

**Housing Finance Authority of  
St. Johns County, Florida  
Regular Meeting  
January 25, 2024**

**Minutes**

The Housing Finance Authority of St. Johns County met at the Kingfisher conference room in the Health & Human Services Building – 200 San Sebastian View, St. Augustine, Florida 32084.

The meeting was called to order at 3:06 p.m. by Michael O'Donnell, Chair

**Members Present:**

Michael O'Donnell, Chair  
Robert Marshall, Vice Chair  
Malinda Peebles  
Brian Clark (via Zoom)  
Erick Saks  
Carolina Morrow

**Members Absent:**

Linda DeGrande

**Others Present:**

Priscilla Howard – Executive Director HFA  
Bailey Williams, Butler Snow  
Emily Magee, Butler Snow  
William O'Connell, WH O'Connell, CPA  
Cameron Hill, RBC Capital Markets  
Shawna Novak, Director, Health and Human Services  
Joseph Cone, Assistant Director, Health and Human Services  
Marianne Edmonds, Public Resources Advisory Group  
Molly Clark, Public Resources Advisory Group  
Bill Lazar, St Johns Housing Partnership  
Victoria Pepper, CARE  
Ken McClain, CARE  
Trey Parker, Ability Housing

Notices regarding the meeting were sent to all members. Quorum was present. No press was in attendance.

**Pledge of Allegiance**

**Agenda**

**Approval of Agenda as Amended:** Motion was made by Board Member Saks to approve the agenda; motion seconded by Board Member Peebles. **Motion passed unanimously.**

**Public Comment:** None at this point in the Agenda

**Minutes –**

**Approval of Minutes: Motion** made by Board Member Morrow to approve the November Board Meeting minutes; motion seconded by Board Member Saks. **Motion passed unanimously.**

### **Financial Report**

- Mr. O'Connell reported that the HFA received a fee of \$107,500 from the most recent Bond closing.
- Mr. O'Connell listed the receipt for the month - Loan Payment from Mr. Maxwell of \$550.00. He also listed the checks written to Mrs. Howard, his firm, legal counsel, and Gannett for Advertising.
- Mr. O'Connell stated that he needs the Board's approval to return the \$215,000 Good Faith Deposit to Dominion Development.

**Approval to Return Good Faith Deposit to Dominion Development: Motion** made by Board Member Saks to return the funds by way of wire transfer; motion seconded by Board Member Morrow. **Motion passed unanimously.**

- Mr. O'Connell still needs to have the documents for the SBA Account signed. He will contact Mr. Komando on this issue.
- Mr. O'Connell reported that the external audit is still in progress.

### **Legal Update**

- In Mr. Komando's absence, Mrs. Howard reported that she and Mr. Komando discussed the extension of the agreements for the Financial Advisor and the Executive Director. Mr. Komando stated that a one year extension for both agreements are permissible under the agreements.
- Mr. Cone and Mrs. Howard commented that Ms. Edmonds and her firm have done an outstanding job as Financial Advisor. Ms. Edmonds was responsible for educating the Board, facilitating the closing of all the Bond transactions over the last couple of years, and assisted Mr. Cone in managing the HFA prior to an executive director being hired. Chair O'Donnell reminded the Board that the Financial Advisor is paid directly from the Cost of Issuance Fee and Application Fee paid by the developer.
- After further discussion, a motion was made by the Board.

**Approval of Extension of the Agreement with Financial Advisor for an additional year from December 2023 to December 2024 and ratification of Extension of the Agreement with Financial Advisor from October 2023 to December 2023. Motion** made by Board Member Marshall; motion seconded by Board Member Peoples. **Motion passed unanimously.**

- Mrs. Howard restated that Mr. Komando confirmed that the Agreement with the Executive Director requires an annual extension. The current Agreement's term expires at the end of the day – January 25, 2024. If voted on by the Board the Agreement will be extended until January 25, 2025.
- Chair O'Donnell asked if the contract addressed fee increases overtime. Mrs. Howard responded that the only item addressed was the ability to extend the term annually. Chair O'Donnell asked Mrs. Howard to discuss Goals and work plans for the next year. Mrs. Howard referenced the Goals and Objectives document that was included in the Board Package.
- The Board had extensive conversation concerning Mrs. Howards Goals and the state of affordable housing in St. Johns County. Board Member Marshall gave historical data concerning single family and multifamily permits issued in the county and compared the data to neighboring counties. Board Member Saks shared information on existing loan programs in Clay County that are

available to single family home builders. Board Member Morrow stated that there seems to be an interest in multifamily developments because more people can be served. Chair ODonnell suggested that since the Executive Director may have to travel more to the County for meetings with community partners, the Board should consider compensation to cover the additional travel expenses.

- Mr. Cone recommended that Mrs. Howard put a proposal together, consult with the CPA, and then present some compensation options to the Board for consideration. Chair ODonnell recommended that the Board vote on extending the Agreement for one year with the ability to address the compensation at the next Board meeting.

