

**NH Community Development Finance Authority
Meeting of the Board of Directors**

**CDFA
Webex Videoconferencing Meeting due to COVID-19 Pandemic Emergency**

**March 20, 2020
9:30 AM**

CDFA BOARD OF DIRECTORS PRESENT: John Manning, *Chair*; Debbie Morin, *Chief Financial Officer and Secretary/Treasurer of the Board of Directors*; Mike Claflin; Robert Tourigny; Martha Rush-Mueller; Clay Mitchell; Cindy Harrington; and Ben Gaetjens-Oleson.

STAFF: Katy Easterly Martey, *Executive Director*; George Hunton, *Director of Tax Credit Programs*; Kim Pacocha, *Senior Accountant*; Alex Jette, *Compliance Manager*; Missy Lackey, *Contract Manager*; and Maureen Quinn, *Office Manager and Board Relations Manager*.

Mr. Manning opened the meeting at 9:34 AM and noted a quorum was present. Public comment was called for; none was offered.

Mr. Manning stated the meeting is being held in videoconferencing format due to the ongoing public health crisis related to COVID-19. All Directors are participating in the meeting from remote locations. Any and all action will require roll call votes.

Mr. Manning reviewed the meeting agenda and called for any questions or proposed changes. Mr. Manning noted that due to the emergency situation in the State, he is required to participate in a meeting with senior State officials at 10:00 AM. He requested all agenda items requiring action be moved to the beginning of the meeting agenda.

Motion – 9:36 AM

Mr. Tourigny moved to approve the meeting agenda, amended to consider all action items at the beginning of the meeting. Ms. Harrington seconded. Mr. Manning called for roll call vote of the Board:

- Mr. Manning – yes
- Ms. Harrington – yes
- Ms. Rush-Mueller – yes
- Mr. Mitchell – yes
- Mr. Tourigny – yes
- Mr. Gaetjens-Oleson – yes
- Mr. Claflin - yes

The motion carried with a unanimous vote of the Board.

A. COVID 19 – Loan Portfolio Emergency Needs Policy – 9:37 AM

Ms. Easterly Martey informed the Board CDFA has taken steps intended to provide the Board and staff with guidelines to effectively and consistently make decisions on whether to grant payment concessions for current loan portfolio customers that are in the best interest of CDFA and its' customers and in line with CDFA's mission. A number of borrowers have already reached out to CDFA to request relief. Ms. Easterly Martey noted Ms. Morin completed a thorough analysis of potential revenue loss and the impact on CDFA's budget; the projections indicate any losses or other adjustments are reasonable and can be absorbed by the budget.

The Board requested an amendment to Section 2. (b) to reflect concessions be defined with a threshold of \$25,000, and not \$100,000.

Motion – 9:42 AM

Mr. Tourigny moved to approve the COVID-19 Loan Portfolio Emergency Needs Policy, as amended.

The Board asked whether CDFA would require Board/Corporate approval from any organization seeking forbearance through this policy to ensure any requests received have full support from all levels of organizational governance. Ms. Easterly Martey stated the proposed policy would be amended to include Section 3. (c) to reflect this change.

There being no further questions or comments, Mr. Clafin seconded the motion. Mr. Manning called for roll call vote of the Board:

- Mr. Manning – yes
- Ms. Harrington – yes
- Ms. Rush-Mueller – yes
- Mr. Mitchell – yes
- Mr. Tourigny – yes
- Mr. Gaetjens-Oleson – yes
- Mr. Clafin – yes

The motion carried with a unanimous vote of the Board.

B. COVID-19 Tax Credit Grantee Flexible Relief Policy – 9:44 AM

Ms. Easterly Martey stated CDFA anticipates nonprofits will have critical needs; steps are being taken to create flexibility to allow nonprofits who are currently still active in the CDFA tax credit program to use capital available but not yet requested. This proposal would allow eligible applicants to request available funds for working capital to stabilize their nonprofit if it is experiencing financial distress due to effects of COVID-19. Eligible applicants may also request available funds to provide program delivery services through their nonprofit to individuals harmed due to the effects of COVID-19. Ms. Easterly Martey added that staff would evaluate amendment requests to try to ensure a project's original outcomes are achieved, to the greatest degree possible, while creating needed flexibility.

