

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY

**Meeting of the Board of Directors
Thursday, January 12, 2023
10:00 a.m.**

MINUTES

DIRECTORS PRESENT: Ahsley Stolba, Undersecretary of Community Development,
Acting Chair
Brian Kavooogian, Vice Chair
Jessica Andors
Mark Attia, Designee for Secretary of Administration &
Finance
Gary Campbell
Joan Corey
Juan Carlos Morales
Julieann Thurlow

DIRECTORS ABSENT: James Chisholm
Kristina Spillane

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
Tracy Barbosa, TDI Fellow, Attleboro
Robert Carley
Laura Christopher, TDI Fellow, Revere
Jennifer Cohen
Julie Copoulos, TDI Fellow, Pittsfield
Joshua Croke, TDI Fellow, Springfield
George Durante
Tristan Foley, TDI Fellow, Lynn
Sharell Jacobs, TDI Fellow, Taunton
Noah Koretz
Orlando Lewis
John Marc-Aurele
Jim McKeag, TDI Senior Cluster Lead Strategist, Fall River
Adelsa Mendes, TDI Fall River, New Bedford
Kevin Moforte, TDI Fellow, Holyoke

Jim Moore
Ivette Olmeida, TDI Fellow, Worcester
Nate Robertson, TDI Fellow, Lowell
Josefa Arriagada Saieh, TDI Fellow, Lawrence
Josilane Santos, TDI Fellow, Hyannis
Rebecca Sullivan
Cyndy Tonucci
Gary Walker
Amanda Wall

Guests: Shane Lansard, Mass.gov Communications
David Traggorth, Causeway Development

A Meeting of the Board of Directors of Massachusetts Development Finance Agency (“MassDevelopment” or the “Agency”) was held Thursday, January 12, 2023, at MassDevelopment’s office, 99 High Street, 11th floor, Boston, Massachusetts, pursuant to notice duly given.

The Acting Chair welcomed everyone and, confirming the presence of a quorum, she called the meeting to order at 10:02 a.m. She asked if there were any guests present and the guests introduced themselves.

MINUTES

1. VOTE – Meeting Minutes (December 7, 2022)

The Acting Chair asked if there were any comments on the draft minutes of the December 7, 2022 Board meeting, and there were none. She 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 December 7, 2022 Board meeting, which are attached and made a part of the minutes of this meeting.

2. VOTE – Executive Session Meeting Minutes (December 7, 2022)

The Acting Chair stated that if there are any comments on the draft Executive Session minutes of the December 7, 2022 Board meeting, they must be discussed in Executive Session. There were no comments. She 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 December 7, 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:

New Administration. Gov. Healey has appointed Yvonne Hao as the incoming Secretary of Housing & Economic Development. She is an accomplished professional and academic who will begin her leadership role on January 17. MassDevelopment looks forward to welcoming Secretary Hao as its new Board Chair in the coming months.

Emerging Developers. The Community Development Division has coordinated an Emerging Developers Winter Mixer, for Wednesday, January 18, from 5 to 7 p.m., at the Worcester Beer Garden. Participants will meet industry experts, access information and resources for their projects, and connect with peers to build their networks.

Community One Stop for Growth. The Massachusetts grant portal is now open for the FY2024 round, and 6 of the 12 grant programs found therein are administrated by MassDevelopment. Last year, One Stop led to more than \$28 million in grant distributions across all 12 grant programs.

Devens Emergency Assistance Intake Center. This important Intake Center has been up and running with little to no issues since it began operations in December at the Eisengrein Center in Devens. Each day mothers and families arrive for a few days before transitioning into longer term housing placements provided by the Massachusetts Department of Housing & Community Development, or DHCD, and its partners. The Massachusetts Emergency Management Agency, or MEMA, maintains staff on site during the workweek to work with MassDevelopment, the Devens Enterprise Commission and local Public Safety officials to ensure that any operational concerns are addressed effectively, that information continues to flow, and that the operation remains transparent. To date, the Center has served 74 families, consisting of 243 individuals, 11 pregnant women, 118 children, and 23 infants. Shelter residents stay an average of 4.9 days. Overall, it has been a successful operation and, before the holidays, the Devens Fire Department even stopped by to make sure that visitors to the Intake Center had an opportunity to see Santa Claus, who bore a striking resemblance to Chief Kelly.

