



**The Town of Barnstable**  
**Affordable Housing Growth & Development**  
**Trust Fund Board**  
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**Mark S. Ells, Chairman**

**Friday, August 8, 2025**  
**Affordable Housing Growth & Development Trust Fund**  
**Board Meeting Minutes**  
**9:00 A.M.**

Alternative public access to this meeting was provided by utilizing a Zoom link or telephone number, both provided in the posted meeting notice.

**Board Member Attendees:** Mark Ells, Andy Clyburn, Mark Milne and Laura Shufelt.

**Other Attendees:** Jillian Douglass, Trust Administrator, Planning & Development; Ellen Swiniarski, Community Preservation Coordinator, Planning & Development. Special Counsel, Attorney Robert Galvin, Jr.; Betty Ludtke, Town Councilor; David Quinn, VP of Real Estate Development for Housing Assistance Corporation; Lily Gray, for Housing Assistance Corporation; Rob Brennan, Counsel for Housing Assistance Corporation; Tana Brennan, Consultant for Housing Assistance Corporation; Jonathon Tyler, member of the public/owner of property on Camp Street; Hector Guenther, member of the public with financial lending background.

**Call to Order**

With a quorum present, Chairman Ells called the meeting to order at 9:03 a.m. and stated that today's meeting will be recorded and rebroadcast via Xfinity Channel 8 or high-definition Channel 1072. It may also be accessed via the Video on Demand section on the Town of Barnstable's website. In accordance with MGL Chapter 30A, s. 20, the Chair will inquire whether anyone else is recording the meeting and, if so, please make your presence known. No one came forward.

**Member Introduction**

By roll call (present): Mark Ells (present), Laura Shufelt (present), Andy Clyburn (present), Mark Milne (present). Mark Ells will chair the meeting.

**Public Comment**

Jonathon Tyler introduced himself as an owner of property on Camp Street seeking to learn more about the Trust. Chair Ells suggested that Mr. Tyler contact Trust Administrator Douglass for additional information. Hector Guenther introduced himself as a finance professional with a background in lending. He noted that the loan term of 45 years listed on the agenda for Item 2 was "an odd term" and questioned if a Trust loan would be amortized.

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## Topics for Discussion

### **1. Continued discussion & Proposed Vote - (from 6/6/25 meeting) As to whether it shall be the policy of the Trust to offer 0%, long-term loans (instead of grants) to subsidize Low Income Housing Tax Credit (LIHTC) projects, in order to maximize Trust subsidy values.**

Ms. Douglass introduced that at the 6/6/25 meeting, after hearing a presentation and demonstration of the after-tax value of a loan versus a grant to a development, the Board had voted to offer a LIHTC project applicant a loan, instead of a grant. In the absence of the Chair, board members agreed to defer to the next meeting when the Chair could be present to vote whether this would be a general policy for all LIHTC projects.

Special Counsel Galvin explained that the presentation provided a compelling argument showing how a project grant costs more than a loan. He added that the Board had expressed a favorable opinion and noted that a 0% loan would return money to the Trust when it is repaid. At project owner typically would re-finance or extend the loan or pay it back at the end of the loan term. Special Counsel Galvin stated that he believed it would be a wise option to offer loans to LIHTC projects, noting that loans provide greater control over the potential for a loss of Trust investment intention. He noted that while a 40-45 year loan may be desired, a 20-year loan would allow greater flexibility and could be extended or repaid for an additional 20 or 30 years.

Laura Shuleft stated that a 30 to 40 year term for a 0% interest loan is typical and consistent with underwriting of HOME funds. She proposed 40 years to ensure consistency and added that the loan would be secured by a Note and a Mortgage.

for LIHTC projects.

Mark Milne stated that he would support the idea of a lump sum payment due at the end of the loan term, rather than annual amortization.

