

**MINUTES OF THE MEMBERS', AUDIT COMMITTEE, AND  
GOVERNANCE COMMITTEE MEETINGS OF THE NEW YORK STATE  
HOUSING TRUST FUND CORPORATION**

**HELD ON THURSDAY, MAY 16, 2024 AT 9:00 A.M.  
641 LEXINGTON AVENUE  
NEW YORK, NEW YORK 10004**

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**DIRECTORS AND DESIGNEES**

**PRESENT:**

Kenneth Adams	Chairman
RuthAnne Visnauskas	Commissioner, the New York State Division of Housing and Community Renewal
Bethaida Gonzalez	Member (via video conference)
James McIntyre	Member
Jesse Olczak	New York State Division of the Budget, representing the Acting Director, Member (via video conference)
Chris Curtis	New York State Division of the Taxation and Finance, representing the Commissioner of Taxation and Finance, Member (via video conference)

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Chairman Adams presided over the meeting.

Ms. Lauren McGill, Acting General Counsel to HCR, formally opened the meetings and acted as secretary.

Ms. McGill noted that Mr. Jesse Olczak, representing the Director of the New York State Division of the Budget, and Mr. Chris Curtis, representing the Commissioner of Taxation and Finance, are participating via video conference from the Capitol Building, Room 131, in Albany. Ms. McGill further noted that Bethaida Gonzalez is participating from the Syracuse Regional Office, 620 Erie Boulevard, Suite 312.

A public notice was given of the time and location of the venues in accordance with the New York State Open Meetings Law.

Ms. McGill asked for motions and seconds to call to order the May 16, 2024 meetings of the New York State Housing Trust Fund Corporation (HTFC), New York State Housing Finance

Agency (HFA), and the New York State Affordable Housing Corporation (AHC). Chairman Adams motioned to call the HTFC Board to order and Commissioner Visnauskas seconded the motion.

Ms. McGill then asked for individual votes for each HTFC Board member.

Ms. McGill asked for motions and seconds to call to order the May 16, 2024 HTFC Audit Committee meeting. Chairman Adams motioned to call the HTFC Governance Committee to order and Mr. Olczak seconded the motion.

Ms. McGill noted that she would accept the prior votes of Chairman Adams, Mr. Curtis, and Mr. Olczak.

Ms. McGill asked for motions and seconds to call to order the May 16, 2024 HTFC Governance Committee meeting. Chairman Adams motioned to call the HTFC Governance Committee to order and Mr. Olczak seconded the motion.

Ms. McGill noted that she would accept the prior votes of Chairman Adams, Mr. Curtis, and Mr. Olczak.

Ms. McGill noted that these motions and seconds would be used, unless specific items called for a different vote, or unless any Member wished to record his or her vote differently.

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**Chairman Adams stated that the first item on the Audit Committee agenda is the approval of the minutes of the Audit Committee meeting held on March 14, 2024. The minutes shall be deemed approved, absent corrections from Members and Directors.**

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**Chairman Adams stated that first item on the Governance Committee agenda is Ratification of the Resolution Authorizing an Amendment to the Housing Trust Fund Corporation Procurement and Contract Guidelines to Include a Federal Supplement.**

Ms. Neitzel explained that this item was approved by written resolution on April 15, 2024 pursuant to Article III, Section V of the HTFC By-Laws. Amy Zamenick is present to answer any questions on this item and the memo and resolution can be found in the Board materials. Absent any questions, we will ask Governance Committee members to ratify this item now.

Ms. Neitzel moved for ratification of this item. Considering the first and second previously entered for the HTFC Governance Committee, Ms. Neitzel asked all HTFC Governance Committee members voting to ratify to signify by saying aye. The motion was carried and the following resolution was ratified:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION GOVERNANCE**

**COMMITTEE AUTHORIZING AN AMENDMENT TO THE HOUSING TRUST FUND CORPORATION PROCUREMENT AND CONTRACT GUIDELINES TO INCLUDE A FEDERAL SUPPLEMENT.**

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**The second item on the Governance Committee agenda was a resolution authorizing an amendment to the By-Laws of the Housing Trust Fund Corporation.**

Stacey Mickle presented.

