

**MINUTES OF THE APRIL 15, 2021 MEETING OF THE MEMBERS
OF THE FINANCE AUTHORITY OF MAINE**

Chair Daigler called the April 15, 2021 meeting of the Finance Authority of Maine to order at 9:04 a.m. This meeting was conducted virtually through Zoom. Provisions were made for the public to attend. This method was deemed necessary and appropriate due to the COVID-19 pandemic, and were determined authorized by PL 2020 ch 617, section G (**1 MRSA §403-A**).

Legal Assistant, Summer Knowlton, noted for the record that the members had received an Agenda and Notice of Meeting (*see Certificate of Mailing attached as Appendix 1*), and that notices of the meeting had been published in certain newspapers throughout the state (*see Affidavits of Publication attached as Appendix 2*).

A. CALL TO ORDER

Ms. Knowlton called the roll of the members and noted that there were sufficient members present for the purpose of beginning the meeting.

Those members present were as follows:

David Daigler, Chair
Richard Trafton, Vice Chair
Rebecca Asen
Greg Olson, in place of Henry Beck
James Howard
Lee Webb
Randy Charette for Amanda Beal
Heather Johnson
Renee Ouellette
Bettyann Sheats
Tim Nightingale
Blue Keim
James Violette
Dustin Brooks, Treasurer

Those members absent:

Omar Andrews

Staff present:

Carlos Mello, Acting Chief Executive Officer
Christopher Roney, General Counsel
Lisa Brown, Human Resources Manager
Shelly Desiderio, Chief Accounting Officer

Jonathan Harvell, Chief Information Officer
Martha Johnston, Director of Education
Elizabeth Vanderweide, Director of Business Development
Scott Weber, Senior Credit Officer
Summer Knowlton, Legal/HR Assistant

Guests:

Shana Cook Mueller, Bernstein Sher

Steve Hicks, Provident

A: CALL TO ORDER

A1: Ascertainment of Quorum 9:03 a.m.

A2: Approval of March 18, 2021 Board Meeting Minutes

A3: Approval of the minutes of March 12, 2021 Executive Committee Meeting

A4: Approval of the minutes of April 1, 2021 Risk Management and Audit Committee Meeting

A5: Approval of the minutes of March 25, 2021 Advisory Committee on Education Savings (ACES) Meeting

A motion was made by Mr. Trafton and seconded by Mr. Nightingale to approve/accept (1) the minutes of the March 18, 2021 Board Meeting; (2) the minutes of the March 12, 2021 Executive Committee; (3) the minutes of the April 1, 2021 Risk Management and Audit Committee Meeting; and (4) the minutes of the March 25, 2021 ACES Committee Meeting. The motion was approved by a vote of 11 in favor, 0 opposed and 0 abstentions

Lee Webb entered the meeting 9:08 a.m.

Bettyann Sheats entered the meeting at 9:11 a.m.

Blue Keim entered the meeting at 9:13 a.m.

B: CHAIR'S REPORT 9:08 am.

Mr. Nightingale reviewed the proposed Business Committee Charter changes, including reducing the number of members needed for a quorum and increasing the frequency of meetings to monthly, as needed. This would better suit the needs of FAME customers and lender banks, in addition to vetting Business deals before going to the board.

Ms. Asen went over the Risk Management and Audit Committee Charter, where minimal changes were made other than those needed to remain consistent with the number of Board members on the Committee and related quorum requirement.

A motion to approve the revisions to the Business Committee Charter and the Risk Management and Audit Committee Charter was made by Mr. Nightingale, seconded by Ms. Asen, and approved by a vote of 14 in favor, 0 opposed, and 0 abstentions.

Mr. Trafton updated the Board on the status of the Ad Hoc HAF Steering Committee, where the members are set to have more discussions with HAF/ASF leadership.

Mr. Brooks updated the Board on the CEO Search Committee, where he reported that the members of the Committee would be meeting with the Governor and that the Board can expect a more in-depth discussion/update at the May meeting.

Mr. Roney went over the FAME Conflict of Interest policy, as required annually.

C: ACTION ITEMS

C1: Approval of Bond Resolution- Finance Authority of Maine Education Loan Revenue Bonds

10:02 a.m.

