



## GHC 2021 BOARD MINUTES

GUAM HOUSING CORPORATION		ATTENDANCE			
BOARD OF DIRECTORS REGULAR MEETING Guam Economic Development Conference Room <b>Friday, December 10, 2021</b>  Commenced: 9:07 a.m. Roll call/quorum present: 4 members present Adjourned: 10:56 a.m.  <b>Note: Notice of Meeting and the topics to be discussed on the Agenda was published in the Guam Daily Post and GHC's website to allow members of the public to attend via zoom the meeting.</b>		<u>Directors present:</u>  Francisco Florig, Chairman (in person) Lanita Tiong, Director (in person) Sandra Bortallo, Director (via zoom) Cecilia G. Mantanona, Director (in person)  Cynthia V. Ecube, Legal Counsel (in person) <u>Absent:</u>  Tomas Flores, Vice-Chairman		<u>Management present in person and via zoom:</u>  Edith Pangelinan, President (in person) Angela Camacho, Housing Manager (in person) Mary Guerrero, Loan Administrator (in person) Alysia Leon Guerrero, Accounting Manager (in person) Patricia M.Q. Kier, Special Assistant (in person) Cassandra Santos, ASMA (in person) John Muña, Maintenance Supervisor (in person) John Potter, Senior Tenant Relations Supervisor (in person) Arleen Ada, Administrative Assistant (in person) <u>Absent:</u>  None	
AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
I. <b>Approval of Minutes:</b>	Minutes of the October 29, 2021 Board Meeting were reviewed and discussed by the Board.	Upon motion made, and seconded, and without any further discussions, the Board unanimously approved Minutes of the October 29, 2021, Meeting subject to technical corrections provided by Director	Legal Counsel	Legal Counsel	<b>APPROVED</b>

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
		Tiong and Management which were made on Pages 15 and 28 of the Minutes.			
II. <b>President's Report/ Remarks:</b>	<p><b>A. <u>October 2021 Report:</u></b> The President provided a written report for the month of October 2021, to the Board with the supporting attachments. The President reported on the following highlights:</p> <p><b>B. <u>UPDATE OF LADA GARDENS RENOVATION PROJECT:</u></b> The President reported that GHC was formally advised that certification attesting to the absence of Asbestos and Lead in the Lada Gardens Units would be required prior to Guam EPA signing off on the building permit for the project. We have obtained quotations from three (3) companies and are in the process of awarding the contract and preparing the purchase order in compliance with procurement policies. The timeline for completion of the testing is estimated to be thirty (30) days after awarding of the contract. Once GEPA</p>		President	President	On-going



AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>signs off, the building permit and notice to proceed can be finalized as they are the only remaining signatory required on the building permit application.</p> <p><b>C. STATUS OF RENTAL DIVISION:</b> The President reported that the Tenant Relations Team continues to track and assist tenants applying for rental assistance under the Emergency Rental Assistance (ERA) Program. \$21,185.00 in Rental assistance payments were received for the month of October. As of October 31, 2021, the total received by GHC from the ERA program was \$190,060.50. However, an additional \$23,639.15 was received in November and will be reported in the November Accounting Report. The Tenant Relations Team will continue to reach out to tenants to offer assistance.</p>	<p>Chairman Florig inquired from the Rental Division the status of the tenant who had the garbage and abandoned vehicles stored on the property. GHC Manager responded that the Tenant was issued citations and was not complying with the removal. GHC then served an eviction notice. The Manager also indicated that all the trash was removed from the property and the Tenant is working with the Mayor's Office to remove the vehicles. The Manager also stated that the Tenant is challenged with employment and has reduced working hours. GHC, however, is working with the Tenant to assist with disposing of the trash and encouraging the Tenant to continue disposing of the trash on a regular basis. The Chairman indicated that he was pleased</p>			

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p><b>LOAN DIVISION MONTHLY REPORT FOR OCTOBER 2021 (UPDATE ON HIGHLIGHTS)</b></p> <p>The Loan Division received fourteen (14) pre-qualification inquiries via email for the month of October. Pre-qualification was completed for three (3) applications under the Direct Loan Program and five (5) applications for the 6% Loan Program. The Affordability Analysis will be completed for the remaining six (6) upon receipt of additional documents. A total of twenty-one (21) prospective loan applications are under review totaling \$3,003,000.00. Thirteen (13) are for the Direct Loan Program, four (4) are for the 6% Loan Program, three (3) are for CAHAT, and one (1) is for the Home Improvement Loan Program. Of the twenty-one (21) loan applications, seven (7) are for CLTC lessees.</p> <p><u>MOU AND CLTC LEGISLATION:</u></p>	with the progress.			

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>Representatives of the Board, Management, and Legal Counsels of GHC and the CLTC met on November 9, 2021 to discuss proposed legislation allowing for construction loans for non - First Time Homeowners on CLTC land trust property. An MOU between GHC and the CLTC is being drafted and a review by legal counsels will be conducted.</p> <p style="text-align: center;"><b>ACCOUNTING DIVISION HIGHLIGHTS</b></p> <p>A Financial Audit Status Update meeting was held on November 18, 2021 with the OPA, GHC, and Ernst and Young. The auditors advised the OPA that no submissions were pending directly from GHC. Public Auditor Cruz congratulated GHC on being awarded First Place Platinum for the FY 2020 CCR. He also offered kudos to GHC management and staff for submitting all required documents in a timely manner with only the OPEB from DOA</p>				



AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>pending. The draft audit is expected to be released no later than January 31, 2022 with final audit release scheduled for February 28, 2021. Finally, the President reported that GHC have 16 applicants who were approved for the first time homeowner's certificate Program and the presentation will be made on Monday, December 13<sup>th</sup> at 4pm. The President also indicated that Board member nominee Mark Duarte's confirmation hearing is also scheduled on December 13<sup>th</sup> at 6 pm via zoom.</p>				
<p>III. Legal Report:</p>	<p><b>A. Status of Foreclosure Cases:</b> Legal Counsel reported that there are now eight (8) pending loan accounts. Legal Counsel reported that a Loan Workout Agreement was reached with debtors in GHC-42.1. The debtors had another primary loan account with GHC, which they recently brought current. Legal Counsel also reported that GHC is moving forward with foreclosure sales for the following three (3) loan</p>		Legal Counsel	Legal Counsel	On-going

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	accounts: Foreclosure sale for GHC-05 and GHC-51 is scheduled for January 11, 2021; Foreclosure sale for GHC-49 is scheduled for January 13, 2022; debtors' family filed a probate case in GHC-50. Legal counsel will be filing a claim against debtors' estate once the Court has granted the Petition to Probate debtors' estate and appointed an Administrator for debtors' estate. Legal Counsel received a new referral for foreclosure in GHC-54 and has prepared and sent a Demand Letter for Payment to debtor on November 16, 2021 and will await for debtor's response to cure the defect. Legal Counsel will continue to provide updated reports regarding the foreclosure matters to the Board at the next meeting.				
IV.	<b>Old Business:</b>				
	None				
V.	<b>New Business:</b>		Management	Management	No Action – For Board's Information
	<b>A. Platinum Award (1<sup>st</sup> Place) for Citizen Centric Report (CCR) FY 2020:</b> It was reported that GHC was awarded 1 <sup>st</sup> place for the CCR FY 2020. The				

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>Chairman congratulated Management and indicated that the award is a reflection of leadership. The Chairman also commended and thanked the staff for all their hard work in preparing the Report.</p> <p><b>B. RFP for Legal Services Contract and Continuation of pending legal services for Corporation:</b> The Chairman raised this agenda item based on the length of time it took for GHC to award its current legal counsel the contract for legal services. According to the Chairman, it took four (4) months to award Legal Counsel the contract. The Chairman also stated after consulting with other attorneys whether GHC could extend a 90 day contract with current counsel until new counsel is awarded. Based on the responses received, the Chairman stated that Legal Counsel can continue temporarily, however, Legal Counsel cannot handle any</p>	<p>Upon Motion made by Director Tiong, and seconded by Director Mantanona, and without any further discussions or objections, the Board unanimously approved the Motion allowing currently Legal Counsel to continue and complete all legal matters and assignments of the Corporation referred to Legal Counsel up to January 27, 2022 (Board Resolution No. 06-2021).</p>	GHC Board	GHC Board	<b>APPROVED</b>



AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>new work after the expired term. Chairman Florig expressed concern regarding this issue and reminded Management that he relies primarily on Legal Counsel's guidance and requires that Legal Counsel be present during all board meetings in the event that a legal issue arises. Management responded that the RFP for Legal Services will be issued on December 13, 2021 and the responses and submissions are due on January 13, 2022. The Chairman indicated that current Legal Counsel can continue finalizing work so long as no new assignments are given after the expiration of the contract term. Legal Counsel added that the Board could approve a resolution allowing current Legal Counsel to complete and finalize all pending work and once new counsel is approved then all new legal work can be handled by new counsel. Chairman</p>				

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>Florig agreed that current Legal Counsel can continue to finish a pending legal work assigned to Legal Counsel especially in light of the two (2) pending lawsuits and on-going foreclosure actions. This situation was done over six (6) years ago when current Legal Counsel was exiting and then counsel, Tom Fisher, was awarded the legal services contract. Chairman Florig also commented that the AG's office was aware of this prior transition and there were no issues regarding this process. Legal Counsel remarked that after consulting with other government counsels, such as the airport, prior legal counsel was authorized to complete its work so long as no new assignments were given until new counsel was awarded. Legal Counsel further indicated that the Legal Services Contract expires after January 27, 2022, and recommended that the Board approve a</p>				

AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	<p>resolution to allow current Legal Counsel to continue and finalize all pending legal matters assigned up to January 27, 2022. New counsel will then handle all legal matters after January 27, 2022. GHC Loan Administrator stated that if there is a provision in the terms of the Legal Services Contract that was reviewed and approved by GHC, the AG, and the Governor that allows GHC to retain legal counsel in order to allow for legal continuity then the action, then such services and that such provision be cited in the resolution. Legal Counsel responded that there is a general provision in the Contract addressing this matter and will reference it in the Board Resolution. Legal Counsel further recommended that the Board schedule its next meeting on or before January 26, 2022 to allow Legal Counsel to address any pending legal issues with the</p>				



AGENDA ITEM	DISCUSSION	ACTION / PLAN	FOLLOW UP	RESPONSIBLE PARTY	STATUS
	Board at that time.				
VI. Public Participation:	None.				
VII. Adjournment:		The Board scheduled their next Board meeting for Wednesday, <b>January 26, 2022, at 9:00 a.m.</b> Upon motion duly made, seconded, and without objections, the meeting was adjourned at 10:06 a.m.			

APPROVED AND ACCEPTED  
AS TO FORM AND CONTENT:

GUAM HOUSING CORPORATION

By: \_\_\_\_\_

FRANCISCO FLORIG, Chairman

Date: 1/25/2022

MINUTES TRANSCRIBED  
AND PREPARED BY:

LAW OFFICE OF CYNTHIA V. ECUBE, ESQ.

A Professional Corporation

By: \_\_\_\_\_

CYNTHIA V. ECUBE, ESQ.

Legal Counsel for Corporation

Date: 1/25/2022