

MEETING MINUTES

Nevada Affordable Housing Assistance Corporation (NAHAC) Board of Directors

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF NEVADA AFFORDABLE HOUSING ASSISTANCE CORPORATION ON SEPTEMBER 23, 2021

The Board of Directors of the Nevada Affordable Housing Assistance Corporation, a Nevada non-profit corporation (“NAHAC”), held a public meeting on September 23, 2021 beginning at 11:00 a.m. PST at the following location:

Housing Division, 3rd Floor Conference Room: 3300 W Sahara Ave Ste 300 Las Vegas, NV 89102

1. Call to order, Roll call.

The meeting was called to order by Timothy Whitright, Board Chairperson at 11:04 a.m.
Roll was taken by AJ Gavilanes, Secretary.

Board Members present: Timothy Whitright (*Nevada Department of Business & Industry, Housing Division*) Board Chairperson; Michael Holliday (*Nevada Department of Business & Industry, Housing Division*) Director; Rande Johnsen - Independent Director; and Jim Hastings - Independent Director.

Board Members absent: Sharath Chandra (*Nevada Department of Business & Industry, Real Estate Division*) Director

Also present:

- Verise Campbell, Chief Operating Officer/Chief Executive Officer
- Veronica Lewis, Operations Manager
- Jennifer Varsallona, Assistant Operations Manager
- Tony Cammisio, Call Center Manager & Payroll Manager
- David Greg Glover, I.T. Systems Manager
- AJ Gavilanes, Office Administrator / Secretary
- Brian Hardy (Ellsworth & Stout CPA's) Financial and Compliance
- Ryan Garner (Ellsworth & Stout CPA's) Financial and Compliance
- Katie Hoffman (Fennemore Craig P.C.), Legal Counsel

Participating members of the public are asked to identify themselves and are noted on the attendance sheet attached to the original minutes as Exhibit A.

2. Public comment (1st period)¹: None.

3. Approval of Minutes:

a. August 25, 2021

Director Holliday moved to approve Minutes for August 25, 2021. The Motion was seconded by Director Hastings and approved by unanimous vote.

¹ This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.

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b. September 13, 2021

Director Johnsen moved to approve Minutes for September 13, 2021. The Motion was seconded by Director Hastings and approved by unanimous vote.

4. Approval of September 23, 2021 Agenda

Director Hastings moved to approve Agenda for September 23, 2021. The Motion was seconded by Director Holliday and approved by unanimous vote.

5. Items to be Presented for Information and Discussion:

a. August 2021 Financials

Mr. Ryan Garner presented.

Mr. Brian Hardy advised the independent audit is almost complete. He also advised NAHAC ramping up for the new program is underway and NAHAC has received the first \$3M deposit from the State under the new Homeowner Assistance Fund (HAF) program into the new back account. He added NAHAC has submitted the request to Bank of New York Mellon to close the Hardest Hit Fund (HHF) accounts.

b. NAHAC Operations

Ms. Jennifer Varsallona advised NAHAC has hired two new staff for the position of Floater, and both have already begun working. Offers have been made for three other positions including Operations Manager, IT Help Desk Technician II and Data Analyst, and are pending onboarding. She advised an interview has been scheduled for the Systems Administrator position. Ms. Varsallona advised NAHAC is still seeking to fill several positions including Lead Customer Service Representative (CSR), six CSR's, Closing/Post Closing Lead, Floaters and Administrative Assistant.

Ms. Varsallona advised vendors have been selected for two of the Requests for Proposal (RFP) and are on today's agenda for approval (IT Solutions and Unified Communications System). Two more RFPs for Quality Control and Data Services are in process and will be presented at a future meeting for vendor approval. Ms. Varsallona added the RFP for Processing and Eligibility received two proposals and NAHAC has requested additional information.

6. Items for Board Information, Discussion and Possible Action:

a. Authorization for President/Chairperson to enter into an agreement with HOTB Software Solutions, LLC. for I.T. solutions (Portal, System of Record) in a total amount not to exceed \$700,000 for the period of September 23, 2021 through September 30, 2025.

Ms. Verise Campbell advised five submissions for this RFP had been received. HOTB Software Solutions, LLC. addressed the Board. Mr. Andy Firoved provided a brief background on HOTB Software Solutions, LLC., including the company's experience with the Hardest Hit Fund and other American Rescue Plan and Homeowner Assistance Fund programs.

Director Hasting made inquiries regarding data redundancy and security. Mr. Jason Connolly advised redundancy mitigation is built in on multiple levels. If at any point a server fails it can be pulled out of production and upload a new server. Mr. Connolly also added penetration testing is conducted annually as well as annual Service Organization Control (SOC) audits to demonstrate compliance around critical areas. Mr. Firoved advised they also run active intrusion detection devices in real-time 24/7.

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Director Holliday made inquiries on status of other states and timeline from signing to implementation for NAHAC. Mr. Connolly advised they are up and running in multiple states and right now due to the configuration of their program they can get states up and running in as quick as 30 days although the typical target is 45 days.

