

UTAH HOUSING CORPORATION

Minutes of Special Meeting

April 13, 2023

PARTICIPANTS

UHC Trustees in Person:

Patricia Sheffield, Chair
Kirt Slaugh, Designee-Trustee
Nate McDonald, Designee-Trustee
Jessica Norie, Trustee
Lori Fleming, Trustee
Rob Allphin, Trustee

UHC Trustee via Teleconference

Lee A Carter, Trustee
Darryle Rude, Designee-Trustee

UHC Trustee—Excused

Annette Lowder, Vice Chair

Guests in Person:

Jacob Carlton, Gilmore & Bell
Clay Hardman, Gilmore & Bell

UHC Staff in Person:

David Damschen, President and CEO
Jonathan Hanks, Senior Vice President and COO
Cleon Butterfield, Senior Vice President and CFO
Rhonda Pregeant, Executive Assistant/Records Officer
Valerie Terry, Internal Audit Director
Susan Larsen, Admin. Services & HR Manager

UHC Staff via Teleconference:

None

UHC Staff—Excused

None

Guests via Teleconference:

None

Trustees of the Utah Housing Corporation (UHC or Utah Housing) and UHC staff met in the Special Meeting on Thursday, April 13, 2023, at 1:30 PM MDT with attendance in person and via teleconference. In accordance with Utah's Open and Public Meetings Act (OPMA), the meeting was an electronic meeting and the anchor location was Utah Housing Corporation's offices located at 2479 Lake Park Blvd, West Valley City, Utah.

Patricia Sheffield, Board Chair, called the meeting to order and welcomed everyone. The Chair then asked Mr. Damschen to confirm compliance with the Open and Public Meetings Act (OPMA).

Mr. Damschen then reported that Notice and Agenda of the Monthly Meeting and material addressing agenda items had been distributed to Trustees and posted on the Utah Public Notice website in advance of the meeting in compliance with the OPMA.

The Chair then determined for the record that a quorum of Trustees was present, as follows:

Patricia Sheffield, Chair
Kirt Slaugh, Designee-Trustee
Darryle Rude, Designee-Trustee
Nate McDonald, Designee-Trustee
Lee A Carter, Trustee
Jessica Norie, Trustee
Lori Fleming, Trustee
Rob Allphin, Trustee

The Chair excused the following trustees:

Annette Lowder, Vice Chair

The Chair called for the first agenda item.

1. Approval of the Minutes of the March 2, 2023 Monthly Meeting, and April 3, 2023 Special Meeting

The Trustees had been provided with a copy of the written minutes of the March 2, 2023 Monthly Meeting, and the April 3, 2023 Special Meeting in their board packets. The Trustees acknowledged they had sufficient time to review these minutes. Ms. Sheffield asked for any discussion on the minutes as presented.

Following any further discussion, the Chair called for a motion.

MOTION: TO APPROVE THE WRITTEN MINUTES OF THE MONTHLY MEETING OF MARCH 2, 2023

Made by: Lori Fleming
Seconded by: Rob Allphin

Ms. Sheffield called for a vote on the motion:

Voted in Favor of the Motion:

Kirt Slaugh
Darryle Rude
Nate McDonald
Lee A Carter
Jessica Norie
Lori Fleming
Rob Allphin
Patricia Sheffield

Voted Against the Motion:

Abstained From Voting:

Annette Lowder

MOTION: TO APPROVE THE WRITTEN MINUTES OF THE SPECIAL MEETING OF APRIL 3, 2023

Made by: Kirt Slaugh
Seconded by: Lori Fleming

Ms. Sheffield called for a vote on the motion:

Voted in Favor of the Motion:

Kirt Slaugh
Darryle Rude
Nate McDonald
Lee A Carter
Jessica Norie
Lori Fleming
Rob Allphin
Patricia Sheffield

Voted Against the Motion:

Abstained From Voting:

Annette Lowder

The Chair called for the next agenda item.

2. Disclosure of Trustees' Interests

Ms. Sheffield stated that the consolidated list of the disclosures of interests on file for each Trustee are contained in the board packet, and subject to any changes, will be attached to the minutes of this meeting.

Mrs. Pregeant asked each Trustee to affirm that their respective disclosures of interest on file were current. Each Trustee was called on and they responded as follows:

Kirt Slaugh	Yes
Darryle Rude	Yes
Nate McDonald	Yes
Lee A Carter	Yes
Annette Lowder	(Excused)
Jessica Norie	Yes
Lori Fleming	Yes
Rob Allphin	Yes
Patricia Sheffield	Yes

The following is a consolidated list of the disclosures of interest on file for each Trustee:

