

**RIPPOWAM CORPORATION
REGULAR BOARD MEETING**

June 26, 2024

6:45 P.M.

Agenda

To: Richard Ostuw
Ronice Latta
John Coff

- a. Call to Order
- b. Approval of the Board Meeting Minutes from May 22, 2024
- c. May Development Update
- d. Other business
- e. Adjourn

RIPPOWAM CORPORATION
Meeting Minutes of the Board of Directors
May 22, 2024

The Meeting of the Board of Directors of the Rippowam Corporation (the “Corporation”) was held at 40 Clinton Avenue, Stamford, Connecticut and on the Zoom remote connection meeting platform on Wednesday, May 22, 2024.

Director Ostuw called the meeting to order at 6:56 p.m.

Attendees

Board Members:	Rich Ostuw John Coff Ronice Latta	Absent: None
COC Board Members:	Lester McKoy Divya Malhotra Alexandro Morris	Absent: None
Advisory Board:	None	Absent: Ari Goldstein Jaclyn Williams Bianca Shinn-Desras
Present:	Vin Tufo Natalie Coard Jon Gottlieb Lisa Reynolds Sam Feda Jackie Figueroa Beth Janney Raul Gomez Megan Shutes Peter Stothart Jan Tantimonico Michelle Tarulli Chris Warren Luisa Correa Christine Young	

1. Approval of Minutes of Previous Meetings

Meeting Minutes for April 24, 2024, were approved unanimously on a motion by Director Latta, seconded by Director Coff.

2. Development Update

The May Development highlights were presented by Mr. Gottlieb, Ms. Shutes, Ms. Tarulli and Mr. Warren.

3. Resolution:

24-03: Authorize an Agreement between Rippowam Corporation (“Rippowam”) and Viking Construction, Inc.(“Viking”) for Construction Management Preconstruction Services for Oak Park Phase 2, 58 – 128, and 138 – 150 Ursula Place (even numbers only), Stamford, CT.

- Director Ostuw moved, Director Coff seconded.

The resolution was passed.

Ayes: Ronice Latta
John Coff

Nays: None

4. **Adjournment**

At 7:15 p.m., after a motion duly made by Director Ostuw and seconded by Director Coff, the Board meeting was adjourned.

Respectfully submitted by:
Jonathan Gottlieb, President

The undersigned, being all of the Directors of Rippowam Corporation, do hereby affirm and consent to each and every resolution duly adopted, and action duly taken by the Directors of the Corporation at this Meeting.

Ronice Latta

Rich Ostuw

John Coff

THE ABOVE BEING ALL OF THE DIRECTORS
OF RIPPOWAM CORPORATION

RIPPOWAM CORP. DEVELOPMENT UPDATE
JUNE 2024

IN CONSTRUCTION

Megan: Lawnhill Terrace 4: All but one unit is leased as of 4/30/24 – 97% occupancy. We reached 90% occupancy in December, allowing us to begin working with the lender and investor on conversion to permanent financing. This requires 90 days of data for analysis during which occupancy of over 90% has been maintained for three consecutive months. They are choosing to use February – April. At present the conversion is expected in mid to late July. We have initiated legal action against Viking Construction and their plumbing subcontractor, a step required in order for Viking’s insurance company to take action against the insurer of the sub-contractor that caused the flood. We are working in cooperation with Viking on this. We have received final approval from HUD regarding the \$450,000 federal grant that will help to repay the construction loan. HUD has requested additional update information from the City of Stamford in its capacity as the environmental reviewer for this grant. The city is in the process of providing this information.

Megan, Chris, Michele: Oak Park: Bi-weekly meetings with the tax credit limited partner and mortgage lender are ongoing, as are bi-weekly meetings with the architecture/engineering team and the construction manager. A financial closing and commencement of the demolition is expected in July. An early start agreement has been finalized with Viking Construction to perform limited tasks prior to the formal closing. The scope of work includes environmental abatement, ordering of very long lead time electrical equipment, and other pre-construction activities. The early abatement activities are nearing completion.

Since the City required Viking to submit plans for each building (townhomes and multifamily) as separate review sets, one townhouse building and the multifamily building were submitted for review. Comments have been received from Zoning and Environmental Protection. The comments are minor and have not included any unusual requests. KBA and Redniss & Mead are working on the responses which will be submitted by Viking once all items have been addressed. Changes to the drawings reflecting the City comments will be updated on the remainder of the townhouse plans before being submitted.

