

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY

**Meeting of the Board of Directors
Wednesday, December 7, 2022
10:00 a.m.**

MINUTES

DIRECTORS PRESENT: Mike Kennealy, Secretary of Housing & Economic
Development, Chair
Brian Kavogian, Vice Chair
Gary Campbell
James Chisholm
Joan Corey
Juan Carlos Morales
Kristina Spillane
Julieann Thurlow

DIRECTORS ABSENT: Jessica Andors
Mark Attia, Designee for Secretary of Administration &
Finance

Agency Staff: Dan Rivera, President and CEO
Theresa Park, Deputy Director and SEVP
Simon Gerlin, Chief Financial Officer
Ricks Frazier, General Counsel and Secretary
Laura Canter, EVP, Finance Programs
Tania Hartford, EVP, Real Estate
Marcos Marrero, EVP, Community Development
David Abdoo, Chief of Staff
Victoria Stratton, Recording Secretary
Roy Angel
Kelly Arvidson
Melika Azadian
John Berton
Rob Carley
Jen Cohen
John Endicott
Eric Hockenson
Robert Jenkins
Mary Pederson
Shayvonne Plummer
Rebecca Sullivan
Cynthia Tonucci
Amanda Wall

*Approved:
January 12, 2023*

Guests: Jen Faigel, Executive Director, Commonwealth Kitchens, Inc.
Richard Rudman, Counsel, DLA Piper
Ashley Stolba, Assistant Secretary of Housing & Economic Development, Acting Chair

A Meeting of the Board of Directors of Massachusetts Development Finance Agency (“MassDevelopment” or the “Agency”) was held Wednesday, December 7, 2022, at MassDevelopment’s office, 99 High Street, 11th floor, Boston, Massachusetts, pursuant to notice duly given.

The Chair welcomed everyone and, confirming the presence of a quorum, he called the meeting to order at 10:14 a.m. He asked if there were any guests present and the guests introduced themselves.

MINUTES

1. VOTE – Meeting Minutes (November 10, 2022)

The Chair asked if there were any comments on the draft minutes of the November 10, 2022 Board meeting, and there were none. He asked for a vote to approve these minutes and, upon motion duly made and seconded, by the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the minutes of its November 10, 2022 Board meeting, which are attached and made a part of the minutes of this meeting.

2. VOTE – Executive Session Meeting Minutes (November 10, 2022)

The Chair stated that if there are any comments on the draft Executive Session minutes of the November 10, 2022 Board meeting, they must be discussed in Executive Session. There were no comments. He asked for a vote to approve these minutes and, upon motion duly made and seconded, by the directors present and/or on the videoconference, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the Executive Session minutes of its November 10, 2022 Board meeting, which are attached and made a part of the minutes of this meeting.

PRESIDENT / CEO REPORT

Mr. Rivera reported the following highlights:

Emergency Intake Center, Devens. On November 22, MassDevelopment announced that the Bob Eisengrein Community Center in Devens has been selected by MEMA to serve as the Emergency Assistance Intake Center for the Commonwealth for the next three to five months and will act as a multi-agency resource center, as well as a shelter for the homeless people receiving services. In this time of great humanitarian need, clients will receive various screening support services and will be allowed to stay overnight at the facility (an average length of stay is anticipated at 3-5 days per family) until appropriate longer term transitional housing locations are identified. Mr. Rivera said he attended a recent Devens Enterprise Commission meeting to hear from and address any questions/concerns from Devens residents about the intake center. He gave particular thanks to Meg Delorier and David Abdo for their hard work and late nights devoted to this meaningful effort, along with the rest of the Devens staff.

242-262 Main Street, Greenfield. The Agency officially closed on the acquisition of the former Wilson's Department Store and looks forward to working with The Community Builders and the Franklin Community Co-op to redevelop the property. Congratulations were offered to the Real Estate Team for this accomplishment.

Gateway Cities. Congratulations were offered to New Bedford's Transformative Development Initiative ("TDI") Fellow Adelsa Mendes on receiving the Gateway City Innovator award at the 10th Annual Gateway Cities Innovation Institute Awards & Summit and to Marcos Marrero who was also recognized.