Ms. Campbell inquired about User Acceptance Testing (UAT) timeframe. Mr. Connolly advised this could happen in approximately two weeks after contract execution. NAHAC will also retain UAT and production environments for the duration of the program.

Ms. Campbell asked for them to address end of term and some of the scenarios on how the data could be handled after end of term. Mr. Connolly advised there are several options including transitioning data back to NAHAC on a devise of choice or month to month retention with HOTB, but the data does belong to NAHAC.

Director Holliday inquired how often the UAT environment would be updated with the actuals. Mr. Connolly advised once in production they run two-week sprint cadence, but during initial launch there will be multiple deployments per week.

Ms. Campbell shared this vendor does have a long history of complying with US Treasury requirements and participates in the National Council of State Housing Agencies (NCSHA) calls. Additionally, HOTB is familiar with the US Treasury guidance, Common Data File (CDF) releases and the treasury Quarterly Performance Reports (QPR) and Quarterly Financial Report (QFR).

Director Hastings moved to approve for President/Chairperson to enter into an agreement with HOTB Software Solutions, LLC. for I.T. solutions (Portal, System of Record) in a total amount not to exceed \$700,000 for the period of September 23, 2021 through September 30, 2025. The Motion was seconded by Director Johnsen and approved by unanimous vote.

b. Authorization for President/Chairperson to enter into an agreement with CallTower, Inc. for Unified Communications System (Call Center and purchase of Telephones and Phone System) in a total amount not to exceed \$125,000 for the period of September 23, 2021 through September 30, 2025.

Mr. David Greg Glover gave a brief explanation of NAHAC's existing communication systems and advised the desire is to combine all communications into one system. He then invited CallTower, Inc. to address the Board. Mr. Sam Barron provided a brief overview of what on CallTower, Inc. positioned for the RFP.

Director Hastings inquired about redundancy and the platform used. Mr. Barron advised they are using direct routing and providing telephony services utilizing a Microsoft solution that allows third party voice providers to basically Session Initiation Protocol (SIP) trunk into their platform. NAHAC will have its own SIP. Mr. Barron added they are hosting at seven different data centers across the US.

Ms. Campbell advised NAHAC uses CallTower, Inc. for the current call center, which allowed for quick transition to a remote working environment. NAHAC is seeking to expand CallTower, Inc.'s services, as the current phone system is antiquated and is no longer supported.

Mr. Hardy added NAHAC is looking to purchase the phones rather than lease them.

Director Hastings inquired about hardware that will be used. Mr. Barron advised the proposal included Yealink MP56 (Microsoft enabled) phones, but there may be other options.

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Director Holliday inquired how many RFPs were received on this item and what is the implementation time if a contract was signed today or tomorrow. Mrs. Veronica Lewis confirmed only one RFP submission was received. Mr. Barron advised the standard implementation time is around 45 days and would use a 45–50-day mark once the contract is signed. Ms. Campbell inquired if there is any way to shorten that time. Mr. Barron advised yes, it is possible and would depend on the features needed to be built out on the front end. He would not want to do it under 40-days due to the complexities of the implementation.

Director Johnsen inquired as to who will own the phone numbers. Mr. Barron advised NAHAC would still own the numbers and just be porting them over to CallTower, Inc.

Director Whitright inquired if anything needed to be resolved before the Board would vote on this item. Ms. Campbell advised NAHAC does have quite a bit of flexibility in the contract language for any specifics.

Mr. Glover advised he expected this implementation to resolve existing issues like voice cut outs.

Director Hastings moved to approve for President/Chairperson to enter into an agreement with CallTower, Inc. for Unified Communications System (Call Center and purchase of Telephones and Phone System) in a total amount not to exceed \$125,000 for the period of September 23, 2021 through September 30, 2025. The Motion was seconded by Director Holliday and approved by unanimous vote.

- c. Approval of plan to resolve bad debts and close out certain delinquent accounts in an amount not to exceed \$35,000.**

Mr. Hardy presented.

Director Johnsen moved to approve plan to resolve bad debts and close out certain delinquent accounts in an amount not to exceed \$35,000. The Motion was seconded by Director Hastings and approved by unanimous vote.

- d. Authorization for President/Chairperson to execute an Independent Contractor Agreement with Veronica Lewis for a month-to-month term in an amount of \$47 per hour, not to exceed \$50,000 annually for project management.**

Ms. Campbell presented. Mrs. Veronica Lewis will continue working with NAHAC on a contract basis as Project Manager. This will ensure smooth roll out of the system of record and transition of duties for the Operations Manager and Assistant Operations Manager. Ms. Lewis is known as an expert in her field and as NAHAC's resident expert.

Director Whitright inquired if this was intended to be for a year, or as long as needed. Ms. Campbell advised it will be month to month, as long as needed and she confirmed there are available funds in the budget for this purpose.

Ms. Lewis stated she appreciates the opportunity and is happy to help.