Ms. Mickle is requesting to amend Article VII, Section 3 of the By-Laws to reflect an operational change that was implemented during the COVID Pandemic in 2020. This change allows for warrants that go to Tax and Finance to be signed by the Treasurer or one of their agents instead of requiring the signature of a Senior Officer. HTFC recommends this because HTFC implemented internal control procedures that document approvals and multi-level approvals in every program area before they get to finance for payment. When they get to Finance, there are internal controls that require a minimum of two people to review any payment transactions. Then it will go to Ms. Mickle or one of her designees before being sent over to tax and finance who makes payment on HTFC's behalf.

Ms. Mickle requests approval to make amendment to Article 7, Section 3 of the By-Laws to reflect the warrants requiring a single signature for the Corporation.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Governance Committee, Ms. Neitzel asked all HTFC Governance Committee members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION GOVERNANCE COMMITTEE AUTHORIZING AN AMENDMENT TO THE BY-LAWS OF THE HOUSING TRUST FUND CORPORATION.**

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Chairman Adams then noted that the meeting was moving to the HTFC Board agenda. The first item on the HTFC agenda is the approval of the Minutes of the meetings held on March 14, 2024 and April 11, 2024. The minutes shall be deemed approved, absent corrections from Members and Directors.

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**The second item on the agenda was the ratification of the following resolutions:**

Resolution Authorizing Community Development Economic Development Program Awards

Resolution Authorizing an Amendment to a Downtown Revitalization Initiative Award for the Development Chenango Corporation

Resolution Authorizing an Amendment to a Plus One ADU Program Award for Ulster County and the City of Kingston

Resolution Authorizing Section 8 Project-Based Voucher Awards

Resolution Authorizing Bipartisan Infrastructure Law Weatherization Temporary Subgrantee Contracts

Resolution Authorizing Amendments to the Professional Temporary Staffing Consultants Services Contracts with Lancesoft, Inc. and 22nd Century Technologies, Inc.

Resolution Authorizing an Extension to the Contract with Rapid Construction and Management without a New Competitive Award Process

Resolution Authorizing an Amendment to the Housing Trust Fund Corporation Procurement and Contract Guidelines to Include a Federal Supplement.

Ms. Neitzel stated that these items were approved by written resolution on April 16, 2024 pursuant to Article III, Section V of the HTFC By-Laws. Program staff for each item are present to answer any questions on these items and the memos and resolutions can be found in the Board materials. Absent any questions, we will ask HTFC members to ratify these items now.

Ms. Neitzel moved for ratification of these items. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC Members voting to ratify to signify by saying aye. The motion was carried and the following resolutions were ratified:

**RESOLUTION AUTHORIZING COMMUNITY DEVELOPMENT ECONOMIC DEVELOPMENT PROGRAM AWARDS.**

**RESOLUTION AUTHORIZING AN AMENDMENT TO A DOWNTOWN REVITALIZATION INITIATIVE AWARD FOR THE DEVELOPMENT CHENANGO CORPORATION.**

**RESOLUTION AUTHORIZING AN AMENDMENT TO A PLUS ONE ADU PROGRAM AWARD FOR ULSTER COUNTY AND THE CITY OF KINGSTON.**

**RESOLUTION AUTHORIZING SECTION 8 PROJECT-BASED VOUCHER AWARDS.**

**RESOLUTION AUTHORIZING BIPARTISAN INFRASTRUCTURE LAW WEATHERIZATION TEMPORARY SUBGRANTEE CONTRACTS.**

**RESOLUTION AUTHORIZING AMENDMENTS TO THE PROFESSIONAL**

**TEMPORARY STAFFING CONSULTANTS SERVICES CONTRACTS WITH LANCESOFT, INC. AND 22<sup>ND</sup> CENTURY TECHNOLOGIES, INC.**