Air sampling testing for asbestos remediation within the buildings and soils testing for petroleum within the crawl spaces below the buildings will be completed for the phase 1 buildings by 6/21. The soils testing results have been received for the two buildings adjacent to Cove Road. The results for the other buildings near Dale Street are pending. A report regarding the quantity of soil removed for the petroleum impacted soil will be issued once the results have been received and analyzed by Hygenix.

Once the final soil quantities have been determined, a final budget (exclusive of exact closing interest rates which will be locked in, generally within 24 hours of closing) will be able to be defined for the construction costs. This, along with other due diligence and legal document drafts are circulating with the lender and investor in advance of the closing.

Pre-development activities are under way for Oak Park 2, the second phase of redevelopment. The design team has been working on plans for several months and a resolution proposing the selection of a construction manager for Phase 2 is on the May Board agenda. We have submitted a proposed tax

abatement agreement for Phase 2 to the City and are also investigating alternative tax approaches that may be available under a new statute adopted during the recent State legislative session.

Michele: Clinton Manor: Towers for the East side of the building have been installed. Demolition work on the southeastern and northeastern areas have been completed. Open areas facing interior spaces have been covered in plastic sheeting as protection from rain. New EIFS (exterior stucco siding) work begins at the demolished locations with demo to continue in the central portion of the east side. The structural engineer issued details for repair work at the northeast balconies impacted by moisture. He will observe the southeastern balconies to determine if additional details will be needed. A revised project schedule reflecting the balcony work is being prepared but completion is still anticipated for September/October. COC staff have not received any complaints or comments from residents or other staff regarding the ongoing construction.

IN PLANNING STAGE

Michele: Quintard Manor: Planning is under way for the installation of a second elevator. The existing elevator is older and needs frequent servicing. The total cost including the alternates is estimated at \$2.9MM. The alternates include a new entry canopy, signage and exterior lighting. The current mortgage lender, CHFA, has offered additional financing of \$2.7 to \$2.9 million, depending on interest rates at the time of loan closing. Any funding gap will be filled with a portion of Quintard's substantial cash flow and existing reserves. The Architect issued the 100% Construction Documents to us for review. Once we have made our comments to the documents, they will be sent back for revisions and re-issued to us for a brief review prior to finalizing for bidding.

ASSET MANAGEMENT

Chris: Rippowam Manor: Continuing to work with partner on possible refinance of property, pending HUD approval of proposed increases in HUD Section 8 subsidy based on an independent study of market rents at comparable properties. The rent comparability study commissioned by Rippowam Corp has been completed, as required every five years. The rents were submitted to HUD for approval and were approved for implementation in September. These are significantly higher and will see a jump of \$291 for studio rents and \$510 for 1-bedroom rents. We expect the limited partner to pursue a refinance as we approach the implementation of these rents.

Chris: Security and Marketability of Various Properties: We continue to monitor the performance and effect of the recent security improvement measures. Early indications are that the improvements have been helpful. The need for a dedicated security guard on nights and weekends at Clinton Manor has been identified by Operations. Modification of the existing security booth to install transparent glass is planned. An architect has been retained to oversee the Post House roof replacement. The rooftop A/C compressors at Taylor Street are also in need of replacement. Those serving the rental portion of the building will be funded from project reserves. The cost of replacing the compressors serving the owner-occupied condo units is the responsibility of the individual unit owners. A discounted price is available if all eight condo unit owners purchase new compressors. We are working with owners to encourage this approach.

We are working with Stone Harbour on improving marketing and increased exposure online. Website development for each property is being reviewed and the possibility of subscribing to apartments.com to help drive market rate traffic to our properties and increase our applicant pool are all being considered.

Chris: Leasing: Going forward, NewBridge Realty will advertise affordable units for which the waiting list has been exhausted or much reduced. All inquiries will be directed to COC, and COC staff will handle the entire process. This change will avoid confusion and result in reduced fees to NewBridge. Demand for our market rate units has recently diminished somewhat. In response, we have reduced our previously ambitious rent increases for units that become vacant. As always, we monitor market conditions and consult with NewBridge, our leasing agent.

