

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

**14 Dixon Avenue, Suite 102  
Concord, NH 03301**

**September 17, 2024  
10:00 AM**

CDFA BOARD OF DIRECTORS PRESENT: Cynthia Harrington, *Chair*; Benjamin Gaetjens-Oleson, *Vice Chair*; John Manning, *Secretary/Treasurer*; Mary Ann Kristiansen; Robert Tourigny; Peter Rayno; Diane Fitzpatrick; and Carmen Lorentz.

STAFF: Katherine Easterly Martey, *Executive Director*; Ian Hart, *Chief Financial Officer*; Melissa Latham, *Director of Communications and Policy*; Scott Maslansky, *Director of Clean Energy Finance*; Molly Donovan, *Director of Economic Development*; Rebecca Boisvert, *Director of Community Center Investment Program*; Kim Pacocha, *Director of Accounting*; Nate Olson, *Data & Compliance Specialist*; and Maureen Quinn, *Board Relations and Tax Credit Program Manager*.

PUBLIC: Evan Stowell and Christine Chrysafidis, *Leone, McDonnell and Roberts, P.A.*

Ms. Harrington called the meeting to order at 10:00 AM. She noted a new Director, Ms. Carmen Lorentz, in attendance. Ms. Harrington welcomed Ms. Lorentz and invited her to introduce herself to all in attendance. All attendees also introduced themselves to Ms. Lorentz.

Ms. Harrington reviewed the meeting agenda; she called for any questions, comments, or changes. None were offered. She called for a motion.

**Motion – 10:03 AM**

Mr. Gaetjens-Oleson moved to approve the meeting agenda, as presented. Mr. Rayno seconded, and the motion carried by a unanimous vote of the Board of Directors.

Ms. Harrington called for any public comment. None was offered.

---

**Ms. Kristiansen arrived at 10:03 AM**

**A. Consent Agenda**

Ms. Harrington reviewed the Consent Agenda, which included the following minutes and reports:

- August 6, 2024, Board of Directors Minutes;
- June 6, 2024 Community Development Advisory Committee Minutes; and
- CDFA Base Lending Rate.

Mr. Tourigny moved to approve the Consent Agenda, as presented. Mr. Gaetjens-Oleson seconded, and the motion carried by a unanimous vote of the Board of Directors.

---

**B. Audit Presentation – Leone, McDonnell & Roberts, P.A. 10:05 AM**

Mr. Hart welcomed Mr. Stowell, and Ms. Chrysaflidis of Leone, McDonnell and Roberts to the meeting. He thanked the auditors for their thorough review of CDFA's financial materials and noted the audit is a robust process.

Mr. Stowell thanked CDFA for the collaborative effort in working alongside the Leone, McDonnell & Roberts team to ensure all materials and information were provided timely and he noted the audit process went smoothly. He thanked Mr. Hart, Ms. Pacocha, and Ms. Easterly Martey for ensuring ease of access to all materials and readiness to be responsive to any and all questions from the audit team. He stated the audit of financial statements yielded an audit report with an unmodified opinion, the highest level of assurance that CDFA's financial statements are fairly stated. Mr. Stowell noted the unmodified opinion is consistent with previous audits of the organization.

Ms. Chrysaflidis reviewed some specifics around the audit with the Board and staff, highlighting the following:

- Internal controls over Financial Reporting are sound; the report yielded an unmodified opinion.
- Compliance with Federal program regulations and Internal Controls are strong; the report yielded an unmodified opinion.
- Financial Statements
  - The Loan Loss Reserve is healthy, with a reduction in allowance for nonperforming debt from 8.4% in FY2023 to 7.0% in FY2024.
  - A significant increase in cash on hand is due to the Community Centers Investment Program (CCIP), this will change as funds for that program are expended by grantees and administrative costs are claimed.
  - Current Ratio – the ability to meet financial obligations for a year - is 1.50%; the Financial Ratio – the number of days cash is on hand – is up to 632 days (or 300 days after backing out deferred revenue). Both indicators point to a healthy net position. Ms. Lorentz noted that such a duration is reasonable for an organization with significant lending activities.
  - Expenses decreased more than revenue, also contributing to a strong financial position.
  - A review of footnotes was offered, further reflecting no significant changes and no areas for concern.