New Bedford State Pier. The Agency announced that it has selected Taber's Wharf Partners to act as the designated developer to study redevelopment options for the New Bedford State Pier, in a competitive selection process that took longer than expected to complete. The Agency has entered into a Provisional Designated Developer Agreement with the group to govern the project. Taber's Wharf Partners envisions possible options including seafood auction and processing, street-side retail and restaurants, support of off-shore wind development, and continuing support of current uses, including enhancements where feasible. Taber's proposal was identified as the most advantageous to the property

and state and local objectives, and it is expected to develop the kind of plan for new uses at the Pier that New Bedford has been talking about for decades.

Marketing. It is annual reports season – MassDevelopment Annual Report for FY2022, Devens Annual Report, Brownfields Annual report, Cultural Facilities Fund Annual Report, and more – and Mr. Rivera thanked the Marketing team for getting out so many quality reports that reflect the hard work of the Agency.

3. Employee Introduction(s). Mr. Rivera recognized the following anniversary: Joe Bisceglia, Project Manager, Engineering (20 years). Noting that the Transformative Development Initiative (“TDI”) program and its staff have doubled in size, Mr. Rivera introduced familiar faces already working in the program: Noah Koretz, TDI Program Director; George Durante, Deputy Director, TDI Fellows Program; Jim McKeag, TDI Cluster Lead South Region; Laura Christopher, TDI Fellow, Revere; and Ivette Olmeida, continuing TDI Fellow, Worcester. Mr. Rivera reminded the Board that a QR code and link were included in the January Board materials for more formal video introductions; meanwhile, quick introductions were then made around the room of the TDI Fellows present: Tracy Barbosa, Attleboro; Josilane Santos, Hyannis; Kevin Moforte, Holyoke; Josefa Arriagada Saieh, Lawrence; Nate Robertson, Lowell; Tristan Foley, Lynn; Adelsa Mendes, New Bedford; Julie Copoulos, Pittsfield; Joshua Croke, Springfield; and Sharell Jacobs, Taunton.

The Acting Chair invited Ms. Canter to introduce the day’s guest speaker, and Ms. Canter introduced David Traggorth, Executive Director of Causeway Development. Mr. Traggorth expressed his honor at being invited to speak. He noted that Causeway Development works exclusively in Massachusetts and has done projects from Boston to the Berkshires. He said he enjoys working with communities to resolve issues and impediments to their projects, and he highlighted JM Lofts, a successful project in Haverhill that was made possible in part with Agency support, sharing before and after images. Mr. Traggorth was particularly pleased to hear about the TDI Program and meet the TDI Fellows today; he said he looks forward to potential collaborations. When Mr. Morales asked about the difference between MassDevelopment and commercial lenders, Mr. Traggorth said that MassDevelopment is sympathetic to the mission of community projects and shares their goals. Further, he advised that if MassDevelopment is involved in a transaction and the project has received its “stamp of approval,” if you will, then it brings additional capital to the table (e.g., MHIC, others). Mr. Traggorth thanked the Board for its time and said he looks forward to the Agency’s continuing support.

GENERAL

4. VOTE – Annual Approval and Confirmation of Slate of Agency Officers

Mr. Frazier described this annual request to approve and confirm the State of Agency Officers. There being no discussion of this item and no objections, the Acting 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 Slate of Agency Officers, as outlined in the vote dated January 12, 2023, which is attached and made a part of the minutes of this meeting.

BOND TRANSACTIONS

5. 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 only that certain language regarding volume cap was removed from page 1 of the write up on the bond issuance for 2Life Opus Newton LLC (Tab 11). There were no other changes to the January Board materials. She asked if there were questions about any of the bond transactions and there were none.

There then ensued a brief discussion regarding housing, pricing, costs per unit, and more. Ms. Andors remarked that prices are increasing everywhere. Mr. Attia said inflationary pressures are driving all costs to increase. Ms. Andors pointed out the negative effects of all the increasing costs on affordable housing, and Ms. Thurlow suggested that the definition of this term needs to change. Ms. Andors agreed, noting that private developers must get involved in order for the market to improve. Mr. Kavogian stated that the reality is that the capital markets have become restricted, leading to unmet housing demand across all price ranges. Mr. Attia advised that the Baker-Polito Administration invested \$2 billion in the past two years on housing, and housing will continue to be a focus of the new Administration.