The Board asked whether this program is an advance of funds and whether the program was based on the gross tax credit award or the net tax credit award. The program is designed to allow projects to draw down on net – not gross - tax credit donations already received rather than having to wait for the entirety of the award to be committed. The Board commented that it is critical to support nonprofits to ensure continuity of business and important services.

Mr. Tourigny noted he should recuse himself from a vote as Neighborworks Southern NH is a tax credit awardee and still actively selling tax credits. Mr. Clafin noted that AHEAD was a tax credit awardee but all tax credits were sold; he is not conflicted.

Motion – 9:52 AM

Mr. Clafin moved to approve the Tax Credit Grantee COVID-19 Flexible Relief Policy, as presented. Ms. Harrington seconded. Mr. Manning called for a roll call vote of the Board:

- Mr. Manning – yes
- Ms. Harrington – yes
- Ms. Rush-Mueller – yes
- Mr. Mitchell – yes

- Mr. Gaetjens-Oleson – yes
- Mr. Clafin – yes

The motion carried with six (6) yeas and one recusal.

C. Community Development Block Program – 9:53 AM

Ms. Easterly Martey informed the Board CDFA has flexed the CDBG program to allow awardees twenty-four months to complete their projects, an increase from the typical eighteen-month time frame. There is less flexibility in the CDBG program but CDFA will try to utilize available resources to accommodate changing needs from applicants when possible. CDFA would anticipate funding public service applications, including sectors like food delivery service, transportation and child care. If FEMA elevates the current emergency state to level three (3), CDFA would have increased access to Emergency funding.

The Board discussed the critical need to use existing infrastructure for funding applicants. More than ever, transparency and treating all applicants the same is essential.

Mr. Manning left the meeting at 10:02 AM

D. CDFA Response Fund

Ms. Easterly introduced the CDFA Response Fund to the Board. CDFA will deploy its resources in innovative ways to address the COVID-19 crisis. CDFA has partnered with the NH Bankers Association to leverage a network of banks statewide which may have interest in purchasing tax credits.

Mr. Gaetjens-Oleson left the meeting at 10:10 AM

Additionally, CDFA has considered making \$500,000 of the \$1 million in funds received from the State of NH for the Community Development Fund available for loans to nonprofits. The blend of available funds is envisioned to help maintain nonprofits sustainability through this crisis. The Board asked whether visibility through the Governor's office may help broaden the level of interest in donations from businesses.

Ms. Easterly Martey informed the Board they will be kept apprised of all developments in this area.

The Board encouraged staff to be informed and aware of what other partners and funders are doing statewide to avoid duplicative efforts and to ensure maximum impact from deployment of funds can be realized.

Mr. Tourigny left the meeting at 10:20 AM

Motion – 10:26 AM

Mr. Clafin moved to allow CDFA to combine unused Fiscal Year 2020 Tax Credits with Community Development Funds of \$500,000 to create the Response Fund to address the ongoing COVID-19 crisis. Ms. Rush-Mueller seconded and the motion carried by a unanimous vote of the Board. Roll call vote of the Board was called for:

- Ms. Harrington – yes
- Ms. Rush-Mueller – yes
- Mr. Mitchell – yes
- Mr. Clafin – yes
- Ms. Morin – yes

The motion carried with a unanimous vote of the Board.

E. Executive Director Update

Ms. Easterly Martey stated she will be providing regular updates to the Board during this crisis. She thanked the Directors for their willingness to convene out of the regularly scheduled meeting arrangement. Ms. Easterly Martey noted staff has switched to regular teleworking with minimal staff in the office on a rotating basis. Staff has worked hard to craft responses and to position CDFA to be nimble and prepared to deploy resources in smart and thoughtful ways during the ongoing COVID-19 crisis.

Adjourn – 10:30 AM

There being no further business before the Board of Directors, Ms. Harrington moved to adjourn the meeting. Ms. Rush-Mueller seconded. A roll call vote of the Board was called for:

- Ms. Harrington – yes
- Ms. Rush-Mueller – yes
- Mr. Mitchell – yes
- Mr. Clafin – yes
- Ms. Morin – yes

The motion carried with a unanimous vote of the Board.

Respectfully submitted,



Maureen Quinn, Board Relations Manager



John Manning, Chairman of the Board of Directors