

CERTIFICATE OF ASSISTANT SECRETARY

NEW JERSEY HOUSING & MORTGAGE FINANCE AGENCY

I, Marge M. Della Vecchia Executive Director, hereby certify that I am the Secretary of the New Jersey Housing and Mortgage Finance Agency, and as the Secretary, I certify that the attached copy of the proceedings of the Board Meeting of the New Jersey Housing and Mortgage Finance Agency is a true and correct copy of the minutes of the September 10, 2009 meeting of the Agency.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the New Jersey Housing and Mortgage Finance Agency this 10th day of September 2009.

Marge Della Vecchia

Marge M. Della Vecchia, Secretary
New Jersey Housing and Mortgage Finance Agency

FINAL

**MINUTES OF THE 343RD BOARD MEETING
OF THE
NEW JERSEY HOUSING AND MORTGAGE FINANCE AGENCY**

MEMBERS: Charles Richman, Acting Commissioner, DCA
* Robert Romano, Assistant Attorney General
(representing Anne Milgram, Attorney General)
** Steve Petrecca, Assistant Manager, Office of the State Treasurer
(representing R. David Rousseau, State Treasurer)
*** Thomas Hunt, Assistant Director, Office of Consumer Finance, Department of Banking
and Insurance (representing Neil N. Jasey, Commissioner, Department of Banking and
Insurance)
**** Patti Holland, Assistant Director, Office of Housing and Community Development
(representing Jennifer Velez, Commissioner, Department of Human Services)
Monsignor William Linder
Dorothy Blakeslee
Stanley Weeks

**OFFICIALS
PRESENT:**

Marge Della Vecchia, Executive Director
Tracee Battis, Chief of Programs
Eileen Hawes, Chief Financial Officer
Michael Floyd, Chief of Program Services
Lenore Rosner, Chief of Operations
Leslie S. Lefkowitz, Chief of Legal & Regulatory Affairs
Claudia Lovas, Director of Program Development
Michael Staton, Director of Multifamily Programs and Credits
Darryl Applegate, Director of Regulatory Affairs
Pam McCrory, Director of Supported Housing and Special Needs
Barbara Geary, Legal Affairs Officer
Jerry Keelen, Director, Single Family
Dana Irlbacher, Assistant Director, Single Family
Joyce Earley, Supervisor of Single Family Construction Loan Programs
Anthony Kasperek, Construction Officer
Georgia Peart, Construction Officer
Azmy Malek, Construction Officer
Todd Evans, Director Capital Markets
Harry Stevens, General Services Assistant
Carilyn Willis, Executive Secretary

OTHERS

PRESENT:

M. Guarino, Merrill Lynch
Dan Rosen, Merrill Lynch
A. Barker, Morgan Stanley
L. Sandbaits, McManillen
A. Nason, Department of Law, AOG
B. Foggio, Morgan Stanley
Mr. Koessel, CITI
Mr. Fink, Leewood

- * Letter of May 1, 2009 designating Robert Romano to represent the Attorney General
- ** Letter of September 9, 2008 designating Steve Petrecca to represent the State Treasurer
- *** Letter of August 26, 2009, designating Thomas Hunt to represent Neil N. Jasey, Commissioner, Department of Banking and Insurance
- **** Letter of November 13, 2008 designating Patti Holland, to represent Jennifer Velez, Commissioner, Department of Human Services

SUNSHINE ACT

"The New Jersey Housing and Mortgage Finance Agency gave notice of the time, place and date of this meeting by facsimile, regular mail and hand delivery on September 1, 2009 to the Secretary of State of New Jersey, The Star Ledger, The Times, and the Courier Post, and by posting the notice at the office of the Agency in Trenton, New Jersey. Pursuant to the New Jersey Open Public Meetings Act, a resolution must be passed by the New Jersey Housing and Mortgage Finance Agency in order to hold a session from which the public is excluded."

1. SINGLE FAMILY

CHOICE # 09-53 – LEEWOOD RENAISSANCE @ FRANKLIN PHASE A1 - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 1A.

Dorothy Blakeslee moved and Thomas Hunt seconded 1. Approval of a financing commitment under the Choices in Home Ownership Incentives Created for Everyone ("CHOICE") Program, upon the terms and conditions set forth in the Request for Action, for a construction loan in the estimated amount of \$1,367,932 and a CHOICE Subsidy allocation in an amount not to exceed \$1,999,990 to Renaissance Franklin A-1, LLC (the "Sponsor") or an entity to be formed by the Sponsor for the construction and completion of the project. 2. Authorization to provide 100% financing, subject to program availability, through our 100% Financing Mortgage Program for 24 units end mortgage loans to qualified purchasers of units in the Project, at the terms and conditions set forth in the Request for Action. 3. Authorization for the Executive Director, in consultation with the Attorney General's Office, to take any action under the Intercreditor Agreement or CHOICE program documents that is necessary to protect the Agency's financial interest in the construction loan and CHOICE Subsidy allocation.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

CHOICE # 09-54 – LEEWOOD RENAISSANCE @ FRANKLIN PHASE B2 - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 1B.