**RESOLUTION AUTHORIZING AN EXTENSION TO THE CONTRACT WITH RAPID CONSTRUCTION AND MANAGEMENT WITHOUT A NEW COMPETITIVE AWARD PROCESS.**

**RESOLUTION AUTHORIZING AN AMENDMENT TO THE HOUSING TRUST FUND CORPORATION PROCUREMENT AND CONTRACT GUIDELINES TO INCLUDE A FEDERAL SUPPLEMENT.**

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**The third item on the agenda was a resolution authorizing an amendment to the Affordable Homeownership Opportunity Program Award for the Greater Rochester Habitat for Humanity.**

Thomas Abbott presented.

Mr. Abbott explained that this is an amendment to the award that was previously presented and adopted in October. The award is for the Greater Rochester Habitat for Humanity. The initial approved award was for \$555,000 and they are now requesting an increase to \$630,000, which is a 13% increase of the baseline. This is due to the fact that the project timing is being pushed out. They initially had a 2023 build season where they could use some volunteer labor. It has now been pushed into 2024 where they are going to have to subcontract out the work, so some hard costs came up. This is for four homes in the Beachwood neighborhood of Rochester. They are all three-bedrooms and are priced for households under 80% AMI. They will be closing this project in late May or June.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING AN AMENDMENT TO THE AFFORDABLE HOMEOWNERSHIP OPPORTUNITY PROGRAM AWARD FOR THE GREATER ROCHESTER HABITAT FOR HUMANITY.**

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**Item four on the agenda was a resolution authorizing a Legacy City ACCESS Program award for Aurora Window Systems & Contracting, Inc.**

Madeline Fletcher presented.

Ms. Fletcher stated that this is a request for \$900,000 in subsidy for the first Legacy City

project proposed by the Buffalo Erie Niagara Land Improvement Corporation or BENLIC. They have selected Aurora Window Systems & Contracting, Inc. as their developer. There will be three vacant homes renovated into first time homebuyer opportunities. Two of the homes will have accessory rental units created. The total development cost is just over \$1.6 million with the Legacy City subsidy averaging \$150,000 per unit. The sales of the homes will range from \$130,000 to \$200,000 per home and are affordable under and about 40-55% AMI and represent a discount to market.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING A LEGACY CITY ACCESS PROGRAM AWARD FOR AURORA WINDOW SYSTEMS & CONTRACTING, INC.**

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**Item 5 on the agenda was a resolution authorizing Community Development Economic Development Program Awards.**

Crystal Loffler presented.

Ms. Loffler stated that the Office of Community Renewal is requesting approval to make new CDBG Economic Development Program Awards. With Board approval, the Office of Community Renewal will award a total of \$988,856 among five awardees including the City of Lockport, Green County, Madison County, Oneida County, and the Town of Busti in Chautauqua County. The funding will support three local Micro-Enterprise Assistance Programs, the expansion of an existing restaurant, and development of a new restaurant and brewery in a formerly vacant building.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING COMMUNITY DEVELOPMENT ECONOMIC DEVELOPMENT PROGRAM AWARDS.**

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**The sixth item on the agenda was a resolution authorizing amendments to Land Bank Initiative awards.**

Ms. Loffler presented.

Ms. Loffler stated that \$100 million has been allocated in the last three New York State Budgets to support the services and expenses of land banks. HTFC has authorized two phases of funding for existing land banks, including operational support in the first phase and funding for acquisition and capital activities in the second phase. Approximately \$37 million has been committed to date.

Given the slow rate of expenditure among the land banks, HTFC is delaying the release of the full new Request for Applications, but we do want to offer the land banks that are successfully completing projects an opportunity to access more of the funding that is available. We received several requests from land banks for additional funding to complete additional projects. HTFC is requesting the Board to award an additional \$1.7 million dollars to the Oswego County Land Bank and the Kingston City Land Bank. With Board approval, we will amend the existing Grant Agreements and allow them to commit funds locally for additional projects.