Collaborative Workspace program. MassDevelopment was joined by state and local officials in Holyoke recently to celebrate \$1.2 million in Collaborative Workspace program grants to 39 organizations in 23 communities to advance artistic and maker spaces, collaborative kitchens, incubators and other spaces. Thanks were given to Sean Calnan, Shyla Matthews, David Bancroft, Rich Griffin, Marianna McCormick, Matt Mogavero and Sydney Ly for the project work, briefing materials, event logistics, and more.

Community One Stop for Growth portal. The Collaborative Workspace event was the first of many in November to recognize and celebrate this year's One Stop award winners. Staff joined state and local officials at several events, including: in Brockton, for awards of nearly \$2.9 million in Site Readiness program grants; in Taunton, to celebrate more than \$2.6 million in Brownfields awards to 13 communities; in Gardner, for awards of \$635,663 to 19 projects in both the Commonwealth Places and Real Estate Technical Assistance programs; and in Worcester to award 49 Underutilized Properties program grants totaling over \$21 million.

Mr. Rivera then described an industrial bond transaction with Soliyarn, Inc., that the North Regional, Investment Banking and Lending Teams closed this month as a "perfect storm" of Massachusetts economic development efforts. The \$3.3 million bond was purchased by Reading Cooperative Bank and financed the acquisition and renovation of a building in Lynn, which Soliyarn (formed in 2018) will use for manufacturing and its technologically innovative product, which was invented by a UMass/Amherst professor. He thanked all

members of the Teams including, in particular, Mike Galligan, Roy Angel and Rob Anderson.

Following Mr. Rivera's Report, the Chair made comments regarding the Commonwealth's successful One Stop for Growth portal, and observed that of the 12 programs included in One Stop, 6 of them are MassDevelopment programs. He was grateful to the Agency for this partnership, resulting in the ability to provide better, more streamlined assistance to the communities of Massachusetts. The Chair also acknowledged and thanked the Agency for its assistance and cooperation related to the critically important matter of homeless and displaced families in Massachusetts. He stated that shelters and expanded shelters are at capacity, which places great strain on local hospitals and other resources. The availability to triage in Devens – for an average stay of 3-5 days per family – is an incredible contribution, for which the Administration is hugely grateful.

Employee Introduction(s).

Mr. Rivera recognized the following anniversaries: Brenda Doherty, Director of Marketing (22 years); Joe Bisceglia, Project Engineer (20 years); Katie Rice, Senior Accountant (14 years); and Tina Wong, Executive Assistant, Office of the President (12 years).

- **Guest Speaker(s)**

The Chair then invited Jen Faigel, Executive Director of Commonwealth Kitchens, Inc. ("CK"), to speak and she introduced herself and thanked the Board for this opportunity to make a presentation, which is attached and made a part of the minutes of this meeting. Ms. Faigel acknowledged the amazing support from MassDevelopment, which enables CK to support small businesses and businesses of color in Massachusetts. She wanted made clear that CK is a shared kitchen within an economic development organization; it is not a food pantry. Through the power of entrepreneurship, CK helps people to start their own food businesses. She compared it to a gym membership, but to a kitchen / food business.

Currently, CK assists 60 businesses, of which 80 percent are owned and operated by people of color. Ms. Faigel offered examples of numerous clients and projects, such as: falafel made at CK is served at Boston Public Schools; Brigham & Women's Hospital serves pesto made at CK; three immigrant owned business that work out of CK are about to take over the food court at MIT; a first-of-its-kind food hall is about to open at the Kendall T Station; and a woman who started out baking New England Patriots cookies in her home kitchen is now baking out of CK to meet the demand because she now serves cookies to all the private boxes at Gillette Stadium! CK also has a program to take surplus produce from local farms, thereby utilizing resources that would have otherwise ended up in landfills across the state. A recent COVID recovery food show drew 95 businesses, 400 buyers, and about 800 attendees from the general public. The success stories are many.

