



**MINUTES OF THE Feb 24, 2015 BOARD OF DIRECTORS MEETING
LOYOLA DEVELOPMENT CORPORATION
Loyola Office, 83 Bank Street, 2nd floor, Waterbury, CT**

Board Present: Leonard Mecca, President/Chairperson, John Vaz, Treasurer, Gary O'Connor, Treasurer, Geraldo Reyes, William Campion, Susan Torres, and William Summa

Staff Present: Nancy MacMillan, Executive Director

1. *Call to Order:*

Meeting called to order at approximately 6:10 PM by President, Len Mecca.

2. *Approval of Minutes from the January 20, 2015 Board of Director's Meeting*

MOTION: To approve the January 20, 2015 meeting minutes; (Reyes, O'Connor). So voted unanimously.

3. *Treasurer's Financial Report:*

The Loyola Development Corp. Cash Flow is prepared by our accountant; John Vaz, Treasurer, present to speak about report and recapped the cash flow spreadsheet and asked if Executive Director, Nancy MacMillan would present the accounting report of actual expenditures and deposits; future income; and other projections.

The cash flow worksheets prepared by our accountant illustrate actual expenses for January/February as well as projection for the next several months.. Projections made from January through June 2015 include both actual and projected expenses that do not include the Wells Fargo cash donation of \$10,000 nor any expense or profit via 70 Richard Terrace. Based upon the delay in developer's fee to Loyola from the Liberty Commons project, we will need at least \$20,000 to make operating expenses.

We have decided to start accounting for cash flow income from Liberty Common rental income starting in March since we are not anticipating receiving much income in February due to uncertain occupancy. This projection is already off since leasing of the apartments is not as we had anticipated since Carabetta got a late start and leasing issues to qualify tenants and housing authority tenants delayed the process. It is very important that we receive our cash flow distribution from the rent roll on a monthly basis not quarterly or annually as Carabetta has suggested in past conversations. Our Board of Directors officers is planning a meeting with Sam Carabetta to discuss the project cash flow, the loan agreements, and other issues. We have not reconciled the expense reimbursements for predevelopment expenses that Loyola laid out to the project. How this is handles at the end of the project is still on the table. Additionally, our developer equity contribution to the project as promised in our tax credit application will exceed the amount we had pledged for the required developer equity. This also has to be reconciled so that Loyola receives some benefit for diligently working to keep the EDI funds active and to the project. The LDC Executive Director has saved the project money on several occasions and we should be compensated or at least have that considered when they talk about paying Carabetta back the expenses which were reimbursed..



Lastly, in February or March we should see a partnership developer fee distribution but this was not included due to uncertainty in timing and amount to Loyola. After receiving our developer's fee, we also will have an amount payable of \$5,000 to Len Mecca for his loan to Loyola to help us meet expenses in 2014. If we realize several thousand dollars cash flow from rental income from Liberty Commons and receive profit from the Wells Fargo property, we will be able to start due diligence on our next project on Bond Street and commence feasibility on the property on S Main Street.

Board President, Len Mecca, had asked Nancy MacMillan to draft a brief outline of activities which Loyola performed which reduced the overall project costs and/or provided extra sources of funds to the project. There have been various benefits to Loyola being a partner in this project.

W-9 forms/1099 forms were completed. .

MOTION: To approve the Treasurer's Report (O'Connor, Summa). So voted unanimously.

4. *Recapitulation of Board Officers Accounting Conference Call:*

Len Mecca recapped the conference call, which took place before the Board Meeting, between the Board Officers and the accountant at Carter Hayes, David Scaramozza. Basically David had analyzed Loyola's predevelopment expenses and appropriately categorized the expenses so that there was clarity as to what expenses should be reimbursed to Loyola, and how other expenses could be handled at the end of the project, to keep both partners whole. With assistance from Carabetta's accounting, the budget and sources and uses could be revised so that we may still recognize the originally proposed developer fees. The Officers are planning a meeting with Sam Carabetta to discuss the expenses issue as well as the Carabetta loan to Loyola issue.

5. *Executive Director's Report:*

LDC Executive Director, Nancy MacMillan, presented her monthly report. Handouts, as per the agenda packet, were distributed at the meeting.

A. *Project Update*

1. Liberty Commons
 - a. Accounting
 - b. Reporting, future monthly cash flow
 - c. EDI Report & Requisitions
 - d. Progress of work
 - e. Mayors Site Visit/ Republican American article
 - f. Ribbon Cutting
 - g. Energize CT site visit
 - h. Schindler elevator issue reconciled
 - i. Address reconciled
2. 45 Bond Street
 - a. Tocci Waterbury Visit



B. New Opportunities

70 Richard Terrace

- a. Pending closing - attorney
- b. Yamin participation
- c. Cost estimate for rehab from Tri-Con
- d. Appraisal

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City Owned Vacant Land

- a. Update from City - Corp Counsel Meeting regarding process

Testimony - Public Hearing

C. Potential Partnership(s)

University of Connecticut - Urban Studies Program - Meetings Update

D. Housing Rehab Program

Construction Manager

- a. Larry Wagner Meeting
- b. Tri Con - estimate for 70 Richard Terrace

E. Partner Meeting

Carabetta Partnership Meeting - next advance and loan documents

5. Old Business/New Business/Next Meeting:

Next meeting to be scheduled for March 24, 2015, at 6 pm.

6. Adjournment:

MOTION: To adjourn at 7:02 PM (Vaz, Torres) So voted unanimously.

Meeting notes: prepared by Nancy MacMillan, Executive Director on behalf of Gary O'Connor, LDC Board Secretary.