

**MINUTES OF MEETING
OF THE
BOARD OF COMMISSIONERS**

February 26, 2021

A Special Meeting of the Rhode Island Housing and Mortgage Finance Corporation (the “Corporation” or “RIHousing”) Board of Commissioners was held on Friday, February 26, 2021 at 10:00 a.m. The meeting was held via telephone conference call pursuant to Executive Order 20-46 (extended by Executive Order 21-21 , and as may be further amended or extended).

Carol Ventura, Executive Director, introduced Carl Rotella, Director of Information Technology, who outlined the parameters of the meeting.

Mr. Rotella stated that (i) the meeting would be recorded and available for review on the RIHousing website within 3-5 business days after the meeting and (ii) except for the Board of Commissioners and specific RIHousing staff, all callers will be muted during the meeting. Mr. Rotella announced that if during the meeting anyone had technical difficulties with audio or accessing the call, they should call (401) 457-1240.

Nicole Clement, General Counsel, provided additional information for those participating in the meeting. Ms. Clement stated that (i) pursuant to Executive Order 20-46 (as extended by Executive Order 21-21, and as may be further amended or extended) the meeting was being held via teleconference, (ii) members of the public could visit the RIHousing website to view the agenda and information on the actions being taken and (iii) in the event the teleconference was interrupted, staff would stop the meeting until audio was restored.

Ms. Clement also stated that Chairman Retsinas would preside over the meeting and requested that any Commissioner or staff to state their name prior to speaking and to mute their telephone if not speaking. She then invited Chairman Retsinas to call the meeting to order.

A quorum being present, Chairman Retsinas introduced himself and officially called the meeting to order at approximately 10:05 a.m. Chairman Retsinas then invited Ms. Ventura to proceed with the roll call of Commissioners and RIHousing staff (in attendance).

Ms. Ventura conducted a roll call vote of Commissioners and staff participating in the meeting. Commissioners participating via conference call were: Nicolas P. Retsinas; LeeAnn Byrne, Designee for General Treasurer Seth Magaziner; Elizabeth Tanner, Director of the Department of Business Regulations; Kevin Orth; and Maria Barry. Brett Smiley, Director of the Department of Administration, and Stephen P. McAllister were absent.

RIHousing staff participating were: Carol Ventura, Executive Director; James Comer, Deputy Executive Director; Kara Lachapelle, Chief Financial Officer; Lisa Primiano, Chief Operating Officer; Christine Hunsinger, Assistant Deputy Director of External Affairs, Policy and Research; Nicole Clement, General Counsel; and Carl Rotella, Director of Information Technology.

Steven Richard, Counsel to the Corporation, was present on the call as were members of the public.

Pursuant to Chapter 46 of Title 42 of the General Laws of Rhode Island, notice of the meeting of the Board of Commissioners was posted in the Offices of the Corporation, on the Corporation's web site www.rihousing.com and at the following link: <https://www.rihousing.com/rihousing-board-meeting-february-26-2021/>.

Approval of Engagement of Allita 360 to Provide Software for Rent Relief RI

Chairman Retsinas recognized Christine Hunsinger, Assistant Deputy Director of External Affairs, Policy and Research, who presented the request.

Ms. Hunsinger began by informing the Commissioners that the State will enter into a contract with RIHousing to administer a new \$200 million emergency rental assistance program. Ms. Hunsinger stated that the actual agreement with the Department of Administration was signed on February 25, 2021.

This program will provide rental and utility assistance to those at 80% of area median income ("AMI") or below who are experiencing unemployment issues, risk of homelessness and housing expenses. The assistance will afford twelve (12) months of payments with a maximum of fifteen (15) months in exceptional cases. The target date of the launch for the program is March 31, 2021. RIHousing has received guidance from Treasury and staff is working to understand the rules and to put together guidance and procedures for the program. Due to the size of the program, Ms. Hunsinger said that there are certain items required to be successful in administering the program and to comply with federal requirements and audits. One of the requirements is a technology platform that all partners can access and staff to support the program. Staff has evaluated a number of different structures to run the program and one of those structures necessitates up to twenty (20) staff members. As time is of the essence, staff has posted for some of those positions. Several other RFPs have been circulated including one for a call center and one for partners to help administer different pieces of the program.

The recommendation presented before the Board of Commissioners is for approval of the technology platform for the RentReliefRI program.

Ms. Hunsinger stated that this request is for approval to engage Greenwood 360 LLC (d/b/a Allita 360) ("Allita 360") to provide software and related services in support of RentReliefRI, an emergency rental assistance program funded by the U.S. Department of the Treasury ("Treasury"). The Rhode Island Housing and Mortgage Finance Corporation ("RIHousing") has been designated by the State of Rhode Island (the "State") to administer approximately \$200 million in federal emergency housing assistance under this new program to address the effects of the COVID-19 pandemic.