Mr. McIntyre asked why Kingston has been successful when others have not been successful? Ms. Loffler responded that she does not mean to suggest that none of them are successful, she thinks progress has been slow. In Kingston, they act as their own developer to stabilize and rehab properties throughout the city. They have taken on some large-scale, complex projects and they need additional money to take on additional units.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING AMENDMENTS TO LAND BANK INITIATIVE AWARDS.**

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**Item 7 was a resolution authorizing additional funding for Local Administrators receiving Federal Family Self Sufficiency Grant Funds.**

Dan Buyer presented.

Mr. Buyer stated that HCR participates in the Federal Family Self Sufficiency Program for its Section 8 voucher program. He stated that HCR gets grant funds from HUD every year to do that and those grant funds are divided among 25 local administrators – Mr. Buyer stated that he believes that 17 of the LAs participate in FSS. The LAs use those funds to hire staff who help families participating in the program develop goals, create saving accounts, and move forward. The program does not include indirect costs. It helps if the LAs have some additional funds in addition to cover staffing. This also covers things like marketing, promotions, outreach, and travel. HTFC is proposing to use its own administrative reserves to bridge the gap and offer the local administrators participating an indirect rate of up to 10% of their share of the grant. This will give the LAs more resources to work with and hopefully make their programs more successful at a small cost to HTFC which it can afford.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING ADDITIONAL FUNDING FOR LOCAL ADMINISTRATORS RECEIVING FEDERAL FAMILY SELF SUFFICIENCY GRANT FUNDS.**

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**The eighth item on the agenda was a resolution authorizing an amendment to the contract with CGI Federal Inc.**

Mr. Buyer presented.

Mr. Buyer stated that all off HTFC's emergency housing voucher allocation has been utilized – this is 1566 vouchers. However, the obligations of the program continue – HTFC must conduct certifications of the families each year and inspect units. CGI has been the administrator for this program as it is temporary in nature. HTFC would like to continue that contract for another year.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING AN AMENDMENT TO THE CONTRACT WITH CGI FEDERAL INC.**

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**The next item on the agenda was a resolution authorizing a Preventative Troubled Asset Program Award for Parkside Development, Inc.**

Jason Pearson presented.

Mr. Pearson states that HTFC is requesting approval for a \$1.2 million Preventative Troubled Asset Program award for Parkside Development, which is a Mitchell-Lama coop in the Bronx. PTAP funds are specifically used to address urgent health and safety needs. This award would fund New York City-mandated Local Law 11 work, which is a city requirement that requires façade inspections and corrections on or about a seven-year cycle. The work is overdue, and if the work is not initiated soon, it could result in a partial vacate order, which would result in displacement.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith.



Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING A PREVENTATIVE TROUBLED ASSET PROGRAM AWARD FOR PARKSIDE DEVELOPMENT, INC.**

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**Item 10 on the agenda was a resolution authorizing a Subrecipient Agreement with Nassau County.**

Amy Chan presented.

Ms. Chan explained that this a request to approve a new subrecipient agreement with Nassau County for \$15,756,227 for a term of three years to fund marsh restoration activities in Hempstead. The restoration will be funded though a \$10 million grant that was awarded to RHC through the National Fish and Wildlife Foundation and the remainder of the funds, \$5,756,227, from RHC's Living with the Bay program. The construction is expected to being in the Summer of 2025, with project completion in December of 2026. Project design and environmental permitting for the Marsh Restoration is already completed.

Chairman Adams asked Ms. Chan about the sewage treatment plant on Long Beach. Ms. Chan responded that it is a long project and it is expected to be completed in December 2026.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING A SUBRECIPIENT AGREEMENT WITH NASSAU COUNTY.**

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**Item 11 on the agenda was a resolution authorizing a Technical Assistance contract with MPACT Strategic Consulting LLC.**

Ms. Chan presented.