**Laura Shufelt moved that the Trust adopt as policy the allowance for 0%, long-term loans, intended to be repaid in a lump-sum or renewed for an additional term at the end of a minimum 20-year term, to be offered by the Trust as a means of subsidizing Low Income Housing Tax Credit program projects. The motion was seconded by Mark Milne. Roll call Vote: Laura Shufelt (yes), Mark Milne (yes), Andy Clyburn (yes), and Mark Ells (yes). Motion carried.**

### **2. Funding Award Clarification Request – Housing Assistance Corporation/ CommonWealth Builder project-** 50-unit moderate-income condominium-ownership project at 268 Stevens Street, Hyannis – \$1,000,000 subsidy in the form of a 0% interest 45-year loan, as opposed to grant, and revision of buyer income restrictions to restrict Affordability of 31 units for 100% Area Median Income (AMI), 15 units for 120% AMI, and 4 units un-restricted for market-rate sale. – Vice President of Real Estate Development David Quinn

Mr. Quinn addressed the Board and introduced Lily Gray, Rob Brennan and Tara Brennan as attending in reference to Housing Assistance Corporation's (HAC) CommonWealth Builder

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(CWB) project at 268 Stevens Street. He thanked the Board for their November grant award. He noted that there was no need to adjust the award to a loan – a grant was still desired – but stated that there is now a need to adjust the original Affordability mix of the project. The previous scope intended that 40 of the 50 units to be deed-restricted for households of 100% or less of Area Median Income (AMI). MassHousing had approved HAC's funding request but reduced the amount from the requested \$12 Million to \$10 Million. In order to absorb the reduction in State funding, the Team would adjust the mix to 31 units affordable to 100% AMI (or less) and 15 units affordable to 120% AMI, with 4 units to be sold at market-rate prices. Circumstances dictate that the sales restrictions need to be adjusted to capture higher price proceeds. HAC has reduced their Developer Fee and has re-negotiated with the General Contractor to accommodate changes that would fit within the reduced \$10 Million budget. The project has received building permits and is anticipating an October 2025 start date. The revised request is to maintain the \$1 Million subsidy for 31 "middle-income" ownership units with CWB less-than-perpetual deed restrictions.

Councilor Betty Ludtke spoke in favor of the request, stating that she is an avid supporter of the Commonwealth Builder (CWB) program, noting that Barnstable has had success matching slightly higher AMI buyers to ownership units. She believes CWB is exactly what "our community needs". She added that she is hoping that this project could be designed to include more 3-bedroom units, to accommodate growing families.

Laura Shufelt stated that she would like to see the updated pro-forma to be reviewed prior to closing. She also noted that she would like to see the CWB deed restrictions survive foreclosure to better comply with CPA restrictions.

Special Counsel Galvin noted that 46 of the ownership units would have CWB restrictions on re-sale. The Board could take a conditional vote, noting that the grant would not be closed until the details of the CWB that are inconsistent with CPA restrictions are identified. He added that the Board could issue a revised commitment letter itemizing the changed mix, the reduced developer fee, the requirement for restrictions to survive foreclosure, and other conditions. HAC could proceed with a vote of continued subsidy award.

Laura Shufelt stated that she would need to see the proforma and the financial projections before voting. She noted that the requirement for restrictions to survive foreclosure is in the Trust's Rules & Regulations.

Andy Clyburn stated that he would support a conditional vote.

Special Counsel Galvin stated that the Trust could ask MassHousing for an "Overlapping Restriction". Chair Ells asked if they have ever approved such a condition. Special Counsel Galvin stated that he could further review the Lowell and Springfield CWB deed restrictions, but noted that in those Gateway Communities had not been an issue. He added that a right of first refusal may have circumvented the need for survival language, noting that those municipalities may have buy-down funds available.

David Quinn stated that the CWB deed restrictions that were shared with the Board in December detailed that the restrictions offer shared equity after the 15<sup>th</sup> year, and that the CWB has set foreclosure provisions.

Attorney Brennan offered that the Board could either amend its regulations or accept the provisions of the CWB program with additional language drafted to address Barnstable's local concerns.

Chair Ells stated that he would consider treating the request to modify the Trust regulations, but that would likely require the Board seeing revision or conditional language.