The Board thanked Ms. Chrysaflidis and Mr. Stowell for the overview of the audit. Mr. Stowell thanked Mr. Hart and Ms. Pacocha for their efforts to ensure CDFA is well prepared for the annual audit.

The Board discussed the audit with Mr. Stowell and Ms. Chrysaflidis.

Ms. Harrington noted the agenda did not include an Action Item for the Audit of Financial Statements. She requested a motion to amend the agenda to include an Action Item for this purpose. Ms. Easterly Martey added that item 3.3 'Council on Housing Stability Strategic Planning' should be struck from the agenda; that item will likely be addressed by the Board later in the year.

#### **Motion – 10:32 AM**

Mr. Gaetjens-Oleson moved to amend the meeting agenda to include an Action Item for the Audit of Financial Statements and to strike presentation item 3.3 'Council on Housing Stability Strategic Planning' from the agenda. Mr. Manning seconded the motion to amend the agenda and the motion carried by a unanimous vote of the Board of Directors.

#### **Motion – 10:34 AM**

Mr. Gaetjens-Oleson moved to accept the draft audited financial statements, as presented. Ms. Fitzpatrick seconded, and the motion carried by a unanimous vote of the Board.

The Auditors left the meeting.

#### **C. Discussion – 10:35 AM**

## Year In Review

Ms. Easterly Martey stated CDFA had a successful year with broad engagement and investment with communities all across the State. She noted the Annual Report is shared with the Governor's office and other legislative leaders; she asked the Board to consider what they would want the State's leaders to understand about CDFA and its investments. The Board asked about opportunities to continue to diversify CDFA's revenue sources. Ms. Easterly Martey noted she and staff continue to investigate new funding opportunities which align with CDFA's mission and goals.

Ms. Easterly Martey noted that this year was characterized by growth, as well as a focus on mission, collaboration and efforts to invest in communities with the highest needs. Highlights from SFY 2024 include:

- 117 community-based projects were funded by CDFA;
- \$25.6 million was infused into New Hampshire communities;
- 152 business donors engaged with CDFA to support CDFA programs;
- Initiatives supported by CDFA reported the following impacts:
  - Assisted 85,927 people;
  - Rehabbed, preserved or created 257 housing units;
  - Created to retained 366 jobs;
  - Supported 215 micro businesses; and
  - Developed or rehabbed 729,120 square feet.

Ms. Easterly Martey noted CDFA continues to support new initiatives and strategies, while building on existing programs to create broader impact. She highlighted program areas – both external and internal - which contributed to broader engagement, intended to build more opportunity, inclusivity, and success.

- Community Navigator Pilot Program
  - Served more than 600 small businesses in the State
  - These investments offer a chance to try new approaches and to build new partnerships
- Employee Retention
  - CDFA was designated as a best place for working parents
  - Specialty teams include representation from all employees to focus on:
    - Diversity, Equity, and Inclusion
    - Technology and Systems
    - Health and Wellness
  - Employee retention survey conducted and responses analyzed to inform where change and improvement may be considered
  - Employee benefits are being piloted, including
    - ~~Childcare and Senior care assistance~~
    - Student Loans support
- Council on Housing Stability
  - Advanced strategies and increased impact
  - Adopted the Fair Share Housing Production Model
  - Stabilized housing for 271 individuals
  - Developed Training and a Resource Library
  - Adopted strategies for communities to address encampments
- Adoption of new Diversity, Equity, and Inclusion Statement
- Supported ReGen Valley with community-based data
- Increased Outreach and Engagement
  - Deployed a partner experience survey to improve partner needs
- CDFA provided 85 small grants totaling more than \$250,000 to support small business, municipal, and nonprofit energy assessments since 2017
- Three newer program areas are designed to lead to the following types of activities:
  - Recovery Housing Program

- \$3.68 Million in resources for stable, temporary housing for those in recovery
  - Community Center Investment Program
    - \$23 Million for community-based investments
  - Statewide Family Child Care Pilot Program
    - Outreach/engagement with 191 providers
    - Supported organizations across the State to be responsive to the needs of family child care providers in their regions
    - Delivered play-based learning kits to 100 providers serving 846 children across New Hampshire
    - Developed resources and materials to be utilized statewide in supporting family child care providers in 2024 and beyond.
- Building Capacity
  - Launched grant writing assistance program to provide capacity building applicants with financial resources to help prepare their applications.