Ms. Johnston requested approval of the Bond Resolution request, which would include up to a total of \$25 million in revenue bonds, which would redeem the 2010 series of these bonds and fund the origination of 2021-2022 education loans.

A motion to approve the Resolution was made by Mr. Trafton, seconded by Mr. Brooks and approved by a vote of 14 in favor, 0 opposed, and 0 abstentions.

C2: Approval of Bond Resolution- BioDiversity Research Institute *10:10 a.m.*

Mr. Roney requested approval for the Bond Resolution to purchase the building that BRI currently leases. BRI studies environmental change. Mr. Roney stated that the bond is a conduit bond at no risk to FAME or the State of Maine. The Department of Environmental Protection provided an assessment of the project that revealed no material issues and the City of Portland sent a letter of support.

A motion to approve the Resolution was made by Mr. Trafton, seconded by Mr. Brooks and approved by a vote of 14 in favor, 0 opposed, and 0 abstentions.

C3: Approval of Bond Resolution- Provident Moosehead Lake LC3 *9:36 a.m.*

Guest Steve Hicks, President and CEO of Provident, went over the goals and mission of Provident. Mr. Hicks went over the amenities that the bond revenue would purchase, to include the renovation of the existing resort, a new ski lift, ski area, boat slips, and more. The project would significantly contribute to the economic development of the area. Provident is a non-profit with the goal of developing lake-front areas.

Mr. Roney presented the request for approval of the bond, which is a conduit bond at no risk to FAME or the State of Maine. The Department of Environmental Protection has provided an assessment that revealed no concerning issues and Piscataquis County sent a letter of support of the project.

A motion to approve the Resolution for Provident- Moosehead Lake was made by Mr. Trafton, seconded by Mr. Brooks and approved by a vote of 14 in favor, 0 opposed, and 0 abstentions.

C4: Approval of Corporate Banking Resolution- Zion's 10:13 a.m.

Ms. Desiderio presented the resolution, which allows FAME to use digital signatures for banking transactions with this bank.

A motion to approve Corporate Banking Resolution as presented was made by Mr. Trafton, seconded by Ms. Asen, and approved by a vote of 13 in favor, 0 opposed, and 1 abstention (Johnson.)

C5: Approval of Corporate Banking Resolution- Bank of America 10:15 a.m.

Mr. Roney presented the request before the Board that would identify the permitted signors for this account, which is used for NextGen funds.

A motion to approve Corporate Banking Resolution as presented was made by Mr. Keim, seconded by Mr. Trafton, and approved by a vote of 13 in favor, 0 opposed, and 1 abstention (Johnson.)

C6: Approval of Underwriting Policy for Credit-Based Education Loan Programs 10:20 a.m.

C7: Approval of Fiduciary and Capitalization Policy for Credit-Based Education Loan Programs 10:21 a.m.

Ms. Johnston presented routine review of both policies, however, changes in interest rate indexes and how interest rates are reflected in the policies concerned some board members. Ms. Johnston offered to come back to the Board at a later date with more information on these policies.

A motion to table both action items until a further date was made by Mr. Trafton, seconded by Mr. Violette, and approved by a motion of 13 in favor, 0 opposed, and 1 abstention (Johnson.)

D: Acting CEO & Staff Reports 10:45 a.m.

Mr. Mello reported that FAME Staff had prepared a response to the Department of Economic and Community Development's request for collaboration. This request specifically focuses on the talent and innovation pillars of the State Strategic Plan.

Ms. Johnston gave a quarterly review of Education Programs, starting with FAFSA filings. Nationally, FAFSA filings are down from this time last year however, Mainers are filing their FAFSA at a higher rate than nationally. FAME Staff is working to increase outreach campaigns to help FAFSA filings.

Ms. Johnson also mentioned a preliminary discussion regarding earmarking some funds from NextGen fees received by FAME to increase the amount of students served the Maine State Grant, to include those who file past the May1 deadline. Mr. Brooks reported that this proposal went before the Education Committee and that the Committee was in support.

ADJOURN

A motion was made by Mr. Trafton and seconded by Mr. Brooks to adjourn and was approved unanimously.

The meeting adjourned at 11:21 a.m.

Respectfully submitted,

David Daigler, Chair

