DISTRICT OF COLUMBIA HOUSING FINANCE AGENCY MEETING OF THE BOARD OF DIRECTORS

June 13, 2023 5:30 p.m. Minutes

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I. Call to order and verification of quorum.

District of Columbia Housing Finance Agency ("DCHFA" or the "Agency") Board Chairperson, Mr. Stephen Green, called the meeting to order at 5:32 p.m. and asked the Secretary to the Board of Directors (the "Board"), Mr. Christopher Donald, to verify a quorum. The Board reached a quorum and the meeting continued.

The following members were present via Zoom: Mr. Stephen Green, Mr. Bryan "Scottie" Irving, Ms. Heather Wellington, and Ms. Carri Cowan.

II. Vote to approve the minutes from the April 25, 2023 and May 9, 2023 Board Meetings.

A motion was called to approve the minutes of the April 25, 2023 and May 9, 2023 board meetings by Mr. Green. Ms. Wellington made a motion to approve the minutes. The motion was properly seconded by Mr. Irving. Mr. Donald took a voice vote. The motion passed by a chorus of ayes.

III. Vote to close meeting to discuss the Carl F. West Estates.

Pursuant to the District of Columbia Administrative Procedure Act, the Chairperson of the Board of Directors called a vote to close the meeting in order to discuss, establish, or instruct the public body's staff or negotiating agents concerning the position to be taken in negotiating the Carl F. West Estates. An open meeting would adversely affect matters related to the Agency. (D.C. Code §2-575(b)(2)).

Mr. Green called for a motion to close the meeting. Mr. Irving made a motion to close the meeting. The motion was properly seconded by Ms. Wellington. The motion passed by a chorus of ayes.

The meeting was closed at 5:35 p.m. and re-opened at 5:58 p.m.

IV. Consideration of DCHFA Final Bond Resolution No. 2023-12 for the Carl F. West Estates.

Ms. Linda Hartman, Senior Underwriter, Multifamily Lending and Neighborhood Investment ("MLNI"), presented the transaction to the Board. MLNI presented its recommendation to authorize the issuance of tax-exempt bonds in an amount not to exceed \$67,500,000 for Carl F. West Estates (the "Project" or "Development").

The Project is in the Columbia Heights neighborhood of Northwest Washington, D.C. and is 0.2 miles away from the Columbia Heights Metro Station, which services the Green and Yellow Lines. The Project will serve seniors aged 55 and older, as well as grand-families. The unit mix of the proposed development will be 179 units with 12 efficiencies, 110 one-bedroom units, 53 two-bedroom units, and four three-bedroom units. The Project will have 33 units restricted at 30 percent of Area Median Income ("AMI"), 119 units restricted at 50 percent of AMI, and 17 units restricted at 80 percent of AMI. There will be 25 units restricted at 30 percent of AMI that will benefit from District of Columbia Housing Authority ("DCHA") Local Rent Supplement Program ("LRSP") subsidy, of which 18 will be set aside as permanent supportive housing units ("PSH").

Property amenities will include a business center with free Wi-Fi, on-site management, laundry facility, concierge service, an exercise facility, and theater. The Project will also offer supportive services to its PSH tenants and active adult tenants through an agreement with Mariam's Kitchen, a local nonprofit organization. Generation United will assist NCBA

housing management appropriations with developing tenant services to specifically address the needs of grand-family households at the project.

In-unit amenities will include handrails, blinds, carpeting, central air conditioning, coat closets, in-unit washer and dryer hookups, washer and dryer units in grand-family units, dishwashers, garbage disposal, hard surface countertops, microwaves, ovens, and refrigerators. The Project will also offer various security features, such as an intercom access system, a manned concierge desk, and video surveillance.

The general partner for the Development will be a joint venture between NCBA Housing Development Corporation and DMA Development. NCBA Housing Development Corporation will serve as a nonprofit JV sponsor and the developer. DMA Development will serve as guarantor for the project.

Other members of the development team include Coakley & Williams Construction as the general contractor, Wiencek & Associates Architects and Planners as the architect, and NCBA Housing Management Corporation as the property manager.

Ms. Hartman completed the presentation, opened the floor for questions and introduced representatives from the sponsor teams present on the Zoom call: Gerry Joseph, Development Consultant, Joellen Smith, DMA Development Company, Megan Ross, Project Manager for Coakley & Williams.

Mr. Green asked Ms. Smith to describe the Project.

Ms. Smith described the Project, noting that it will be a seven to nine-story L-shaped building that will attach to the existing SJS and CBA Estates buildings. There will be two levels of underground parking, and in the interior, there will be a courtyard. The grand-family units will have their own amenities on their floor, one for teenagers, and another one for the younger children.

Mr. Irving asked about the building structure. Ms. Smith confirmed that the Project buts against another property. She explained that there will be a connection between the two buildings. A walkway will be constructed to connect the buildings. Residents will be able to utilize some of the existing amenities in the SJS building.

Ms. Wellington asked if the development team is working with the contractor on any prerelease items or long-lead items for the schedule. Ms. Smith stated in the affirmative. Ms. Ross also confirmed that they have 99.9 percent of the contracts in place and the subcontractors are ready to go.