Ms. Easterly Martey noted staff worked hard on other program areas and initiatives and this summarizes some the top accomplishments in FY2024. The Board congratulated Ms. Easterly Martey and staff on an incredible year with many significant and impactful investments highlighting the good work of the organization.

#### **D. Action Items 11:38 AM**

Ms. Harrington noted there are resolutions to be considered and acted upon as part of the Annual Meeting. She noted each resolution will be considered separately and voted on separately as well.

#### **Authorization of Limited Power of Attorney**

Ms. Harrington reviewed the Authorization of Limited Power of Attorney and noted Mr. Gaetjens-Oleson has been nominated to assume chairmanship of the Board of Directors. She called for questions or comments. None were offered. She called for a motion.

#### **Motion – 11:38 AM**

Ms. Lorentz moved to approve the Authorization of Limited Power of Attorney, as presented. Mr. Rayno seconded, and the motion carried by a unanimous vote of the Board of Directors.

#### **Certificate of Authority**

Ms. Harrington reviewed the Certificate of Authority, and noted the Directors nominated to Board leadership positions are as follows: Chair, Mr. Gaetjens-Oleson, Vice Chair, Mr. Rayno, and Secretary/Treasurer, Ms. Fitzpatrick. She called for questions or comments. None were offered. She called for a motion.

#### **Motion – 11:39 AM**

Ms. Lorentz moved to approve the Certificate of Authority, as presented. Ms. Kristiansen seconded, and the motion carried by a unanimous vote of the Board of Directors.

#### **Certificate of Signing Authority**

Ms. Harrington reviewed the Certificate of Signing Authority. She called for questions or comments. None were offered. She called for a motion.

#### **Motion – 11:41 AM**

Mr. Tourigny moved to approve the Certificate of Signing Authority, as presented. Ms. Fitzpatrick seconded, and the motion carried by a unanimous vote of the Board of Directors.

#### **Slate of Officers**

Ms. Harrington reviewed the Slate of Officers and stated the nominations for officer positions are as follows: Chair, Mr. Gaetjens-Oleson, Vice Chair, Mr. Rayno, Secretary/Treasurer, Ms. Fitzpatrick; Past Chair, Ms. Harrington, and Chair's Discretionary Appointment, Ms. Kristiansen. She called for questions or comments. None were offered. She called for a motion.

**Motion – 11:42 AM**

Mr. Tourigny moved to approve the Slate of Officers, as presented. Ms. Fitzpatrick seconded, and the motion carried by a unanimous vote of the Board of Directors.

**Committee Assignments**

Ms. Harrington reviewed the Committee Assignments. She called for questions or comments. The Board asked for confirmation that Mr. Gaetjens-Oleson would continue to chair the Community Development Advisory Committee. Ms. Easterly Martey stated that Mr. Gaetjens-Oleson has agreed to continue in that role for the time being. There were no further questions. Ms. Harrington called for a motion.

**Motion – 11:43 AM**

Mr. Gaetjens-Oleson moved to approve the Committee Assignments, as presented. Ms. Fitzpatrick seconded, and the motion carried by a unanimous vote of the Board of Directors.

**E. Employee Handbook – 2024 Update**

Mr. Hart stated modest updates, based on staff, management, and Board input, have been proposed for the Employee Handbook. Any changes which are accepted by the Board will be incorporated into the handbook and will go into effect on January 1, 2025.

Mr. Hart stated CDFA has committed to protecting and maintaining staff privacy, as well as the sensitive partner data entrusted to CDFA. The Board asked about staff privacy, and Mr. Hart provided a recent example. Mr. Hart also highlighted new language that encouraged staff to alert management in the event they suspected fraud, waste, or abuse among staff or our partners. The Board thanked Mr. Hart for his ongoing commitment to CDFA staff.