Chris: Other Asset Management Activities: Researched possible alternatives to the current process for acquiring possession of a unit in which the sole resident becomes deceased and has no emergency contact or family document in their tenant files. Met with Operations to describe findings and options. Discussion is ongoing. After further meetings with counsel and internally, two approaches have been identified to reduce vacancy time in these situations. Further discussion is under way to determine which approach is most beneficial.

We are working with Stone Harbour on improving response time to residents for general inquiries and work orders. SH is adding an additional staff member to help with tenant relations so other staff can focus on legal matters and tenant retention. We are also discussing ways to keep driving residents to the rent café application that is available on Yardi, which SH currently uses. The application provides a direct link to message management, review of accounts and initiating work order requests. We believe this is the preferred method of communication as it provides real time tracking of communication between residents and staff.

Continue to coordinate efforts to minimize the non-payment period time during legal actions. Delays at the final step: (Court Clerk issuing execution order) have been identified as a major cause of delay. Several documented instances confirm the result in higher write-offs. Working with Operations, the plan is to approach the court administrators to seek relief. Discussions continue with all parties to reduce rent delinquency and avoid delays in resolution.

Reasonable Accommodation coordination: The Asset Management team is now being notified of all reasonable accommodation requests when they are filed. Asset Management has the option to request additional information, contact the applicant or anyone providing evidence in support of the request, if the application appears questionable.

We are coordinating with Operations in preparing guidance regarding the oversight, direction, and evaluation of service contractors, such as those providing landscaping, snow removal, janitorial, and litter patrol services. Working on capital repairs at Post House (roof) and Taylor Street. Continuing to review performance and reporting of resident service coordinators.

Monitoring Capital Improvements and Major Repairs: Regular observation of ongoing projects. Primary current example is the exterior siding replacement at Clinton Manor.

Capital Needs Assessments: : An RFP for engineering services has been issued and we expect proposals from several firms that we currently work with or have recently worked with. Responses are due by July

3rd. An RFP for engineering services has been developed and will be published this month. The selected firm will assess the major building systems for all portfolio development for which we do not have sufficient current information, including Glenbrook Manor, Clinton Manor, Taylor Street, Post House Stamford Manor, and Clinton Manor. The assessments will include long-term projections of capital needs as well as cost estimates. This evaluation will complement inspections currently under way by a firm retained by COC which will focus more on interior conditions and HUD Housing Quality Standards and less on major building systems.

Project Operating Budgets: As part of the enhanced asset management function, we participated with Finance and Operations in evaluation of 2023 operating performance and preparation of 2024 operating budgets. Several meetings were held and the cooperation was positive. For developments with outside partners, the budgets have been sent to those partners for approval.

Property Inspections and Reviews: Another aspect of the enhanced asset management role is a more frequent presence at each site in the Rippowam and COC portfolios. This will help to identify and monitor issues to be addressed and enable us to assist the Operations team. We continue to hold discussions with Taylor Street condo unit owners to plan repairs and capital budgets, since these decisions will affect monthly common charges paid by the eight condo unit owners.

Michele: Park 215, (Phase IV Vidal Court Revitalization): Over half of the commercial space is leased and medical offices there are in operation. We have exchanged offers and counteroffers with a potential commercial tenant – a substance abuse counseling organization. Discussions are on hold until the organization receives a Certificate of Need from the State, although the tenant believes this will occur in the near future. The prospective tenant (behavior therapy group for children) mentioned in the last monthly report has not responded to our broker regarding further interest in the space. However, Dr. Green, the existing tenant adjacent to the vacant space, reached back out with a renewed interest in expanding his space and signing a new 10-year lease if we could increase the tenant fit out (TI) allowance. Our offer of \$50 more per square foot in TI allowance (total of \$100 per SF) was sent to Dr. Green. He was not agreeable to the new terms that came with the increase in allowance, but said he would get back to us after he spoke with a contractor on what it would cost to build out the additional space.

Michele: Summer Place – Siding Repair of Adjacent Building and Flooring Replacement: The two buildings on either side of Summer Place are built on the lot lines and are built out to the street frontage. Summer Place is set back from the street with its parking area in front. A significant amount of the exterior siding on one of the adjacent buildings (1010 Summer Street) has detached and fallen into our parking area. We provided the 1010 owner with a temporary license and indemnity agreement, allowing workers to access our property to make the required repairs while protecting us from liability. The initial phase of repair work has been completed and fencing removed, allowing us full use of our parking area. Because the repairs to the wall bordering our property have remained incomplete for an extended period, the City Blight Inspector has issued a notice requiring the repair to be completed. The owners of 1010 have recently submitted an application to convert the building from offices to apartments.