**Approval of Extension of the Agreement with the Executive Director for an additional year from January 2024 to January 2025 and the ability to address compensation at the next Board meeting. Motion made by Board Member Saks; motion seconded by Board Member Morrow. Motion passed unanimously.**

### County's Update

- Mr. Cone thanked the Board for inviting him and staff to the end of the year celebration. He stated it was great to see the community partners present. It was also an opportunity for the Board to meet the new housing manager, Jenny Harvey.
- In November, a public hearing was held on the AHAC's recommendations. The recommendations went to the Board of County Commissioners in December and passed 4 to 1. The BOCC asked AHAC to bring back some more focused ideas. At the next AHAC meeting there will be a presentation on Missing Middle Housing.
- Mr. Cone stated that an offer was extended to someone in house that will assist with the downpayment assistance program. This person is already very familiar with the SHIP program.
- A groundbreaking was held in January for Villages of New Augustine. The developer is Ability Housing. Staff is very excited about this development.
- Mr. Cone thanked Ms. Edmonds for her assistance in getting the documents together for the BOCC to approve the Oaks at St Johns.
- Chair ODonnell added that he is a member of the AHAC Board, and they are trying to narrow their focus to a few deliverables. For instance, they are looking at some of the definitions in the comprehensive plan and will make recommendations on language that could make the items more feasible for affordable housing.
- Mr. Cone stated that he would forward AHAC meeting information to Mrs. Howard to forward to the Board. The Board asked if AHAC would consider putting their meetings on ZOOM. Mr. Cone said he would check into it. He thinks it may be possible in the future.

### New Business

1. Closing Report/Update - Multifamily Housing Revenue Bonds, Series 2023 St. Johns County Housing Finance Authority -\$21,500,000 - The Oaks at St Johns
  - Ms. Edmonds explained that the final structure of the Bonds was issued in 3 different offerings.
  - Chair ODonnell asked if the team learned anything that the HFA can do in the future to avoid the transactions for taking so long and going to the final day. Ms. Edmonds mentioned that it will be best to make sure that RBC Capital Markets, as part of the HFA's professional team, is always steering the transactions, this

keeps the HFA in the loop and keeps the transaction on a definite timeline. Ms. Edmonds also stated that our deadlines must be hard deadlines.

- Ms. Edmonds went over the fees earned by the HFA - \$107,000.00 paid at closing; \$26,786.00 first semi-annual payment paid on July 1, 2024. The Annual fee in 2024-25 will be \$78,600.00. Then it will go down substantially each year because it is based on outstanding bonds. After 2028, the annual fee will only be \$5,000.00.

2. Goals and Objectives for 2024 discussion –

- Mrs. Howard stated that the Goals and Objectives were developed from the conversations she had with each Board Member when she was hired and conversations she continues to have with each member.
- Mrs. Howard asked if the Board would review the Goals and Objectives document and be prepared to discuss it at the next meeting.

3. Board Member Vacancies and Applications

- Mrs. Howard explained that Board Members Marshall and ODonnell terms are expiring. The BOCC advertised the upcoming vacancies, and 4 applications were received. Two of the four applications were from Board Members Marshall and ODonnell.
- Mrs. Howard directed the Board to consider the applications that are listed in alphabetical order in the Board package and make a recommendation.
- Mr. Saks stated that the Board is a great team and are working very well together on accomplishing their mission.

**Approval of Recommendation for BOCC to reappoint Board Members Marshall and ODonnell for another term on the HFA Board of Directors. Motion** made by Board Member Saks; motion seconded by Board Member Morrow. **Motion passed unanimously.**

**Old Business/Informational:**

1. Florida Association of Local Housing Finance Authorities – Conference July 10-13, 2024 – Casa Monica Hotel- St. Augustine Florida.
  - Mrs. Howard explained that the Board needed to decide on sponsoring and hosting the reception during the Conference. After much discussion, a motion was offered to host the reception and find a co-sponsor to assist with the cost.

**Approval to host the reception and find a co- sponsor to assist with the cost.**

**Motion** made by Board Member Peeples; motion seconded by Board Member Marshall. **Motion passed unanimously.**

2. Update on Potential Multi Family Bond Applications for 2024

- Mrs. Howard stated that the HFA may potentially have two Bond Applications to consider this year. One new construction and one rehabilitation. The HFA has not acted on either application. The new construction development is still going

through county approval. The rehabilitation development is in the process of completing a bond application. The current policy states that complete applications are considered on a first come first served basis.

**Other Information:**

1. Legislative Update - Live Local Glitch Bill and Private Activity Bond Bill

- Mrs. Howard gave an update on the Live Local Glitch Bill. She stated that a potential change to the Bill is to eliminate industrial lands from lands that could automatically be used for affordable housing. Mrs. Howard mentioned that the Private Activity Bond Bill proposed to reduce the number of Regions from 17 to 11. If this is voted on, in 2025 St. Johns County will be in Region 2 with Nassau, Baker, Union, Bradford, Alachua, Clay, Putnam, Flagler and Duval. The total allocation for the region would be over \$127 million. The issuers would develop a compromise on how the allocation should be split among the active counties.

2. Annual Calendar

- Mrs. Howard stated that an Annual Calendar was included in the Board package. The purpose of the Calendar is to make the Board aware of things she would like to accomplish monthly for 2024.

**Board Members Comments - There were no comments**

**Adjourn**

**A motion was made** by Board Member Morrow and seconded by Board Member Saks to adjourn the meeting. **Motion passed unanimously**

**Meeting Adjourned at 4:37 pm**

**Next Meeting:** The next regular meeting of the HFA will be held on February 22, 2024 in the Kingfisher conference room in the Health & Human Services building, at 200 San Sebastian View, St. Augustine.

Respectfully submitted,

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Secretary