Director Holliday moved to approve for President/Chairperson to execute an Independent Contractor Agreement with Veronica Lewis for a month-to-month term in an amount of \$47 per hour, not to exceed \$50,000 annually for project management. The Motion was seconded by Director Hastings and approved by unanimous vote.

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Nevada Affordable Housing Assistance Corporation (NAHAC) Board of Directors

7. General Board Comments, Questions and Items for Future Board Meetings:

Ms. Campbell advised the following items are expected for future board consideration:

- Annual independent audit
- Items related to kitchen water damage repair
- Agreement for Processing and Eligibility
- Agreements for Legal Services for Homeowners
- RFP for HCA Services
- Agreement(s) for Quality Control contractors

Director Hastings advised regarding kitchen water damage, he is obtaining bids for the “tear out” and “put back”, and inspections have been done.

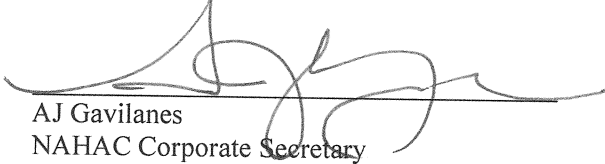
8. 2nd period of Public Comment and Discussion²: None.

9. Adjournment.

Director Hastings moved to adjourn the meeting. The Motion was seconded by Director Johnsen.

The meeting adjourned at 12:01 p.m.

Board approval confirmation:


AJ Gavilanes
NAHAC Corporate Secretary

² This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.

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8. 2nd period of Public Comment and Discussion²: None.

9. Adjournment.

Director Hastings moved to adjourn the meeting. The Motion was seconded by Director Johnsen.

The meeting adjourned at 12:01 p.m.

Board approval confirmation:

AJ Gavilanes
NAHAC Corporate Secretary

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EXHIBIT A

**Nevada Affordable Housing Assistance Corporation (NAHAC)
Board of Directors**

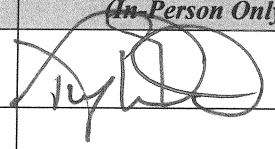
ATTENDANCE SHEET SEPTEMBER 23, 2021

(Attached)

PUBLIC MEETING ATTENDANCE RECORD & SIGN-IN
Nevada Affordable Housing Assistance Corporation (NAHAC)

Board of Directors

Date & Time of Meeting: September 23, 2021 11:00 AM

NAHAC Directors, Officers, Employees and Contractors					
Attendee Name	Organization(s) (N/A if none)	Title(s) (N/A if none)	Attended via Phone	Not In Attendance	Signature (In Person Only)
Timothy Whitright	Nevada Housing Division / NAHAC Board of Directors	Deputy Administrator / NHD Director & President, Chairperson	<input type="checkbox"/>	<input type="checkbox"/>	
Michael Holliday	Nevada Housing Division / NAHAC Board of Directors	CFO / NHD Director & Treasurer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Sharath Chandra	Nevada Real Estate Division / NAHAC Board of Directors	Administrator / Nevada Bus. & Industry Director	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
Rande Johnsen	NAHAC Board of Directors	Independent Director, Vice President & Vice Chairperson	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Jim Hastings	NAHAC Board of Directors	Independent Director	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Verise V. Campbell	NAHAC	Chief Executive Officer & Chief Operating Officer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Veronica Lewis	NAHAC	Operations Manager	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Jennifer Varsallona	NAHAC	Assistant Operations Manager	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Tony Cammiso	NAHAC	Call Center Manager & Payroll Manager	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
David Greg Glover	NAHAC	I.T. Systems Manager	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
A.J. Gavilanes	NAHAC	Office Administrator & Secretary	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Brian Hardy	Ellsworth & Stout CPA's	NAHAC Financial/Compliance	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Ryan Garner	Ellsworth & Stout CPA's	NAHAC Financial/Compliance	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Katie Hoffman	Fennemore Craig P.C.	NAHAC Legal Counsel	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

PUBLIC MEETING ATTENDANCE RECORD & SIGN-IN
Nevada Affordable Housing Assistance Corporation (NAHAC)

Board of Directors

Date & Time of Meeting: September 23, 2021 11:00 AM

NAHAC Directors, Officers, Employees and Contractors (continued)					
Attendee Name	Organization(s) (N/A if none)	Title(s) (N/A if none)	Attended via Phone	Not In Attendance	Signature (In-Person Only)
			<input type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	

Members of the General Public				
Attendee Name	Organization(s) (N/A if none)	Title(s) (N/A if none)	Number(s) of agenda item(s) to comment on	Signature
Jason Connolly	HOTB Software Solutions, LLC	President	6(a)	Attended via Phone
Andy Firoved	HOTB Software Solutions, LLC	CEO	6(a)	Attended via Phone
Jack Larson	CallTower, Inc.	Account Executive	6(b)	Attended via Phone
Sam Barron	CallTower, Inc.	Channel Manager New England	6(b)	Attended via Phone
Nicole Davey	CallTower, Inc.	Business Development Representative	6(b)	Attended via Phone