The Acting Chair then advised that the Board would vote on the approval and findings for the matters in Tabs 6 through 16, noting a recusal on the bond issuance for North Shore Community Development Coalition, Inc. (Tab 7), 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 Project with Volume Cap Request

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 New England Adolescent Research Institute, Inc., in Easthampton, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$3,037,500.

Official Action Projects with 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 resolution that is attached and made a part of these minutes regarding:

a project of North Shore Community Development Coalition, Inc. in Salem, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$19,560,388.

[Secretary's Note: Mr. Attia advised the Board that he has a personal connection with the co-borrower, North Shore Community Development Coalition, Inc., and he, therefore, recused himself from the consideration of the bond transaction above; he left the room and did not participate in any discussion, deliberation, or vote on the matter. He returned to the meeting room at the conclusion of the above vote.]

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 resolution that is attached and made a part of these minutes regarding:

a project of 24 Webster LLC in Somerville, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$16,116,295.

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 resolution that is attached and made a part of these minutes regarding:

a project of Southwest Boston Community Development Corporation in numerous locations in the Hyde Park and Roslindale neighborhoods of Boston, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$12,581,000.

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 resolution that is attached and made a part of these minutes regarding:

a project of 1392 Dorchester Avenue LLC in Boston (Dorchester), Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$7,492,080.

Bonds: Final Approvals

Final Approval Projects without Volume Cap Requests

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 2Life Opus Newton LLC, in Newton, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$130,000,000.

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 Official Action / Final Approval (“OA/FA”) resolution that is attached and made a part of these minutes regarding:

a project of NELP-Commons, LLC, in Lincoln, Massachusetts, for the issuance of a Tax-Exempt and Taxable Non-Profit Housing Bond to finance such project in an amount not to exceed \$100,000,000.

13. 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 LEO, Inc., in Lynn, Massachusetts, for the issuance of a 501(c)(3) Tax-Exempt Bond to finance such project in an amount not to exceed \$8,000,000.

Final Approval Project with Volume Cap Request

14. 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 MHA Saltonstall, LLC, in Medford, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$68,000,000.

15. 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 HSL 108 Centre LLC, in Brookline, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$20,589,265.

16. 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 New Point Family Housing LLC, in Salem, Massachusetts, for the issuance of a Tax-Exempt Bond to finance such project in an amount not to exceed \$8,224,540.

STANDING BOARD COMMITTEE REPORTS

Origination & Credit Committee

The Origination & Credit Committee did not meet this month.

Real Estate Development & Operations Committee

Mr. Kavogian reported that the Real Estate Development & Operations Committee met on Tuesday, January 10, 2023.

Real Estate and Devens

17. VOTE – Auman/Bates Window Replacement and Interior Renovations (Devens)

Mr. Marc-Aurele described this request to award a contract (to a respondent other than the lowest responsible bidder, if necessary) for much needed repairs to several historic buildings in Devens that provide transitional housing for homeless veterans; these properties have seen no repairs since 1996. The Acting 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 authorizes MassDevelopment to award a contract for the Auman/Bates Street Residential Window Replacement and Interior Renovations Project, as outlined in the memorandum and vote dated January 12, 2023, which are attached and made a part of the minutes of this meeting.

18. VOTE – Devens – Appointment of David Abdo to Board of Assessors

Mr. Gerlin described briefly this request to appoint MassDevelopment’s Chief of Staff, David Abdo, to serve as the Agency’s representative on the Devens Board of Assessors to replace Lisa Kalinowski, Senior Vice President of Finance. The Acting 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 appoints David Abdo, Chief of Staff, to serve as the Agency’s representative on the Devens Board of Assessors, as outlined in the memorandum and vote dated January 12, 2023, which are attached and made a part of the minutes of this meeting.