Mr. Irving also asked what the development team is doing to secure the building from any friction or damage. Ms. Ross answered stating that they have a monitoring plan set up for the existing structures.

Mr. Irving also inquired about the work schedule and noted his concern for the development team to be good neighbors to the Columbia Heights neighborhood and not create an environment of constant noise.

There were no further questions.

Mr. Green called for a vote to approve DCHFA Final Bond Resolution No. 2023-12 for Carl F. West Estates. Mr. Irving made a motion to approve the resolution and it was properly seconded by Ms. Wellington. Mr. Donald took a poll vote. The resolution was unanimously approved.

V. Vote to close meeting to discuss Northwest One Phase II.

Mr. Irving made a statement for the record recusing himself from the Northwest One Phase II transaction. He stated that he has no personal interest in the transaction but is working to assist with job creation and is therefore recusing himself out of an abundance of caution. Mr. Irving exited the Zoom call and did not participate in the vote or discussion regarding the transaction.

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Pursuant to the District of Columbia Administrative Procedure Act, the Chairperson of the Board of Directors called a vote to close the meeting in order to discuss, establish, or instruct the public body's staff or negotiating agents concerning the position to be taken in negotiating Northwest One Phase II. An open meeting would adversely affect matters related to the Agency. (D.C. Code §2-575(b)(2)).

Mr. Green called for a motion to close the meeting. Ms. Cowan made a motion to close the meeting. The motion was properly seconded by Ms. Wellington. The motion passed by a chorus of ayes.

The meeting was closed at 6:21 p.m. and re-opened at 6:55 p.m.

VI. Consideration of DCHFA Final Bond Resolution No. 2023-13 for Northwest One Phase II.

Mr. Solomon Hughes, Underwriter, Multifamily Lending and Neighborhood Investment ("MLNI"), presented the transaction to the Board. MLNI presented its recommendation to authorize the issuance of tax-exempt bonds in an amount not to exceed \$51,400,000 for Carl F. West Estates (the "Project" or "Development").

The Project site is in the Sursum Corda neighborhood of Washington, DC. The Project site is 0.9 miles from the Washington Union Station, which services Amtrak and numerous bus terminals. Likewise, Northwest One Phase II is also within 0.6 miles of the NoMa-Gallaudet station, which serves the Red line. In addition, the Northwest One Phase II is considered a walker's paradise with a walk score of 92.

The Project will consist of 212 affordable housing units in 1 mid-rise six-story building. The unit mix of the Project will consist of 12 efficiencies units, 80 one-bedroom units, 65 two-

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bedroom units, 44 three-bedroom units, and 11 four-bedroom units. Approximately, 83 units will operate with LRSP subsidies from DCHA. Additionally, 11 of the 83 units will be Permanent Supportive Housing ("PSH") units.

In-unit amenities for the Project will include luxury vinyl flooring in living spaces, vinyl tile, carpet in bedrooms, granite countertops, microwaves, refrigerators, ovens, garbage disposals, dishwashers, washers/dryers, central air conditioning throughout the building, balconies, and patios. Property amenities will include a lounge, a fitness center, a mail room, a package office, and bike storage space. Additionally, the Project will include a green roof and will meet Enterprise Green Communities 2020 Green Building Standards.

The Sponsor team for the Project will consist of a joint venture partnership between MRP, Taylor Adams Associates, and CSG Urban Partners. All members of the joint venture are classified as Certified Business Enterprises ("CBEs"). Other members of the development team include McCullough Construction as general contractor, Rashid Architects as architect, and Residential One as property manager.

Mr. Hughes concluded the presentation, opened the floor for questions, and introduced members of the development team present on the Zoom call: Jordan Bishop, Audubon Enterprises, Matt Robinson, MRP Realty Partners, and Simone Goring Devaney, CSG Urban Partners.

Mr. Green asked why there are no mixed income units in the Project. Mr. Robinson stated that the development team had difficulty financing mixed-income units.

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Ms. Cowan asked if there are environmental issues similar to those noted in Northwest One Phase I. Nick Gordon from MRP stated that the development team is dealing with the same environmental issues from Phase I and is instituting the same strategy to remediate.

Ms. Wellington asked about the plan for returning residents. Mr. Gordon responded stating that, nine months before the building was going to deliver, the development team held weekly meetings with the returning residents, to develop a plan.

Ms. Wellington also asked about potential Project delays and suggested the development team look into pre-release to stay on schedule.

Mr. Green called for a vote to approve DCHFA Final Bond Resolution No. 2023-13 for Northwest One Phase II. Ms. Cowan made a motion to approve the resolution and it was properly seconded by Ms. Wellington. Mr. Donald took a poll vote. The resolution was unanimously approved.

VII. Other Business.

There was no other business.

VIII. Executive Director's Report.

There was no Executive Director's Report.

Mr. Green asked for an update at the next Board meeting regarding multifamily volume cap and the disposition of DCHFA headquarters building.

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IX. Adjournment.

Mr. Green called for a motion to adjourn the meeting. Ms. Wellington made a motion to adjourn the meeting, which was seconded by Ms. Cowan.

Mr. Donald took a voice vote. The motion passed by a chorus of ayes.

The meeting was adjourned at 7:17 p.m.

Submitted by Christopher E. Donald, Secretary to the Board of Directors on July 7, 2023.