RentReliefRI will assist families who need temporary help paying rent, rent arrearages, utility arrearages, utility payments, and other expenses related to housing. To operate effectively and

in compliance with Treasury requirements, RIHousing requires a comprehensive software package to facilitate all aspects of program administration, including collection and processing of applications, tenant and landlord eligibility verification, facilitation of electronic payments to landlords, and reporting to Treasury. Since the start of the pandemic, RIHousing and partner agencies have been processing applications using software that was not designed to handle the intricacies of this type of rental assistance program.

In order to manage the anticipated demand and influx of applications, it is crucial that software be tailored specifically for this purpose. Program staff aim to establish an efficient, accurate, and Treasury-compliant system for fund disbursement. Because the program will involve multiple partner agencies, the use of a comprehensive software system will be integral to the program's success.

RIHousing issued a Request for Proposals ("RFP") in February 2021 advertising an aggressive timeline to launch in order to meet the expected need for emergency rental assistance. Notice of the RFP was posted on RIHousing's website and the website maintained by the Rhode Island Department of Administration's Division of Purchases.

Eight firms submitted proposals in response to the RFP. A selection committee composed of senior staff and representatives from various business lines reviewed the proposals and evaluated them in accordance with the RFP criteria. The selection committee applied a weighted average scoring model for evaluating and comparing the responses. Factors taken into consideration included: firm's capacity and experience, timeline, fee structure, automation, customization, prior experience with RIHousing and similar organizations and other pertinent information submitted. The maximum allowable score under the employed model was 10 points. Attachment B, which attachment is included as part of the February 26, 2021 Special Board of Commissioner package, sets forth an evaluation summary of the proposals.

Following review of the bid documents and pricing proposals, Allita 360 was the unanimous choice of the committee with an average score of 8.98. Overall, scores ranged from a low 7.07 to 8.98 with Allita 360 scoring the highest.

Allita 360 is focused on providing full turnkey solutions to the non-profit sector with a focus on housing, development, and grant management. Allita 360's software and services have been utilized at agencies in Ohio, North Carolina, Oregon, Missouri, Arizona, and more, with unique and beneficial expertise working with Treasury on the Hardest Hit Fund. The selection committee believes that the firm has the experience and capacity to undertake this assignment and their fee proposal was reasonable.

The proposed initial cost of their engagement is \$190,400 for initial setup, hosting, maintenance, customization and licensing. An additional cost of \$145,000 would be incurred to secure an "inactive" hosting and maintenance agreement for five years. The pricing from the other proposals varied greatly in structure including a proposal of \$360,000 per year to a percentage of the grant which would come to \$1.8 million based on a \$200 million award. Allita 360 was on the low-mid price range of proposals. The final cost will be determined based on the

customizations and functionality that are determined reasonable and beneficial during the mapping of the software.

The attached resolution adopting the recommendations of the selection committee regarding the engagement of Allita 360 is recommended for approval.

Following the presentation, Chairman Retsinas asked for a motion and a second for the Approval of Engagement of Allita 360 to Provide Software for RentReliefRI.

A motion was duly made by Commissioner Orth and seconded by Commissioner Tanner.

A discussion followed with Commissioner Tanner inquiring what staff estimates is the total cost of the engagement. Ms. Hunsinger replied that the amount depends on the actual number of customers served. Ms. Hunsinger estimated that the cost for five (5) full years of services is approximately \$400,000, however, depending on the customization of the program, the cost is between \$200,00 to \$230,000 for the year.

Commissioner Designee Byrne referenced the launch date of March 31, 2021 for the RentReliefRI program and wanted to know if the funds will be accessible by that date. Ms. Hunsinger confirmed that the State has received the \$200 million designated for this program.

Chairman Retsinas inquired if staff has processed due diligence by checking the firm's references. Ms. Hunsinger affirmed that staff has spoken to Ohio, West Virginia, Oregon and Kentucky to verify Allita's recommendations. Oregon has already launched the program and have confirmed that they are highly satisfied with Allita's capability and performance. The smaller HFAs are utilizing Allita because of cost, their reporting and audit knowledge and the ease of the automation of the process.

Commissioner Orth thanked Ms. Hunsinger for the presentation and praised the inclusion of a call center for the program. Commissioner Orth also applauded staff's recommendation to utilize other talents and partners in the field asked what percentage of the \$200 million is earmarked for RIHousing's administration, staffing, etc. of the program. Ms. Hunsinger explained that the percentage of the total award allowed to run the program is approximately 10% for RIHousing's administration of the program.

