

**HOUSING OPPORTUNITIES COMMISSION OF MONTGOMERY COUNTY**

10400 Detrick Avenue  
Kensington, Maryland 20895  
(240) 627-9421

**Development and Finance Committee Minutes**

**March 22, 2024**

For the official record of the Housing Opportunities Commission of Montgomery County, an open meeting of the Development and Finance Committee was conducted via a hybrid model on March 22, 2024 with some participating by online platform/teleconference and others participating in-person at 10400 Detrick Avenue, Kensington, Maryland beginning at 10:02 a.m. There was a livestream of the meeting held on YouTube, available for viewing [here](#). Those in attendance were:

**Present**

Jeffrey Merkowitz - Chair  
Roy Priest - Commissioner

**Also Attending**

Chelsea Andrews, President/Executive Director	Kayrine Brown, Senior Executive Vice President
Paige Gentry, Deputy General Counsel	Aisha Memon, Senior Vice President, Legal Affairs/General Counsel
Richard Congo	Kathryn Hollister
Victoria Dixon	Walker Taylor
John Wilhoit	Zach Marks
DeMarcus Hubbard	Fernando Miranda
Richard Congo	

**Attending via Zoom**

Jay Shepherd	Kai Hsieh
Sean Asberry	Alex Laurens
Ellen Goff	Tim Fowler

**IT Support**

Aries Cruz, IT Support

**Commission Support**

Morgan Tucker, Senior Executive Assistant

Commissioner Merkowitz opened the meeting with a welcome and introduction of Commissioner Priest and President Chelsea Andrews. Commissioner Merkowitz began the meeting with the approval of the minutes.

### **APPROVAL OF MINUTES**

The minutes of the February 26, 2024 Development and Finance Committee meeting were approved upon a motion by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Merkowitz and Priest.

### **DISCUSSION/ACTION ITEMS:**

#### **1. Procurement: Legal Pool RFQ: Approval to Create a Pool of Legal Counsel**

Commissioner Merkowitz introduced Chelsea Andrews, President, to provide an overview of the presentation. President Andrews provided an overview and introduced Paige Gentry, Deputy General Counsel, who provided the presentation. Staff addressed questions from the Committee. Staff recommended that the Development & Finance Committee join staff in recommending to the Commission the following:

1. Approving establishing a Pool of Legal Counsel consisting of the following 17 firms: Ballard Spahr; Blackburn Riley, LLC; Douglas & Boykin; Fortney & Scott; Gallagher Evelius & Jones, LLP; Gordon Rees Scully Mansukhani; Holland & Knight, LLP; Kutak Rock, LLP; Lerch, Early & Brewer, Chtd.; Miles & Stockbridge; Moore & Associates; Nixon Peabody; Reno & Cavanaugh, PLLC; Rosenberg Martin Greenberg LLP; Selzer Gurvitch Rabin Wertheimer Polott & Obecnycy; Stinson; and Vorys, Sater, Seymour, and Pease.
2. Authorizing the President/Executive Director, or their designee, to execute an Agreement for Services with each firm for \$0 for a term of two years with three one-year renewal periods.
3. Authorizing staff to engage firms from the pool on an as-needed basis.
4. Authorizing payment for any legal services from either the project's development budget (that will include a line item for legal services) or, if a development budget has yet to be approved, the Real Estate Division's operating budget, which will be repaid once a development budget is approved, or a department's approved budget or an approved property budget.

The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Merkowitz and Priest.

**2. The Leggett: Approval of Amended Finance Plan to Extend the Construction Loan Period, Increase the Bridge Loan, and Execute New Interest Rate Hedges for the Leggett (formerly, EH III) Transaction.**

Commissioner Merkowitz introduced Chelsea Andrews, President, to provide an overview of the presentation. President Andrews provided an overview and introduced Victoria Dixon, Senior Multifamily Underwriter, who provided the presentation. Staff addressed questions from the Committee. Staff recommended that the Development and Finance Committee join its recommendation that the Commission approve amendment of the Finance Plan for the acquisition, construction, equipping, and permanent financing of the Leggett, to include:

- Extension of the Construction Loan with PNC to December 31, 2024;
- Amendment of the Mortgage Loan to extend the date required for permanent conversion and therefore commencement amortization, to occur by December 31, 2024;
- Amendment of the Bridge Loan, funded by way of the RELOC, for extension to March 31, 2025 and increase by \$7.7 million to \$33.7 million, to facilitate receipt of the LIHTC equity installments; and
- Execution of new interest rate hedges for the Construction and Bridge Loans for the extension period.