**Motion – 11:46 AM**

Mr. Gaetjens-Oleson moved to approve the updated and revised employee handbook, with changes as proposed. Ms. Fitzpatrick seconded, and the motion carried by a unanimous vote of the Board of Directors.

The Board asked whether CDFA has a written cybersecurity policy. Mr. Hart noted that he would look into developing a standalone cybersecurity policy or include it as part of next year's Employee Handbook amendments. He stated there is ongoing and required training for all staff to help ensure cyber security for employees and CDFA. The Board suggested a Written Information Security Policy (WISP) may be worth consideration.

**F. Succession Plan – 11:50 AM**

Ms. Easterly Martey reviewed the Succession Plan, as presented. She noted the intent of the plan is to prepare the organization for a planned or unplanned absence of the Executive Director so that the organization may transition to new leadership, if needed. She stated she proposes that Mr. Ian Hart, Chief Financial Officer, be the designated successor in the event the succession plan needs to be implemented.

Ms. Harrington called for questions or comments. None were offered. She called for a motion.

**Motion – 11:52 AM**

Ms. Lorentz moved to approve the Succession Plan as presented, with Mr. Hart as the designated successor should the need arise. Mr. Rayno seconded, and the motion carried by a unanimous vote of the Board of Directors.

### **G. Executive Director Update**

Ms. Easterly Martey noted she would provide updates on the following topics:

1. Sustainability
2. Historic Preservation Tax Credit Program
3. John Manning's Retirement from CDFA's Board of Directors
4. Location of the October Board of Directors Meeting, and
5. Annual Report

#### **Sustainability**

Ms. Easterly Martey noted CDFA manages a significant amount of pass-through funding; 2025 will be the height of pass-through spending. CDFA continues to seek new funding sources, but with consideration of alignment with CDFA's mission and goals. She noted the following with respect to funding:

- CDFA has used consultants to help administer some of this funding; training is being deployed to help broaden the pool of consultants available to CDFA and partners.
- CDFA was not successful in its first application for PRO Solutions funding through HUD; a second application is being pursued.

#### **Historic Preservation Tax Credit Program**

Ms. Easterly Martey stated there may be a proposal to increase CDFA's Tax Credit allocation with a focus for historic preservation projects. The Board discussed how this might work. It was suggested this program may flourish if it. Ms. Easterly Martey stated CDFA is not the lead on this initiative. The application and program guide will need to be specific to preservation projects and would also need to be developed in a way to accommodate new investment priorities and needs. CDFA's ability to manage tax credits positions the organization to take on this new funding opportunity.

Ms. Easterly Martey noted CDFA is consistently evaluating funding opportunities, using a strategy screen to assess alignment with CDFA's abilities, capacity, and strength. The Board and Ms. Easterly Martey briefly discussed whether the Federal Home Loan Bank of Boston could be a way to direct critical funding to New Hampshire.

~~A brief discussion about the status of tax credits donations ensued. There is a natural ebb and flow to tax credit donations. CDFA management is monitoring donations and projects closely and will inform the Board if extra effort is required to raise tax credits.~~

#### **John Manning Retirement**

Ms. Easterly Martey thanked Mr. Manning for his many years of service to CDFA. The Board of Directors echoed this sentiment. Mr. Manning expressed his appreciation to Ms. Easterly Martey, CDFA, and his fellow Directors.

#### **October Board of Directors Meeting**

Ms. Easterly Martey announced the October Board of Directors meeting will be held at the Littleton Community Center, a facility which received funding from the Community Center Investment Program. Details will follow.

#### **Annual Report**

Ms. Easterly Martey thanked the Board for their engagement in the meeting. She encouraged Directors to consider sharing CDFA's annual report with peers and colleagues in their communities to promote interest in CDFA and its many programs. She noted the annual report will be available to all.

**H. Adjourn – 12:42 PM**

There being no further business before the Board of Directors, Mr. Rayno moved to adjourn the meeting. Mr. Tourigny seconded, and the motion carried by a unanimous vote of the Board of Directors.

Respectfully submitted,



Maureen Quinn, Board Relations Manager



Benjamin Gaetjens-Oleson, Chair Board of Directors