19. VOTE – Devens – Commercial Distributed Generation Rate Tariff Amendment

Mr. Moore described this request, which is made at the request of the Devens electric utility customers/users, to approve an amendment to the Commercial Renewable Distributed Generation Rate Tariff for the Devens Electric Utility that allows net-metering arrangements for certain commercial users and removes the 1 MW maximum limit for the size of Commercial Distributed Generation installations. The Acting 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 authorizes the Devens Electric Utility to offer and utilize the amended Commercial Distributed Generation Rate Tariff, as outlined in the memorandum and vote dated January 12, 2023, which are attached and made a part of the minutes of this meeting.

20. VOTE – Devens – Avangrid On Shore Wind Power Purchase Agreement

Mr. Moore briefly described this request to enter into a Power Purchase Agreement with Avangrid Renewables, LLC, for wind turbine generated power. The Acting 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 authorizes the Agency to enter into a Power Purchase Agreement for wind turbine generated power, as outlined in the memorandum and vote dated January 12, 2023, which are attached and made a part of the minutes of this meeting.

21. VOTE – Devens – Master Power Supply Agreements – Delegated Authority to Execute Transaction Confirmations

Next, Mr. Moore briefly described this annual request for authority to execute certain transaction confirmations from time to time between January 1 and December 31, 2023, as needed, to secure future electric power supply load requirements for Devens. The Acting 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 authorizes the execution of transaction confirmations related to Master Power Supply Agreements, as outlined in the memorandum and vote dated January 12, 2023, which are attached and made a part of the minutes of this meeting.

QUARTERLY REPORTS

22. Real Estate – Quarterly Update

Ms. Hartford reported the following updates:

1550 Main Street, Springfield. The sale of this property closed in November.

Myles Standish Industrial Park Expansion, Taunton. The last two available lots have been sold; one final parcel remains wrapped up in legislation.

Greenfield. The purchase of the former Wilson’s Department Store in downtown Greenfield closed in November. The Agency hopes to file permits in the next few months.

Lynn Harbor Park, Lynn. The parties have entered into a Memorandum of Understanding regarding the purchase of this parcel and its redevelopment for use as a park.

Fall River. There is a kick-off event with developers tomorrow.

526 Main Street, Worcester. The Agency continues to make progress in the negotiations with the purchaser, The Menkiti Group.

Ms. Hartford called attention to the Land Bank Report, noting that a review of the Agency's land banking history has led to a partnership with a national nonprofit based in Michigan, Center for Community Progress, which will help MassDevelopment review its landbank authority and provide recommendations on expanding the Agency's reach as a land bank. She also reported that MassDevelopment will host MassREAL, the state's database of publicly held land. The Agency intends to use this platform not only for data sharing but also data analysis, including zoning, entitlements, and other considerations.

There then ensued a brief discussion regarding state owned property, including inventory, decades of rules and regulations surrounding disposition and control, surplus properties, options for reaching goals, political issues, and more. Mr. Rivera expressed the hope that MassDevelopment can encourage others, who may lack incentive, to join the conversation.

INFORMATIONAL ITEMS

23. Lending – Delegated Authority Report for Loan Approvals (November 2022)

For informational purposes only, the Delegated Authority Report regarding Loan Approvals is attached and made a part of the minutes of this meeting. Mr. Morales called attention a reported correction to an interest rate in the Board materials and wanted to know if there should be further review of the error. Ms. Canter advised that she believed that it was a typographical error, but would investigate further.

24. Media Report (December 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 Acting Chair asked if there was any new or old business to consider, and there was none.

At this time, Ms. Andors advised that Lawrence CommunityWorks, of which she is Executive Director, currently has a number of projects that will seek funding from MassDevelopment. Ms. Andors said she spoke with the Ethics Commission about this matter and the Ethics Commission advised her to disclose to the Board projects that will apply for Agency support. She noted three projects currently in development: Island Parkside (received an award of Brownfields funds); Orchard Street homeownership (applying for Brownfields funding to remove existing oil tanks from the property); and the Mariner Project (in partnership with The Community Builders and Trinity Partners for Site Readiness funding, as well as Underutilized Property funding). Ms. Andors did not think

*Approved:
February 16, 2023*

that any of the funding involved in these projects has risen to the level of requiring Board approval, but she wanted her disclosure noted for the record and said she will be “scrupulous” about disclosing such interests going forward. Mr. Frazier added that Agency staff will assist if any formal written disclosures are required.

There being no further discussion or business before the Board of MassDevelopment, the Board Meeting was adjourned at 11:10 a.m.