

**BOARD OF DIRECTORS MEETING MINUTES**  
**Wednesday, November 20, 2019**  
**Ventura Investment Building: 1601 Carmen Ave. Camarillo, CA 93010**

- I. **WELCOME/GENERAL UPDATES:** Meeting was called to order at 11:34 am with a quorum of directors present.
- A. Attendance: Directors in attendance: Steve Boggs, Marni Brook, Jennie Buckingham, John Fowler (partial-by phone), MaryAnn Krause, Tracy McAulay, Anthony Mireles, Sean Morreale, Cathi Nye, Lynn Oshita, Stratis Perros, Mark Pettit, Alex Russell (partial), Donna Sepulveda-Weber. Staff present: Linda Braunschweiger, Karen Fraser. Guests: none
  - B. Announcements: Directors are urged to attend HOME's December 3<sup>rd</sup> Forum with guest speaker Chuck Marhon of Strong Towns.
  - C. Changes to Agenda: Motion made to add new item regarding loan application between items V and VI. Moved Mary Ann; seconded by Marni. Approved unanimously with Alex abstaining.
- II. **CONSENT ITEMS**
- A. **Minutes:** *Motion to approve the minutes of the October Board of Directors meeting.* Moved by Mary Ann; seconded by Anthony. Approved unanimously with Stratis abstaining.
  - B. **Chair's Report** (Jennie)
    - 1. BOD Nominations – Directors are asked to forward to Linda by Friday November 29<sup>th</sup> the names and contact information of suggested individuals to fill Sal's vacant board position. Members are asked to consider diversity (age, gender, ethnicity, geographic area, and area of concentration). Stratis agreed to be the nominating committee chair, with Donna, Sean, Anthony, and Dawn, serving as committee members. ***The Nominating Committee will meet in early December, develop and reach out to a short list of candidates, review their resume/bio, and make a recommendation to the Executive Committee.***
    - 2. Advisory Committee – Suggestion was made to have residents of housing projects that HTFVC has funded to serve on a focus group advisory committee.
  - C. **Financials** (Marni)
    - 1. October Financials – Recent income was from a \$50K grant and loan program interest. Municipal grants have been just from what was previously committed in Simi Valley and Ventura. Still pursuing other cities and the County. The MB&T LOC was renewed and name change processed. ***Motion to accept the financial reports as of October 31, 2019 as presented.*** Moved by Alex; seconded by Anthony. Motion carries with unanimous vote and no abstentions.
    - 2. 2020 Budget (Linda) – Directors were asked to provide feedback on the Marketing portion of the budget and Coverly's \$107K proposal. Board discussed the appropriateness of continued marketing given the Prop 1 delay. Board recommended continuing marketing to achieve greater brand awareness, and reduce both print and radio in half. ***Linda to discuss with Lynette. Linda to prepare a breakdown of each component and timeframe compared with proposed for whole year.***

3. Land Trust – Board recommended to **delineate out the Land Trust in the financials**. Immediate funds are needed, prior to supporting nonprofit entity creation, for the RFP and consultant process, legal items and miscellaneous expenses. **Directors proposed that HTFVC should provide an initial investment of \$50K** (\$15K consultant, \$20 legal, \$15 misc. & internal staff time, most in the 3<sup>rd</sup>/4<sup>th</sup> quarter of 2020). **Linda to get guidance from CPA.**