Ms. Faigel also described CK's education opportunities for its clients, offering a variety of business related programs (from two days to four months in length), including how to run a manufacturing center, job creation, keeping buyers and customers happy, and more. She

noted that CK is also talking to La Colaborativa and others about future collaborations. Ms. Faigel thanked the Board one last time for believing in the mission of Commonwealth Kitchens and for its continuing support.

GENERAL

3. VOTE – Contract Amendment – MassDevelopment’s President and Chief Executive Officer

Mr. Morales reported that the Compensation Committee met this morning and recommends the extension of Mr. Rivera’s contract to act as President and Chief Executive Officer of MassDevelopment through June 30, 2026, noting that the extension will provide continuity of leadership during the approaching transition of Administrations. It was noted that the agreement is an “at-will” employment contract and Mr. Rivera is subject to performance reviews and other typical conditions. The Chair asked for a vote and, upon motion duly made and seconded, by the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the contract extension of Dan Rivera, President and Chief Executive Officer of MassDevelopment, through June 30, 2026, as outlined in the vote dated December 7, 2022, which is attached and made a part of the minutes of this meeting.

BOND TRANSACTIONS

4. Bond Detail Memorandum

For informational purposes, the Bond Memorandum is attached and made a part of the minutes of this meeting. Ms. Sullivan provided a brief summary, noting no changes to the December Board materials. She asked if there were questions about any of the bond transactions and there were none.

The Chair then advised that the Board would vote on the approval and findings of the matters in Tabs 5 through 12, to be considered following the opportunity for discussion, pursuant to Section 8 of Chapter 23G of the General Laws, as amended.

Bonds: Official Action Approvals

Official Action Projects with Volume Cap Requests

5. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of McDevitt Senior Homes LLC, in South Boston, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$13,718,520.

6. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of East Boston TD Refinance LLC in East Boston, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$12,900,000.

Bonds: Final Approvals

Final Approval Projects without Volume Cap Requests

7. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the Official Action / Final Approval (“OA/FA”) resolution that is attached and made a part of these minutes regarding:

a project of Boston Medical Center Corporation, in Boston, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$275,000,000.

8. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the OA/FA resolution that is attached and made a part of these minutes regarding:

a project of The Trustees of Hampshire College, in Amherst, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$35,000,000.

9. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the OA/FA resolution that is attached and made a part of these minutes regarding:

a project of United Way of Tri-County, Inc., in Clinton, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$4,200,000.

10. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the OA/FA resolution that is attached and made a part of these minutes regarding:

a project of Cooperative Production, Inc., in several southeastern Massachusetts locations, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$3,100,000.

Final Approval Project with Volume Cap Request

11. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of Carlson Crossing West LLC, in Framingham, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$22,000,000.

Amendment

12. Upon motion duly made and seconded, by a vote of the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves and adopts the resolution that is attached and made a part of these minutes regarding:

a project of Vinfen Corporation, in several eastern Massachusetts locations, for the issuance of an amended Tax-Exempt Bond to finance such project in an amount not to exceed \$42,900,000.

STANDING BOARD COMMITTEE REPORTS

Compensation Committee

Please see Tab 3, above.

Origination & Credit Committee

The Origination & Credit Committee did not meet this month.

Lending

13. VOTE – 54 Union Street, LLC (Attleboro) – Commercial Real Estate Loan and Bridge Loans – General Fund

Mr. Berton explained this request for real estate financing to support the renovation of a vacant manufacturing facility into 43 units of market rate housing within a TDI District in a Gateway City, near public transportation (i.e., the Attleboro Commuter Rail station). He described the structure of the transaction, noting a 50/50 participation with HarborOne Bank, and advised of a construction completion date in 12 months. The Chair asked for a vote and, upon motion duly made and seconded, by the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the loans to 54 Union Street, LLC, as outlined in the memorandum and vote dated December 7, 2022, which are attached and made a part of the minutes of this meeting.

