exists a need in the State to stimulate the residential housing industry.

2. The Authority hereby finds and determines, that in connection with the loan of the proceeds (the "Loan") of the Note (as defined herein) to assist in the current refunding (for federal tax purposes) of the Prior Bonds and the refinancing of a portion of the costs of the Project:

(a) The Loan to the Borrower pursuant to the Funding Loan Agreement (as defined herein) accomplishes the purposes of the Authority by permitting the Borrower to continue to provide decent, safe and sanitary housing for persons and families of low and moderate income who would otherwise be unable to obtain adequate housing at a cost they could afford; and

(b) There exists a need for continued safe and sanitary housing within the financial means of persons and families of low and moderate income and within the general housing market area to be served by the Project.

{00024464-1}

3. The Authority finds that the issuance and sale by the Authority of its Housing Revenue Note and the use of the funds therefrom to refund the Prior Bonds and to refinance a portion of the costs of the Project in accordance with the Act are hereby determined to be consistent in all respects with the purposes for which the Authority was created and exists.

4. The Authority hereby authorizes the making of a Loan to the Borrower with proceeds of the Note with respect to the Project. The Funding Loan Agreement shall include conditions requiring the Borrower to comply with all provisions of the Act and the rules and regulations of the Authority and any other requirements deemed necessary or appropriate by the Executive Director and the Authority staff. The interest rate with respect to the Loan and the initial principal amount of the Loan, the term and amortization requirements of the Loan, related matters and terms and conditions shall be as set forth in the Funding Loan Agreement and the Project Loan Agreement (as defined herein).

5. To further the purposes of the Authority under the Act, the Authority, hereby authorizes and ratifies: (i) the issuance of the Authority's Housing Revenue Refunding Note, Series 2016 (Consolidated Building Apartments Project) in one or more series or sub-series in an aggregate principal amount not to exceed Fourteen Million Dollars (\$14,000,000) (the "Note"), issued as fixed rate bonds or variable rate bonds bearing interest at a rate not to exceed 12.00% and maturing no later than forty (40) years from the date of issue, issued pursuant to the terms of a Funding Loan Agreement, substantially in the form presented at this meeting (the "Funding Loan Agreement") among the Authority, Pillar Financial, LLC, and The Huntington National Bank (the "Fiscal Agent"); (ii) the loan of the proceeds of the Note by the Authority to the Borrower pursuant to the terms of the Funding Loan Agreement and a Project Loan Agreement, substantially in the form presented to this meeting, among the Authority, the Fiscal Agent and the Borrower (the "Project Loan Agreement"); (iii) the sale and delivery of the Note; (iv) the regulation of the Project pursuant to the Second Amended and Restated Regulatory Agreement substantially in the form presented to this meeting, among the Authority, the Fiscal Agent and the Borrower (the "Regulatory Agreement"); and (v) the use of the proceeds received from the sale of the Note in accordance with the terms of the Funding Loan Agreement and the Project Loan Agreement and in accordance with the Act and the applicable provisions of the Internal Revenue Code of 1986, as amended (the "Code").

6. The Authority hereby approves the substantially final forms of the Funding Loan Agreement, the Project Loan Agreement and the Regulatory Agreement (all such foregoing documents referred to collectively as the "Note Documents"). The forms of the Note Documents presented hereby are substantially final forms and subject to further Board approval and ratification, the Executive Director, on behalf of the Authority, hereby authorizes the Chairman, the Executive Director and the Chief Financial Officer (the "Authorized Officers"), or any one of them individually, with the advice of counsel to the Authority, to execute and deliver the Note Documents to which they are a party with such changes in form or substance as may be necessary or appropriate to accomplish the purposes of this Resolution as shall be approved by the Authorized Officers, such approvals to be conclusively evidenced by the execution thereof or certification as applicable, and to take such further actions necessary or appropriate to approve the sale and issuance of the Note, such approvals to be conclusively evidenced by their execution of the Note.

{00024464-1}

7. The Authority hereby delegates to the Authorized Officers the authority to execute and deliver the Note Documents provided that any of the Authorized Officers acting alone is authorized and has full power to execute and deliver the Note Documents, as appropriate, and hereby authorizes the Authorized Officers to take such further actions necessary and appropriate to approve the sale and issuance of the Note.

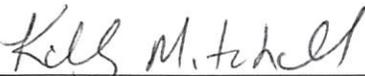
8. Subject to further Board approval and ratification, the Executive Director, on behalf of the Authority, authorizes each of the Authorized Officers are each authorized to execute such other documents and to take any and all other actions on behalf of the Authority as may be necessary or appropriate to carry out and implement the purposes of this Resolution, including the execution and delivery of any certificates or other agreements in connection therewith. Any Authorized Officer is hereby authorized to execute and deliver the Note by manual or facsimile signature pursuant to the Indenture and to direct the Trustee thereunder to authenticate the Note, and to contract for a book-entry-only registration system for all or any portion of the Note.

9. The Executive Director of the Authority on behalf of the Authority hereby agrees to cooperate with the Borrower in establishing documentation sufficient to provide for post-issuance compliance with respect to the Bonds under the Code and the regulations promulgated thereunder. Any one of the Authorized Officers is hereby specifically authorized and empowered to execute and deliver such certificates and enter into such agreements concerning such post-issuance compliance.

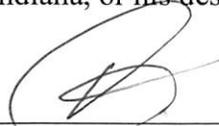
APPROVED AND ADOPTED this 23<sup>rd</sup> day of June 2016, in Indianapolis, Indiana.

INDIANA HOUSING AND COMMUNITY  
DEVELOPMENT AUTHORITY

By:   
Eric Holcomb, Chair, or his designee

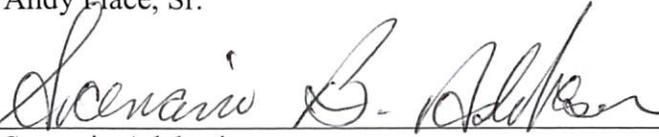
By:   
Kelly Mitchell, Vice Chair, or her designee

By:   
Dan Huge, Public Finance Director of the State of  
Indiana, or his designee

By:   
Thomas K. McGowan

By: \_\_\_\_\_  
David Miller

By: \_\_\_\_\_  
Andy Place, Sr.

By:   
Scenario Adebisin

ATTEST:

By:   
J. Jacob Sipe  
Executive Director

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