

ORANGE COUNTY FUNDING CORPORATION

MINUTES

June 15, 2021

A regular meeting of the Orange County Funding Corporation was convened at the Orange County Government Center, 255 Main Street, Goshen, NY (in the Legislative Statutory Committee Room). Due to the COVID-19 public Health crisis, this meeting was also held in part via Zoom video conference at 7:15 pm on June 15, 2021.

Chairman Torelli calls to order the regular meeting of the Orange County Funding Corporation, June 15, 2021. The Board consists of five members. There is a quorum. Upon roll call, the following were:

PRESENT: Paul Ruskiewicz, John Douthit, Michael Torelli, Vincent Odock, Lesley Pierri

ABSENT: NONE

ALSO PRESENT: Bill Fioravanti – IDA Agent
Edward Januszkiewicz – Chief Financial Officer
Russell Gaenzle – Harris Beach
Langdon Chapman - County Attorney
Jacob Ziotoff - Citibank

Bill Fioravanti calls the roll:

1. Michael Torelli – Present
2. John Douthit - Present
3. Lesley Pierri – Present
4. Vincent Odock – Present
5. Paul Ruskiewicz – Present

Mr. Torelli - Approval of minutes from May 18. Make a motion.

Mr. Douthit – I'll make a motion.

Ms. Pierri – I'll second.

Bill Fioravanti calls the roll:

1. Michael Torelli – Yes
2. John Douthit - Yes
3. Lesley Pierri – Yes
4. Vincent Odock – Yes
5. Paul Ruskiewicz – Yes

Mr. Torelli - Board calendar - same thing discussion as last meeting. The Board calendar is out there for us. I'd like to entertain a motion to accept that we'll be doing it the same time / same date as our IDA Board meetings, to follow up in recess thereafter to move forward with that. Any motion on board calendar?

Mr. Douthit - I'll make the motion.

Mr. Torelli - Great, second?

Ms. Pierri - I'll second.

Bill Fioravanti calls the roll:

1. Michael Torelli – Yes
2. John Douthit - Yes
3. Lesley Pierri – Yes
4. Vincent Odock – Yes
5. Paul Ruskiewicz – Yes

5 yeahs. Motion passes.

Mr. Torelli - No unfinished business. Bill, your turn. Give us an update on what the City Bank fundamentals is all about.

Mr. Fioravanti - There's a resolution before the board. The request of representatives for Citibank to amend OCFC fund loan agreements for three multifamily housing projects located in the town of Wallkill in Orange County, in Stoney Point, in Spring Valley. The latter two are in Rockland County. For those representatives the purpose of these amendments is "to facilitate the securitization of the agency debt obligation under a structure developed by city in 2019 with certain terms that were not contemplated at the time the agreements were executed". Russ, I will ask you, if you're there and available, if there's anything you want to add to that.

Mr. Gaenzle - I am here. I believe somebody is on Citibank that maybe they can explain. Jacob are you representing?

Mr. Ziotoff - Yeah. My pleasure. I'm happy to explain. So as noted, we have these existing funding loans with Orange County - Where city makes a loan to Orange County in that the issuer then makes that loan to this specific affordable housing project. We often refer to this as our back to back loan program. We have this with dozens of issuers around the country and, as many may know we've been the number one affordable housing lender for the past 11 years. To better manage our balance sheet, we've developed a structure where we are securitizing these loans once they have completed construction and stabilized and have at least one year of operations and selling those into the municipal market. The original funding loan agreement did contemplate securitization where city might sell those loans on to third party investors; however, it did not specifically have a structure where we utilize the municipal market, and so this amendment - adjust the transfer provision so that the loans can be sold to a municipal issuer / conduit issuer where, as long as the resulting certificates that are sold from the pool of stabilized loans are investment grade rated or higher. And so, that particular nuance was not in the original funding loan agreement that is now part of our standard form and we are asking to make those changes to this. I will note that we have done this with over 40 municipal issuers across the country for over 250 separate loans. We have done six securitizations of the structure in the past. Approximately 2 billion of total loans that have been sold. The whole goal of this is that we continue to originate affordable housing construction and permanent financing for affordable housing throughout the country. Happy to answer any specific questions that folks may have about this.

Mr. Torelli - Local council, any questions, concerns? Board members, any questions, concerns? One thing I'll note is once again I'll stand corrected. I think at a previous meeting, I said we only do stuff within our 816 square miles and obviously we don't. We do stuff outside of our 816 square miles with assisting to these projects down in Rockland County, formerly part of Orange County. So I wanted to correct the record on that and make sure that our friends in Rockland are aware that we're helping them. Without any questions or concerns, I'd like to entertain a motion to accept this application for amendment for language as part of this.