Dorothy Blakeslee moved and Thomas Hunt seconded 1. Approval of a financing commitment under the Choices in Home Ownership Incentives Created for Everyone ("CHOICE") Program, upon the terms and conditions set forth in the Request for Action, for a construction loan in the estimated amount of \$771,780 and a CHOICE Subsidy allocation in an amount not to exceed \$1,450,000 to Renaissance Franklin B-2, LLC (the "Sponsor") or an entity to be formed by the Sponsor for the construction and completion of the project. 2. Authorization to provide 100% financing, subject to program availability, through our 100% Financing Mortgage Program for 16 units end mortgage loans to qualified purchasers of units in the Project, at the terms and conditions set forth in the Request for Action. 3. Authorization for the Executive Director, in consultation with the Attorney General's Office, to take any action under the Intercreditor Agreement or CHOICE program documents that is necessary to protect the Agency's financial interest in the construction loan and CHOICE Subsidy allocation.

Chair Richman stated that this is a phased project and it is expected that there will be additional phases. He further stated that this is an important project in that it will have a very positive impact on the neighborhood.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

CHOICE # 08-30 – CARPENTER SQUARE – APPROVAL OF A MORTGAGE COMMITMENT EXTENSION – ITEM 1C.

Stanley Weeks moved and Dorothy Blakeslee seconded 1. Approval of an extension of a financing commitment for the project known as CHOICE # 08-30, Carpenter Square to December 10, 2009. 2. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action that is necessary to effectuate this transaction.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

CHOICE #08-22 - WATERS EDGE – APPROVAL OF A MORTGAGE COMMITMENT EXTENSION – ITEM 1D.

Dorothy Blakeslee moved and Robert Romano seconded 1. Approval of an extension of a financing commitment for the project known as CHOICE # 08-22, Waters Edge to December 10, 2009. 2. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action that is necessary to effectuate this transaction.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

NMTC #1 - FAIRVIEW VILLAGE III - APPROVAL TO MODIFY THE UNIT COUNT – ITEM 1E.

Thomas Hunt moved and Dorothy Blakeslee seconded 1. Approval to modify the unit mix from 43 units to 44 units of housing. 2. Approval to revise the project budget. 3. Approval for the Executive Director, in consultation with the Attorney General's Office, to take any action that is necessary to effectuate this transaction.

Chair Richman advised the Board that in the future staff will include in the Request for Actions approval of delegation of authority to the Executive Director to make non-substantive changes to the project commitments to avoid returning to the Board for minor changes such as increasing the unit count by one unit.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

2. MULTI-FAMILY

HMFA #01433 – GROVE STREET SENIOR HOUSING – APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 2A.

Thomas Hunt moved and Steve Petrecca seconded 1. Approval of a subsidy mortgage recommitment for an estimated \$375,000 in permanent financing from the Strategic Zone Lending Pool (SZL) for a project known as Grove Street Senior Housing, HMFA #1443, upon the terms and conditions set forth in the Request for Action.

Chair Richman stated that this project has taken many years to get to this point. The sponsor has been through litigation and other changes to get the project completed.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

HMFA #02323 – FRANKLIN BOULEVARD COMMONS - APPROVAL OF A MORTGAGE FINANCING RECOMMITMENT – ITEM 2B.

Dorothy Blakeslee moved and Steve Petrecca seconded 1. Approval of a mortgage recommitment for an estimated \$2,904,000 in permanent financing for a project known as Franklin Blvd Commons, HMFA #02323, upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

HMFA #1496 – ROBERT NOBLE – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 2C.

Thomas Hunt moved and Stanley Weeks seconded 1. Approval of a mortgage recommitment for an estimated \$854,000 in permanent financing for a project known as Robert Noble Manor, HMFA #01496, upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

3. MULTI-FAMILY & SUPPORTIVE HOUSING

HMFA #02281/ SNHTF #77 - MADISON AVENUE APARTMENTS - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 3A.

Thomas Hunt moved and Monsignor Linder seconded 1. Approval of a grant commitment for an estimated \$2,378,000 in construction financing from the Special Needs Housing Trust Fund for a project known as Madison Avenue Apartments, HMFA #02281/SNHTF #77, upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

4. SUPPORTIVE HOUSING

HMFA #02539/SNHTF #211 - HOMES FOR SUCCESS - IV – APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 4A.