The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Merkowitz and Priest.

**3. Wheaton Gateway: Approval to Select JDC Construction LLC Construction Manager for the Wheaton Gateway Development (Phase I) and Approval for the President to Negotiate and Execute the Contract.**

Commissioner Merkowitz introduced Chelsea Andrews, President, to provide an overview of the presentation. President Andrews provided an overview and introduced Daejauna Donahue, Project Manager, who provided the presentation. Staff addressed questions from the Committee. Staff recommended that the Development and Finance Committee support staff's recommendation that the Commission:

1. Approve the selection of JDC Construction Company, LLC to provide construction management services for Wheaton Gateway, LLC Phase I in the amount of \$1,306,000, including a 15% contingency of \$195,900; and
2. Authorize the President/Executive Director to negotiate and execute a contract with JDC Construction Company LLC that reflects these terms.

The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Priest and Merkowitz.

**4. Forest Glen Metro: Approval of a Development Consultant for Entitlement of the Entire Site, the Development, and Construction of Phase I, and Approval of Additional Feasibility Funding.**

Commissioner Merkowitz introduced Chelsea Andrews, President, to provide an overview of the presentation. President Andrews provided an overview and introduced Walker Taylor, Financial Analyst, who provided the presentation. Staff recommended that the Development & Finance Committee support its recommendation to the Commission to:

1. Select Urban Atlantic as the development consultant for the Site pursuant to Development and/or Financing Consultant Pool for Task Order #2386-1;
2. Authorize the President/Executive Director to negotiate and execute a contract with Urban Atlantic; and
3. Approve \$715,000 in funding from the OHRF for additional feasibility funding and development consultant, legal and other predevelopment, related soft cost fees.

Kathryn Hollister, Housing Acquisition Manager, further addressed questions from the Committee. Commissioner Priest advised for regular updates during each development phase for. The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Priest and Merkowitz.

**5. Barclay Apartments: Approval to Select Vendor to Replace One Elevator at The Barclay Apartments, for the President/Executive Director to Negotiate and Execute a contract for up to \$285, 445 and Approval of the Capital Expenditure Budget.**

Commissioner Merkowitz introduced Chelsea Andrews, President, to provide an overview of the presentation. President Andrews provided an overview and introduced John Wilhoit, Vice President of Asset Management, who provided the presentation. Staff recommended that the Development & Finance Committee support staff's recommendation that the Commission:

1. Approve the selection of Action Elevation under the Noncompetitive Proposal provision of the Procurement Polity to replace the elevator in building 4700 at the Barclay Apartment; and
2. Authorize the President/Executive Director to negotiate and execute a contract with Action Elevator, for a total contract cost of \$285, 445 plus a HOC-held contingency of \$42, 817 (15%) for a total project cost of \$328, 262, which cost is to be funded from the Property's replacement reserve account.

The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Priest and Merkowitz.

**6. Single Family Lending: Approval of New Participating Lender for the Single Family Mortgage Purchase Program**

Commissioner Merkowitz introduced Chelsea Andrews, President, who introduced Kayrine Brown, Senior Executive Vice President, who provided an overview of the presentation. Staff addressed questions from the Committee. Staff recommended that the Development & Finance Committee join staff's recommendation that the Commission approve the addition of Atlantic Coast Mortgage, L.L.C as a new originating lender for participation in the Single Family Mortgage Purchase Program. The motion was made by Commissioner Priest and seconded by Commissioner Merkowitz. Affirmative votes were cast by Commissioners Priest and Merkowitz.

Based upon this report and there being no further business to come before this session of the Development and Finance Committee, the Committee adjourned the meeting at 11:00 a.m.

Respectfully submitted,

Chelsea Andrews  
Secretary-Treasurer

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