Ms. Chan began by stating that this is a request to enter into a contract for technical assistance services with MPACT Strategic Consulting LLC for an amount not to exceed \$1 million and a term of three years with the option for two one-year renewals. The technical assistance services are to be provided for the implementation of RHC's long term recovery programs for Hurricane Ida. HTFC issued an RFP for services in February of this year and received 11 proposals,

five of which were from either MBE or MWBE firms. A selection committee reviewed and scored the proposals and invited the top three scoring firms to interview – HORNE, Grant Works, TELACU, and MPACT. These firms were then scored and two tied for the highest score. The top two firms were MPACT and HORNE. Following their responses to a case study exercise, they were scored again and HTFC wishes to contract with MPACT. Both MPACT and their subcontractors are MBE or WMBE owned firms.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING A TECHNICAL ASSISTANCE CONTRACT WITH MPACT STRATEGIC CONSULTING LLC.**

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**Chairman Adams stated that the twelfth item on the agenda was a resolution authorizing an amendment to the By-Laws of the Housing Trust Fund Corporation.**

Chairman Adams stated that this item was presented at the Governance Committee meeting and absent any questions from the Members, we will move to a vote.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING AN AMENDMENT TO THE BY-LAWS OF THE HOUSING TRUST FUND CORPORATION.**

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**Item 13 on the agenda was a resolution approving a Payroll Processing Services Contract with Automated Data Processing.**

Ms. Mickle presented.

Ms. Mickle stated that she was requesting approval for a five-year agreement with Automated Data Processing, also known as ADP. This is a pricing agreement that gives HTFC a discount for the payroll services that have been our provided for over 20 years and HTFC would like to continue to utilize. ADP processes everything quickly and HTFC has had no issues with them. ADP handles a lot of work for HTFC and staff feels that this single source procurement is the best path forward.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION APPROVING A PAYROLL PROCESSING SERVICES CONTRACT WITH AUTOMATED DATA PROCESSING.**

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**The fourteenth item on the agenda was a resolution authorizing a signatory for the Housing Trust Fund Corporation.**

Patrick Love presented.

Mr. Love stated that Russell Hubley is the new head of the 4% team. Some older HTFC properties come over to HFA and they may need to resubordinate existing mortgages and regulatory agreements for which Mr. Hubley would need signatory authority.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION AUTHORIZING A SIGNATORY FOR THE HOUSING TRUST FUND CORPORATION.**

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**Chairman Adams noted that Item 15, a resolution authorizing an amendment to the contract with Mindlance, Inc., was sent to the Members under separate cover.**

Mr. Buyer presented.

Mr. Buyer stated that the Housing Choice Voucher Program had a temp worker who was assisting HTFC with the EMPHASYS Elite implementation. HTFC needs to hire staff to fill those roles. Before the temp left, they slightly exceeded the maximum contract amount so HTFC needs to amend the contract with Mindlance, Inc. to cover the last of the bills.

Ms. Neitzel moved for adoption of the resolution transmitted in connection therewith. Considering the first and second previously entered for the HTFC Members, Ms. Neitzel asked all HTFC members voting to approve to signify by saying aye. The motion was carried and the following resolution was adopted unanimously:

**A RESOLUTION OF THE HOUSING TRUST FUND CORPORATION  
AUTHORIZING AN AMENDMENT TO THE CONTRACT WITH MINDLANCE, INC.**

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Chairman Adams noted that the remaining items on the agenda are informational items, and that there would be no discussion on these items unless the Members so requested.

- ITEM 16.** Review of SEQRA Concur Actions
- ITEM 17.** Review of SEQRA Type II Actions (April and May 2024)
- ITEM 18.** Quarterly Review of the Climate Friendly Homes Fund
- ITEM 19.** Review of Current Agency Procurements/Contracts in the Lobbying Restricted Period (April and May 2024)

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There being no unfinished business, Ms. McGill asked for a motion to adjourn the HTFC Board meeting. Considering the first and second motions previously entered, the motions were carried, and the meetings were adjourned.

Ms. McGill informed the Members that the next Board meeting is scheduled for Thursday, June 13, 2024, at 9:00 a.m.

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Lauren McGill  
Acting General Counsel