14. VOTE – 34 Tremaine Street, LLC (Leominster) – Commercial Real Estate Loan and Bridge Loans – General Fund

Mr. Angel briefly explained this request for real estate financing to support renovation and improvements to a vacant, former industrial building in Leominster into 17 market rate apartment units. This is the third transaction with this developer, who Mr. Angel described as “quite a success story.” The Chair asked for a vote and, upon motion duly made and seconded, by the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the real estate loans to 34 Tremaine Street, LLC, as outlined in the memorandum and vote dated December 7, 2022, which are attached and made a part of the minutes of this meeting.

Real Estate Development & Operations Committee

Mr. Kavoojian reported that the Real Estate Development & Operations Committee met on Tuesday, December 6, 2022.

Real Estate and Devens

15. VOTE – Devens – Tax Rates for Fiscal Year 2023

Mr. Gerlin described briefly this request to approve the recommended residential and commercial tax rates for Devens for Fiscal Year 2023. He called attention to recent growth in tax revenues in Devens (which comes largely from King Street Properties and other

development projects), confirming that it will be helpful as the Agency's expenses associated with Devens increase as the community continues to grow. He also pointed out comparative residential tax rates in other nearby municipalities, noting that Devens remains among the lowest of the region. The Chair asked for a vote and, upon motion duly made and seconded, by the directors present, it was, unanimously

VOTED: that the Board of Directors of MassDevelopment approves the proposed residential and commercial tax rates for Devens for FY2023, as outlined in the memorandum and vote dated December 7, 2022, which are attached and made a part of the minutes of this meeting.

Community Development

16. Community Investment – Minutes of Brownfields Advisory Group meeting (August 23, 2023).

For informational purposes only, the approved minutes of the August 23, 2022 Brownfields Advisory Group meeting are attached and made a part of the minutes of this meeting. There was no discussion of these minutes.

QUARTERLY REPORTS

17. Community Development – Quarterly Update

There was no discussion of Community Development's Quarterly Update.

INFORMATIONAL ITEMS

18. Lending – Delegated Authority Report for Loan Approvals (October 2022)

For informational purposes only, the Delegated Authority Report regarding Loan Approvals is attached and made a part of the minutes of this meeting. There was no discussion of this report.

19. Media Report (November 2022). For informational purposes only, the Communications & Marketing Report for the previous month is attached and made a part of the minutes of this meeting. No discussion of this item took place.

MISCELLANEOUS: OLD BUSINESS / NEW BUSINESS

The Chair asked if there was any new or old business to consider, and there was none.

At this time, Mr. Rivera acknowledged that this is Secretary Kennealy's last meeting as Chair of the MassDevelopment Board. After words of appreciation for Secretary Kennealy's leadership, support and friendship to the Agency, Mr. Rivera presented him with an engraved college chair (made and engraved in Gardner, Massachusetts). Following a round of applause, the Chair thanked Mr. Rivera for his leadership; he said it's been a privilege and pleasure and he'll miss chairing this Board and claiming that it's wonderful to see the direct impact of MassDevelopment projects, he thanked everyone for all their hard work.

EXECUTIVE SESSION

20. – VOTE – South Boston – Property Acquisition

Due to components involving valuation of real property in South Boston, Massachusetts, and potential purchase and lease terms, the discussion of this item occurred in Executive Session.

The Board Secretary advised, at 10:59 a.m., that, pursuant to Mass. General Laws Chapter 23G, Section 2(1), and Chapter 30A, Sections 21 & 22, the Board of Directors of MassDevelopment was going into Executive Session, following a roll call vote, which was taken and unanimously voted in favor, to discuss matters involving the value of real properties in Massachusetts, and terms of potential land valuation, purchases, and leases, the discussion of which in Open Session would have a detrimental effect on the Agency's negotiating position(s). The Board Secretary instructed all persons who are not Board members or staff involved in these matters to leave the room and/or the videoconference. He noted that the Board will not reconvene in Open Session following Executive Session.

[Executive Session held]

There being no further discussion or business before the Board of MassDevelopment, the Board Meeting *and* its Executive Session were adjourned in Executive Session at 11:35 a.m.