Michele: Conversion of COC Public Housing Portfolio: The Ursula Park and Sheridan Mews RAD Conversions have closed. The remaining Lawn/CT Avenue properties were on hold with the closing due to the Subdivision process required for CT Avenue. The Planning Board meeting was held on Tuesday,

June 11th and the subdivision was approved by the board. HUD was informed of the subdivision process timing and anticipated date of final map recording. They were happy to hear that we are ahead of the previous schedule and are looking to see if there is any further documentation or updates needed from us before closing.

The Ursula Sheridan project kickoff meeting with the architect and contractor (BRD) is scheduled for June 19th to discuss timing and logistics for the planned construction. BRD will be submitting the Lawn Avenue plans to the City for review. Once the CT Avenue subdivision process is fully completed the RAD Conversion closing for both Lawn and CT Ave can proceed. Once the CT Avenue subdivision is completed, BRD will submit the renovation plans for a building permit. Similar to Ursula Park, the work for CT Ave. is only paving of the parking area and may not require a permit. We will work closely with the Operations team to minimize disruption for residents since repairs will be performed with residents in place.

Michele: Stamford Manor: Cost estimates for replacing the two exterior stairways and installing a temporary stair for use during the reconstruction process, and for repairs to the concrete exterior walkways at each floor of the building exceed \$3 million. This amount is far beyond the available budget and the architect and engineer have prepared plans and specs for the temporary repair of the existing stairs to extend their safe and useful life until a comprehensive renovation program can be put in place following the planned conversion from public housing to Section 8. The repair of the concrete walkways is being added to the original scope of work that included only the temporary stair repair. The architect is adding the concrete work to the bid package and a single firm will be procured for both parts of the work.

Year 15 Tax Credit Project Planning: With Rippowam Corp now the sole owner of Taylor Street, Post House and Fairgate, new, simpler partnership agreements are in place for each site and will be a model for future restructurings.

Chris: Facilities Management: We continue to coordinate closely with Maintenance and Property Management to facilitate effective and timely communication among all team members, improve workflow and assist in identifying responsible parties in various situations.

PORTFOLIO PERFORMANCE

For market rate units: We continue to monitor market trends and adjust rents upon lease renewals and as vacancies arise.

UPCOMING TRANSACTIONS AND TASKS

Asset Management: Address higher than anticipated rent delinquency levels. Assist COC and Stone Harbour in addressing chronic delinquency issues. Prepare suggestions for improved A/R management and for coordinating work of service contractors. Coordinate major systems assessments.

992 Summer Street: Monitor repair work at the adjacent 1010 Summer Street. Continue to facilitate communication and coordination between COC property managers and Inspirica service provider team. Work with Inspirica to improve resident supportive services.

Park 215: Continue marketing effort to obtain tenants for remaining available commercial space. Continue to work with prospective tenants by providing information and design assistance.

Resident Services: Continue to monitor the level and quality of resident services, working closely with the Operations team.

Lawnhill Terrace 4: Oversee conversion to permanent financing and receipt of balance of investor equity. Monitor lawsuit.

Oak Park: Initiate and continue efforts toward initial financial closing. Continue pre-development efforts for Oak Park 2.

Clinton Manor: Monitor re-siding and balcony repair of two sides of the building with the minimum amount of disruption and inconvenience for residents and COC staff. Coordinate with COC Operations team.

Quintard Manor: Finalize construction plans and new loan. Obtain contractor and initiate elevator and stairway construction.

RAD Conversion: Complete closings of the Lawn Avenue/CT Avenue conversions. Commence required repairs at all four sites.

Streamlined Voluntary Conversion (SVC): Procure contractor for repair of existing stairways and concrete walkways. Pursue SVC of all remaining public housing units upon final RAD closing.

Wait List Management Improvement: Working with COC, develop improvements in marketing and recruitment of applicants, in evaluating applicant eligibility, and in keeping applicants eligible and interested while on the waiting lists. Coordinate use of private real estate agents.