Name of Trustee	Nature of Interest or Potential Interest
Patricia Sheffield (<i>chair</i>)	Presently retired from any employment and has no interests in any transactions with the Corporation.
Annette Lowder (<i>vice chair</i>)	Presently serving as Chief Operations Officer (COO) of Intercap Lending, Inc., a mortgage lender doing business in the state of Utah. Intercap Lending may originate mortgage loans for sale to the Corporation under its programs.
Lee A Carter	Presently serving as the Head of Banking Development of Rakuten. Rakuten is an industrial bank and may participate in the investment of tax credits and may be owner of bonds issued by the Corporation. The bank may also provide the Corporation with other financial instruments and enter into agreements that benefit the Corporation and the bank.
Jessica Norie	Presently serving as President of Artspace, a nonprofit which creates affordable live and work space to revitalize and promote stable, vibrant and safe communities. Artspace may be involved in the use of low income housing tax credits and tax exempt bond financing for affordable housing, and may manage housing or develop housing under the Corporation's programs.
Rob Allphin	Presently serving as an Executive Vice President of Momentum Loans, a mortgage lender doing business in the state of Utah. Momentum Loans may originate mortgage loans for sale to the Corporation under the Corporation's program.
Lori Fleming	Presently serving as an Associate Broker with Golden Spike Realty. Golden Spike Realty may be involved in real estate transactions that use mortgage loans under the Corporation's programs, and may serve as a marketing agent for various properties owned by the Corporation.
Kirt Slaugh (<i>designee of ex-officio</i>)	Presently serving as the Chief Deputy Treasurer for the State of Utah and has no interests in any transactions with the Corporation.

Darryle Rude (<i>ex-officio</i>)	Presently serving as the Commissioner of Financial Institutions for the State of Utah and has no interests in any transactions with the Corporation.
Nate McDonald (<i>designee of ex-officio</i>)	Presently serving as the Deputy Director of the Department of Workforce Services for the State of Utah. As the Deputy Director, Mr. McDonald oversees the Olene Walker Housing Loan Fund, the Private Activity Bond Board of Review, and the National Housing Trust Fund. Monies from each of these may be used in financing of affordable rental housing financed with Low-Income Housing Tax Credits.

The Chair called for the next agenda item.

3. Reports and Non-Action Items

- **Operating Reports:** Summary memos from Mr. Butterfield and Mr. Hanks were included in the Board Packet in relation to the operating reports.
 - Mr. Butterfield stated that it looks like UHC will be about 70% of where it was last year. Mr. Damschen asked Mr. Butterfield to talk about how production is tracked in regards to the total number of units. Mr. Butterfield stated that the total number of units in the 2022 fiscal year was 3,150. The total number of units in the 2021 fiscal year was 4,573. UHC projections for the 2023 fiscal year is estimated to be between 1,900-2,000 units.
 - Mr. Hanks stated that delinquencies were down across the board last month, and are expected to go down again this month. Rates are the lowest that we have seen since July of 2022. Foreclosures were at 56 in January, and as of March, they are now at 50. Most of these were cured by forbearance plans or a claim for modification with HUD, and 2 were foreclosures. Mr. Hanks also stated that HUD had a Covid forbearance plan, which they have now extended to anyone.
 - Mr. Damschen gave an update on the annual board retreat. We are privileged to have Mr. Darryle Rude, who is the Commissioner of Financial Institutions, on the UHC Board of Trustees. We will have Commissioner Rude open the sessions with a discussion about the events that are occurring in the banking sector. Mr. Damschen also stated that as an organization, UHC had a huge commitment last year with Crucial Conversations. There was an all-day session that all employees attended, followed by four follow-up training sessions facilitated by Mr. Damschen, Mr. Hanks, and Mr. Butterfield. The Executives would like to share this with the Board of Trustees at the retreat. We are also going to have the Executive Director of the Moab Area Community Land Trust and the Executive Director of Habitat for Humanity of Summit and Wasatch Counties join us. We will also be going for a site visit of the Habitat for Humanity project that we are involved with. Concluding the retreat will be a board meeting, and the annual compliance training by Michael O'Brien, who is UHC's counsel on HR and GRAMA matters.
 - Mr. Damschen also let the board know that the annual NCSHA conference will be October 14-17 in Boston.
- **Upcoming Events:**
 - The next meeting will be a special meeting and is scheduled for April 28, 2023, and will be held at the annual board retreat in Park City. The next meeting after that will be June 1, 2023.

The Chair called for the next agenda item.

4. **Closed Meeting** for the purpose of discussing the character and professional competence of individuals.

Ms. Sheffield then asked for a motion to close the open meeting.

Motion: TO CLOSE THE MEETING FOR THE PURPOSE OF DISCUSSING THE CHARACTER AND PROFESSIONAL COMPETENCE OF INDIVIDUALS.

Made by: Kirt Slaugh
Seconded by: Rob Allphin

Ms. Sheffield called for a vote on the motion:

Voted in Favor of the Motion:

Kirt Slaugh
Darryle Rude
Nate McDonald
Lee A Carter
Jessica Norie
Lori Fleming
Rob Allphin
Patricia Sheffield

Voted Against the Motion:

Abstained From Voting:

Annette Lowder

5. **Reopen Meeting**

Ms. Sheffield asked for a motion to reopen meeting.

Motion: REOPEN MEETING

Made by: Jessica Norie
Seconded by: Rob Allphin

Ms. Sheffield called for a vote on the motion:

Voted in Favor of the Motion:

Kirt Slaugh
Darryle Rude
Jessica Norie
Rob Allphin
Patricia Sheffield

Voted Against the Motion:

Abstained From Voting:

Annette Lowder
Lee Carter
Nate McDonald
Lori Fleming

The Chair announced that the meeting was adjourned with a motion from Jessica Norie.