### III. GENERAL BUSINESS:

- A. **Proposition 1 Match** (Linda) – The recently announced draft guidelines and the impact to HTFVC was discussed, including Linda’s assessment from her November 14<sup>th</sup> Sacramento trip, meeting with HCD and lobbying efforts. Discussion points included:
  - Currently there is no HCD director and most HCD staff involved in the previous Prop 1C has left.
  - Current draft guidelines appear to favor government funded HTFs. vs nonprofit.
  - The matched funds are required to be “on-deposit” (set aside in a bank). There is a potential risk of continuing our lending program by not having it in the bank when the NOFA comes out. HTFVC is currently reviewing one application now with a potential 3 more if funds are available. Board consensus is to continue lending as is consistent with our mission.
  - There is a proposed 5 year process for all funding with 5 NOFA’s at a \$5M max each. Potential for \$25M total.
  - Would like to see government HTF’s and Nonprofit HTFs in a separate competing pool so that HTFVC isn’t competing for funds against the big municipalities.
  - Still unsure what will be matchable; precedence says everything is matchable. Currently not allowing lines of credit or loans from banks, with a requirement to only allow “local” sources. Unsure if our CDFI-TA grant will be matched.
  - Still unclear from what point forward are funds matchable (2018? 2019?).
  - It appears that Land Donation will be accepted as a match, but not clear on how the value is calculated, the requirement to have it “on-deposit” or implications for calculation of loan funding.
  - Given the current draft guidelines, HTFVC needs to tweak the language in our Prop 1 match campaign stating donations will help “position HTFVC for the match opportunity”.

**Linda to send letter tomorrow; Jennie to review. Staff to begin start tracking our cash flow specific to Prop 1 requirements.**

- B. **New Loan Application** (Added item) – Note: Director Alex Russell previously left the meeting and thus did not participate in this discussion and vote. Many Mansions has submitted an application for an acquisition loan of \$1M, with a 3 year term, to construct 65 affordable housing rental units in Oxnard at 217 E. Sixth Street. They request approval and funding by year-end; Linda by Dec. 24<sup>th</sup>. Application to go to Underwriting Committee in early December, with a recommendation and Board vote (by email since there is no regular board meeting in December) by mid-December. Requirement for email vote is to have 100% participation and 100% motion approval in order to pass.
- C. **CEO’s Report** (Linda)
  1. Funding and Recognitions - HTFVC received a \$7,500 grant from Union Bank. The Ventura Chamber of Commerce is recognizing HTFVC as Nonprofit of the Year at their Poinsettia Awards; Directors

are urged to attend the Dec. 5<sup>th</sup> Poinsettia Awards ceremony. Some 245 mailers will be sent in November for a Year-End appeal.

2. Meetings – The regular Board meeting is dark in December. The Executive Committee will meet and will call for vote on the Many Mansions loan application. The Annual Meeting is scheduled for January 22 at the Camarillo Library @ 11:30. Directors discussed program format (breakout groups or speaker). Suggestions are wanted for a potential speaker.
3. Retreat – The Board’s half-day Retreat is scheduled for February 26, beginning in the morning and continuing through lunch. Suggestion made to hire someone to help strategize our priorities: lending volume in light of Prop 1, staffing, Land Trust impact, our role in affordable housing in the County, potential fund management (e.g. city in-lieu fees), City-specific housing funds, management of other City-HTFs using our staff as a subcontractor. ***Karen to resend the outcomes of the past several years’ retreat.*** Location still to be determined; suggestion to host it at one of the HTFVC funded projects.

IV. **ADJOURN:** Meeting was adjourned at 1:29 pm

**2020 Board Meeting Schedule – 11:30 am – 1:30 pm**

January 22– Annual Meeting (likely 11:30- 2:00), Camarillo Library  
 February 26 – with half-day Board Retreat (likely 8:30 – 1:30), location TBD  
 March 25, 2020  
 April 22, 2020  
 May 27, 2020  
 June 24, 2020  
 July 22, 2020  
 August 26, 2020  
 September 23, 2020  
 October 28, 2020  
 November 18, 2020 (*Third Wednesday due to Thanksgiving.*)  
 December 16, 2020

**2020 Executive Committee Meeting Schedule – 1:30 pm – 3:30 pm**

January 15, 2020  
 February 19, 2020  
 March 18, 2020  
 April 15, 2020  
 May 20, 2020  
 June 17, 2020  
 July 15, 2020  
 August 19, 2020  
 September 16, 2020  
 October 21, 2020  
 November 11, 2020  
 December 16, 2020