Mr. Chapman – You're passing the authorizing resolution that bill's previously provided.

Mr. Torelli - Would anyone like to make that motion?

Ms. Pierri – I'll make the motion.

Mr. Torelli – Can we get a second?

Mr. Odock – Seconds it.

Mr. Torelli - Any questions, concerns, discussion?

Bill Fioravanti calls the roll:

1. Michael Torelli – Yes
2. John Douthit - Yes
3. Lesley Pierri – Yes
4. Vincent Odock – Yes
5. Paul Ruskiewicz – Yes

5 yeahs. Motion passes.

Mr. Torelli - Continue on with our agenda. We go into finance. Bill/Ed, you want to make a presentation on finance?

Mr. Januszkiewicz – Start with the cash balance as of May 31, which is on Page eight. Lower \$1.5 million on the accounts. The certificate, you see there is, as we call it, short on 617 - Something that might have been transferred over to the money market issue about the cash management or that is the pending obligation to reimburse for the Heritage Trail. Whatever that Invoicing is of production invoices that would impact the cash reserve.

Mr. Fioravanti - Just to clarify. That was a million dollar grant through the OCFC to extend to Heritage Trail from Goshen to Middletown. The work was delayed due to COVID and other reasons so we're expecting a request to be submitted by Orange County later this year - after the work is completed.

Mr. Torelli – Previously approved by the Freedmen's Port.

Mr. Januszkiewicz – Next page is the income expense for the Orange County Funding Cooperation. Total expenses were - that was \$7,748 for the month. \$28,006 year-to-date. Really has nothing on the budget on the fact that the projects are going to occur. Loan repayments are pretty much on what was expected.

Mr. Torelli – Then we started accepting them by a CHR now.

Mr. Januszkiewicz – Yes. I could check the work we did, because it was processed further. I don't want to in the bank for another two days I believe by their Citibank's policy.

Mr. Torelli – Stay on that so we make sure that the communication is up between us and the repairs so that they know that and obviously if they have issues with ECH, we accept in other ways as well.

Mr. Januszkiewicz – Yes. Okay. The next chart is basically summarizing the flow status. So far we've got \$198,881 returned in principle. That leaving a balance outstanding up to \$277,619. I broke out the status of all the remaining loans. The current nano day pending. I got 26 accounts for that. As it said - the auto pay is in effect as of this week. We have a six month deferrals. That is the first payment on those is this week. I've only got one of those so far and that would leave the six behind payments with a balance of \$45,069.

Mr. Torelli – With a different hat on, can we make sure that all these applicants have received the new program that just started a couple days ago through – I believe it's a small business assistance program or something that is blasted out by the county - was blasted out by our partners. I'm not sure if they're eligible or not, but if they are, can you make sure that all 49 of them get them because I think that if they got that, they may be able to repay us. I don't know that for sure but let's give them every opportunity out there that is for funding so that you know they can continue to - one stay in business and try to do what they can, but more importantly we can potentially give them a mechanism to repay us. I think it's a grant - grants don't get repaid. So they use to pay us back for this interim stuff. We can circle the wagons on that one; however, we can just make sure that they're aware of that.

Mr. Januszkiewicz – Just summarizing the state data is \$1,697. And then the final chart. Just summarizing the payments we received \$6,741 for the month of May and the vouchers and requesting payment form for \$1,654.80. We have Kevin Dowd legal services for the month of May. UH Wise bookkeeping retainer for the month of May. And finally, annual loan software subscription renewal with downhome solutions. This is the software we use that calculates the interest, then generates the statements that we use for the loan program.

Mr. Torelli - And it's an annual?

Mr. Januszkiewicz – Annual – yes.

Mr. Torelli – Legal counsel, any questions, concerns? With that I'd like to entertain a motion to accept the financials as presented for the OCFC for May.

Mr. Douthit – I'll make the motion.

Ms. Pierri – I'll second.

Bill Fioravanti calls the roll:

1. Michael Torelli – Yes
2. John Douthit - Yes
3. Lesley Pierri – Yes
4. Vincent Odock – Yes
5. Paul Ruskiewicz – Yes

5 yeahs. Motion passes.

Mr. Torelli – Any other board business in relation to the OCFC? I'll entertain a motion to adjourn the OCFC portion of this meeting.

Mr. Douthit – Second that motion.

Mr. Torelli - All in favor.

Aye. Aye. Aye.