Robert Romano moved and Dorothy Blakeslee seconded 1. Approval of a mortgage commitment for an estimated \$729,300 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as Homes for Success IV, HMFA # 02539, SNHTF # 211 upon the terms and conditions set forth in the Request for Action.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

HMFA #02449/SNHTF #173 - BURLINGTON SUPPORTIVE HOUSING II - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 4B.

Steve Petrecca moved and Monsignor Linder seconded 1. Approval of a mortgage commitment for an estimated \$216,000 in permanent financing from the Special Needs Housing Trust Fund for a project known as Burlington Supportive Housing II, HMFA #02449/ SNHTF #173, upon the terms and conditions set forth in the Request for Action.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

HMFA #02542/SNHTF #217 - BELLA VISTA APARTMENTS - APPROVAL OF A MORTGAGE FINANCING COMMITMENT – ITEM 4C.

Dorothy Blakeslee moved and Robert Romano seconded 1. Approval of a mortgage commitment for an estimated \$650,000 in construction and permanent financing from the Special Needs Housing Trust Fund for a project known as Bella Vista Apartments, HMFA #02542 / SNHTF #217, upon the terms and conditions set forth in the Request for Action.

Chair Richman asked for an update on the units produced under the Special Needs Housing Trust Fund. Ms. McCrory advised the Board that funding for 1,169 housing units has been committed totaling \$131 million. Additionally, \$4 million in interest payments has been received.

Ms Holland stated that her division has put over 700 people in housing as a result of the Trust Fund.

Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder, Dorothy Blakeslee, Stanley Weeks
Nay-None

5. CAPITAL MARKETS

APPROVAL OF SINGLE-FAMILY BOND DOCUMENTS – ITEM 5A.

Robert Romano moved and Steve Petrecca seconded 1. Approval of the attached NJHMFA Single Family Housing Revenue Bonds Series Resolution Authorizing Single Family Housing Revenue Bonds, Consisting of 2009 Series CC (Non-AMT), 2009 Series DD (Non-AMT), 2009 Series EE (AMT) and 2009 Series FF (Non-AMT) hereinafter referred to collectively as “2009 SF Bonds”.

Mr. Hunt asked if the Agency anticipates encountering the same issues with the rating agencies as encountered with the recent multifamily bond transaction.

Ms. Hawes stated that the rating agencies, Standard and Poors and Moodys, will look at the transaction in the same manner but that in this case the bonds are being issued under a different resolution and this resolution does have sufficient assets to meet the requirements of the rating agencies.

In response to Mr. Weeks question regarding the amount of debt service savings realized as a result of this bond transaction, Ms. Hawes stated that there it is estimated that there will be approximately \$4 million in savings.

Dan Rosen, from Merrill Lynch, provided the Board with an update of the housing bond market conditions. He stated that there is a strong demand for housing bonds and that it is anticipated that the bonds will in the low 5% range.

Executive Director Marge DellaVecchia stated that there continues to be a strong demand for Agency mortgages demonstrated by weekly reservations between \$8-10 million. She feels that this large demand is in part due to the Pre-loan and Smart Start Programs offered by the HMFA.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

6. REGULATORY AFFAIRS

HMFA #1154 - STOCKTON STREET APARTMENTS – APPROVAL OF A TRANSFER OF OWNERSHIP - ITEM 6A.

Dorothy Blakeslee moved and Monsignor Linder seconded 1. Approval of the transfer of ownership interest of Stockton Street Apartments to an entity to be formed by Isles, Inc. (“Isles”). 2. Approval of waiver of: (1) N.J.A.C. 5:80-5.4(d) and (e) of transfer of ownership regulations requiring the project to be restored to sound physical condition, mortgage payments and fees and charges to be current at time of closing, and project reserve accounts to be funded to acceptable level within one year of closing; and (2) N.J.A.C. 5:80-5.4(a)(1) of transfer of ownership regulations requiring the payment of 3.25% of the purchase price to the Portfolio Reserve Account. 3. Approval to restructure payment of remaining transfer of ownership fees so as to add these fees to the principal amount of the first mortgage and note. 4. Approval of a mortgage modification of the Project’s current first mortgage loan from an amortizing loan to a cash flow loan.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

7. OTHER BUSINESS

Executive Director Della Vecchia introduced new public member Stanley Weeks to the Board. Ms. Della Vecchia welcomed DAG Robert Purcell and advised the Board that Mr. Purcell will be serving as the Board's DAG, replacing DAG Robert Shaughnessy.

Ms. DellaVecchia advised the Board that the Governor's Housing Conference will be held September 22nd and 23rd at the Atlantic City Conference Center.

8. APPROVAL OF MINUTES

APPROVAL OF THE MINUTES OF THE AGENCY’S BOARD MEETING HELD September 10, 2009 IN SUBSTANTIALLY FINAL FORM - ITEM 8A.