Then, Ms. Hunsinger shared that the cost estimate for all other services were being evaluated and calculated. The call center proposals were received the previous day and responses to partner proposals are not due until next week. Ms. Hunsinger said that she plans to assemble a dedicated roster of partners for RIHousing to contract with depending on specific needs to ensure that staff is targeting efforts where they are most necessary. The final partner roster will be brought to the Board of Commissioners for approval in March. Staff must also submit a budget to the State and monitor costs to ensure compliance with the regulations.

Commissioner Orth commented that 10% is a generous amount to cover costs of the program and should allow staff to cover the Corporation's expenditures. Ms. Hunsinger further clarified that the 10% also includes housing stabilization services and other expenses not covered by the

90% allocated for direct assistance to the population. Additionally, 65% of the award must be allocated by September 2021 for the program to continue. The remainder of the funds must be allocated by December 31, 2021. Distributing \$180 million by December 31, 2021 will be challenging given the very tight time frame of only nine months.

Chairman Retsinas commented on RIHousing's capacity to build the infrastructure required to effectively manage the program. Ms. Ventura and Ms. Hunsinger agreed that this is a massive program and the timeline is aggressive. However, that is the reason that staff plans to utilize experienced partners who are aware of the roadblocks and know how to navigate those challenges. Necessary checks and balances have also been outlined to manage expectations.

Commissioner Barry asked if the software will be running on RIHousing's servers and if the Corporation has the capacity to handle the task. Ms. Hunsinger replied that the software and information will be housed and stored with Allita. Ms. Hunsinger has verified the firm's competencies. Oregon has successfully launched the program and is confident in Allita's technology resources and proficiencies. Ms. Hunsinger did not have any concerns regarding Allita's capabilities.

Commissioner Barry also inquired if Allita is limiting the number of states they contract with for these services. Ms. Hunsinger affirmed that Allita is limiting their services to ten (10) of the smaller sized states. Moreover, they maintain a robust customer service department and are extremely committed to implementing quality work.

Commissioner Designee Byrne questioned if the platform is accessible to those with language barriers, disabilities or who do not have access to technology. Ms. Hunsinger assured the Commissioners that the software can be translated to a variety of languages. For the previous rental assistance program, RIHousing translated the information into Spanish and plans to do the same with translations of multiple languages for this program. Additionally, the RFP circulated for partner agencies cast a wide net that included the provision that the respondents have site locations that are central to where individuals typically gather and have available facilities for one on one sessions. Furthermore, the call centers will be staffed to accommodate various languages along with appropriate partners engaged in the process to facilitate a successful outcome of the program. Staff is looking at traditional and nontraditional partners to effectively run the program.

No further questions were presented.

Nicole Clement, General Counsel, then conducted a roll call vote of the Commissioners. The commissioners voted as follows:

Chairman Retsinas	Aye
Commissioner Orth	Aye
Commissioner Tanner	Aye
Commissioner Barry	Aye
Commissioner Designee Byrne	Aye

Ms. Clement announced that the following resolution was unanimously adopted:

**Resolution of the Board of Commissioners of
Rhode Island Housing and Mortgage Finance Corporation**

WHEREAS: the Rhode Island Housing and Mortgage Finance Corporation (“RIHousing”) enabling act provides it with all of the power to make and execute contracts for the exercise of the powers and functions provided to it under the act (R.I. Gen. Laws §42-55-5(6)); and

WHEREAS: RIHousing has been selected by the State of Rhode Island to administer approximately \$200 million in federal grant funds under the Emergency Rental Assistance (“ERA”) program of the U.S. Department of Treasury; and

WHEREAS: in service of this role, RIHousing has established Rent Relief RI to deliver ERA housing assistance to applicants statewide; and

WHEREAS: RIHousing requires a comprehensive software package in order to operate Rent Relief RI in a manner consistent with the ERA program and all applicable U.S. Department of the Treasury requirements; and

WHEREAS: in February 2021, RIHousing solicited proposals from vendors to provide a software package that is able to meet the requirements associated with this role; and

WHEREAS: a selection committee comprised of RIHousing staff reviewed the proposal and evaluated it in accordance with the solicitation; and

WHEREAS: Greenwood 360 LLC (d/b/a Allita 360) (“Allita 360”) submitted the highest-scoring proposal to RIHousing in response to this solicitation.

NOW, THEREFORE, IT IS HEREBY:

RESOLVED: that RIHousing be, and hereby is, authorized to engage Allita 360 for approximately \$335,400.00 to provide software, hosting, maintenance, related set-up, and technical support services over a multi-year period to enable RIHousing to undertake its responsibilities to manage the Rent Relief RI Program; and

RESOLVED: that the Executive Director, Deputy Executive Director, and the Director of Leased Housing and Rental Services, each acting singly be, and hereby is, authorized and empowered to take any and all actions necessary or desirable to carry out the foregoing resolutions, including without limitation the authority to determine final module and service selection and otherwise negotiate such terms of the engagement as he or she may determine are in

the best interests of RIHousing, and to execute any and all agreements or documents as he or she deems necessary to carry out the foregoing.