Dorothy Blakeslee moved and Thomas Hunt seconded approval of the Minutes of the Agency’s Board Meeting held September 10, 2009 in substantially final form.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*

MOTION TO ADJOURN

Robert Romano moved and Steve Petrecca seconded a motion to adjourn at 10:40 a.m.

*Aye-Charles Richman, Robert Romano, Steve Petrecca, Patti Holland, Thomas Hunt, Monsignor Linder,
Dorothy Blakeslee, Stanley Weeks
Nay-None*



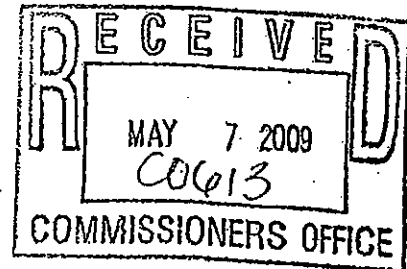
State of New Jersey
OFFICE OF THE ATTORNEY GENERAL
DEPARTMENT OF LAW AND PUBLIC SAFETY
PO Box 080
TRENTON NJ 08625-0080

JON S. CORZINE
Governor

ANNE MILGRAM
Attorney General

May 1, 2009

Honorable Joseph V. Doria, Jr.
Commissioner
Department of Community Affairs
New Jersey Housing and Mortgage Finance Agency
P.O. Box 18550
Trenton, New Jersey 08650



Dear Commissioner Doria:

I hereby designate Nancy Kaplen, Assistant Attorney General, to represent me in my absence at the meetings of the New Jersey Housing and Mortgage Finance Agency and to vote in my stead and to otherwise act on my behalf.

In addition, I am also designating Robert Romano, Assistant Attorney General, as an alternate designee.

Very truly yours,

Anne Milgram
Attorney General





State of New Jersey
OFFICE OF THE STATE TREASURER
PO Box 002
TRENTON NJ 08625-0002

JON S. CORZINE
Governor

R. DAVID ROUSSEAU
State Treasurer

September 9, 2008

Marge Della Vecchia, Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue
PO Box 18550
Trenton, NJ 08650

Dear Ms. Della Vecchia:

I hereby designate Steve Petrecca, Department of Treasury to act as my designee at all the meetings of the New Jersey Housing and Mortgage Finance Agency.

Sincerely,

A handwritten signature in black ink, appearing to read "R. David Rousseau".

R. David Rousseau
State Treasurer



State of New Jersey
DEPARTMENT OF BANKING AND INSURANCE
OFFICE OF THE COMMISSIONER
PO Box 325
TRENTON, NJ 08625-0325

JON S. CORZINE
Governor

TEL (609) 292-5360

NEIL N. JASEY
Commissioner

August 26, 2009

Marge Della Vecchia
Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue - PO Box 18550
Trenton, NJ 08650

Re: Designee for '2009' Board Meetings

Dear Ms. Della Vecchia:

My designee for the New Jersey Housing Mortgage and Finance Agency Board meetings is Thomas Hunt, Assistant Banking Director, Office of Consumer Finance, Division of Banking. In addition, Mr. Hunt is authorized voting power on my behalf.

If you have any questions, please do not hesitate to call Mr. Hunt at (609) 292-7272, ext. 50111.

Very truly yours,


Neil N. Jasey
Commissioner

c: Thomas Hunt
Assistant Director, Office of Consumer Finance

Terry McEwen
Director, Division of Banking

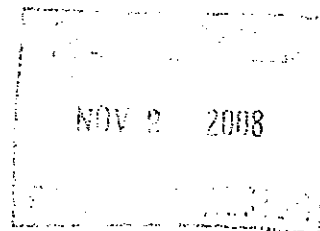


State of New Jersey
DEPARTMENT OF HUMAN SERVICES
PO Box 700
TRENTON NJ 08625-0700

JON S. CORZINE
Governor

JENNIFER VELEZ
Commissioner

November 13, 2008



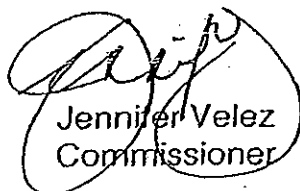
Marge Della Vecchia, Executive Director
NJ Housing and Mortgage Finance Agency
637 South Clinton Avenue
Trenton, NJ 08650-2085

Dear Ms. Della Vecchia:

Please be advised that Patti Holland, Assistant Director, Office of Housing, Policy and Program Development, Division of Mental Health Services, has been chosen as the Department's representative for board meetings of the New Jersey Housing and Mortgage Finance Agency. In her absence Dan Bachalis will be her designee and will have full authority to represent and take action on matters related to the Department of Human Services.

We appreciate the opportunity to participate in meetings of the HMFA Board and look forward to continuing to promote affordable housing needs for our citizens.

Sincerely,



Jennifer Velez
Commissioner

JV:3:sig
c: Kevin Martone
Patti Holland
Dan Bachalis