Discussion:

a. Overview of Building Homes Rhode Island (BHRI) Program

Chairman Retsinas introduced Ms. Ventura who gave an overview of the administration, process and outcomes of the BHRI Program, which will be funded by the housing bond referendum approved by voters earlier this month.

Ms. Ventura started with a background of the program and the previous three (3) bond referendums approved by Rhode Island voters in 2006, 2012 and 2016. Ms. Ventura directed the Commissioners to the presentation and stated that in 2006 voters approved \$50 million for the production and preservation of affordable housing through the BHRI Program. In 2012, the voters approved a \$25 million bond for the BHRI II Program. The bond approved in 2016 for \$40 million was for the BHRI III Program but also included \$10 million for the revitalization of residential, commercial and public space under the Acquisition and Revitalization Program (ARP). The \$10 million designated for ARP was allocated to RIHousing. RIHousing developed the program, released the RFP, allocated funds and is responsible for overseeing construction, executing contracts, and affordability requirements. The BHRI I, II and III Program funds are allocated to the Housing Resources Commission (HRC). The HRC is responsible for developing the program, issuing the RFP and allocating the funds (with the assistance of RIHousing). Under the BHRI Program, RIHousing administers the funds for the HRC and is responsible for overseeing the construction, the disbursement and affordability requirements of the program.

Ms. Ventura discussed the economic impact of the housing bonds. She stated that in total, the previous housing bonds have financed the construction or preservation of 2,996 homes; of which 60% are new construction and 40% are preservation properties. Additionally, for every BHRI Program dollar spent it has leveraged \$5.60 from other private and public sources. The bonds have supported an estimated 3,927 jobs in construction activity.

Continuing, Ms. Ventura highlighted the successes of the programs:

- Presently, 100% of BHRI I and II Program funds are committed and disbursed with the last awards made in June 2015. The anticipated production of the awards is approximately 2000 units.
- Out of 215 BHRI I and II Program projects, only 9 were stalled or cancelled. Also, any de-obligated funds are reallocated to other projects.
- The BHRI III Program funds were fully committed in January 2020. Five (5) developments did not move forward and those funds were de-obligated in January 2021. However, over \$33 million was committed to develop or preserve 954 units with \$18 million disbursed. Another funding round is planned for Q2 2021 to commit the remaining \$5.9 million.

- 100% of the ARP Program funds are committed with a total of \$4.4 million disbursed. It is anticipated that the ARP awards will result in the production of 152 residential units, 15 commercial spaces and 7 public facilities.

Ms. Ventura next referenced the photo on page 8 of the presentation and mentioned that photo is of an ARP project in Central Falls, which is the home of the Rhode Island College Workforce Development and Adult Educational Hub.

Ms. Ventura then welcomed questions from the Commissioners.

Chairman Retsinas asked Ms. Ventura how the last housing bond differed from the prior allocations. Ms. Ventura mentioned that they parallel each other with the difference being the addition of the ARP funds as part of the 2016 housing bond. The language for the allocation of those funds was different from the BHRI funds as the ARP funds was a specific appropriation for residential, commercial and public spaces.

Commissioner Orth asked if there was a time frame associated with the distribution of the proposed new \$65 million housing bond. Ms. Ventura remarked that there has been some discussion by the HRC regarding deployment of those funds within two (2) years.

Commissioner Orth shared his thoughts on whether there should be a level funding stream allocated for affordable housing. Commissioner Orth reasoned that deploying approximately \$10-12 million per year for five (5) years would be a much better scenario. Ms. Ventura agreed and noted that the last two (2) housing bond funds were employed over multiple years. However, there is still pressure to distribute large funds to spur housing production. It is expected that the HRC will convene to discuss housing strategy for the state and Ms. Ventura mentioned that RIHousing will be part of those discussions.

No further questions were raised.

There being no further business to discuss, Chairman Retsinas asked for a motion to adjourn the Board of Commissioners meeting. A motion was made by Commissioner Barry and seconded by Commissioner Orth to adjourn the meeting.

Ms. Clement then conducted a roll call vote of the Commissioners, eligible to vote, in response to a vote for adjournment. The Commissioners voted as follows:

Chairman Retsinas	Aye
Commissioner Orth	Aye
Commissioner Tanner	Aye
Commissioner Barry	Aye
Commissioner Designee Byrne	Aye

Ms. Clement announced that the motion to adjourn was unanimously approved. The meeting was adjourned at 10:34 a.m.

Chairman Retsinas then thanked everyone for participating in the Special Board of Commissioners' meeting.

Respectfully submitted,

Carol Ventura
Secretary and Executive Director