Special Counsel Galvin (reading from the CWB documents) added that in the event of foreclosure, the Trust would be the "public option holder" under the CWB restriction wording, "with an option to purchase within 90 days for the balance owed on the Mortgage". He added that there is a requirement for a Fair Market Appraisal to be provided at MassHousing's expense. A "work-around" would be for the Trust to acquire a defaulted unit and restrict and rent or re-sell the unit with a new restriction, to maintain affordability but also re-coup costs.

Chair Ells noted that he felt that may be construed as deviating from the Trust's stated rules unless provision was made in advance.

Laura Shufelt noted that the re-sold unit would be re-instated with another CWB program restriction, and that if the unit is not resold within the 90 days it could be sold at market rate with no restriction.

Lily Gray (from HAC) indicated that she had believed the previous change to the Trust's Rules & Regulations to allow consideration of CWB projects had addressed the Trust's concerns. She referenced the Trust's previous vote to set aside funds annually to accumulate a pool of "buy-down" funds to intercede when CWB units came up for re-sale.

Andy Clyburn concurred that he, too, believed this issue had been resolved in December and that was how the Board was comfortable voting to award grant funding.

Laura Shufelt stated that the prior vote was to accept CWB shared equity deed restrictions. She stated that these are not typical deed restrictions and that the Affordability is not perpetual. The event of foreclosure had not been addressed. She believed the Board would need to suspend or waive its Rules. The set-aside of funds was intended to provide funds to buy units or supplement their affordability at re-sale, when the units come up for re-sale after 15 years, sharing ½ of the accumulated equity.

Chair Ells acknowledged that the fund was established to buy-down the affordability of these units when they are re-sold in the future. He suggested the Board may need to meet again before the next regularly scheduled meeting. He noted that he agreed the Board should address any broader concerns with the CWB legal instruments before addressing this specific grant. He stated that he did not wish to deviate from issued Rules & Regulations, but that the option exists to modify the regulations or adopt specific policy related to the CWB program.

Special Counsel Galvin referenced the 30+ pages of the CWB documents, and noted that a shared equity restriction, with a 90-day option to purchase in the event of default of foreclosure, could be slightly altered to include language that would allow for the installation of a new Affordable Housing Restriction upon re-sale.

Andy Clyburn questioned how long it would take to draft specific language and return to the Board. He stated his preference was to approve this grant if possible.

David Quinn (of HAC) asked if the Board would vote today to accept the revised unit affordability mix and approve the issuance of an award letter conditional upon the review of the updated pro-forma and a proposed addendum to the CWB deed restriction language. He explained that there would be a period of time between the 1<sup>st</sup> closing and the final closing on funding from MassHousing, and HAC would include the Trust in those closing discussions. He stressed that time is of the essence.

Mark Milne stated that he was comfortable voting conditional approval while the exact language of the grant was still pending.

Special Counsel Galvin stated that he felt confident that he could produce additional language to be included in the Trust's Grant Agreement sufficient to meet member concerns related to Affordability restrictions surviving foreclosure and preserving future affordability beyond the initial re-sale of units. He suggested that the Board could take a vote conditioned on satisfactory review of the proposed deed restrictions and resolution of the survivability of the restrictions in the event of foreclosure.

Laura Shufelt stated preserved Affordability would also require a sufficient balance in the Trust's "buy-down" reserve account specifically for this project, noting that the CWB program deed-restrictions are intended as starter-homes which include a value-incentive for the initial income-eligible buyers to sell after 15 years of occupancy. She stressed that the preservation of these units' future affordability will rely on the funding accumulated in the Trust's "CWB Buy-Down Reserve Account".

**Andy Clyburn moved that the Trust vote to approve HAC's CWB grant conditional upon the approval of the language in the final Grant Agreement. Mark Milne seconded the motion. Special Counsel added "with the intent that Special Counsel will produce additional language strengthening and preserving of the future Affordability of the deed restrictions and receive feedback from MassHousing in advance of the Trust's 9/12/25 Board meeting" so that the Board could approve the Grant terms, or address any further concerns via a waiver or a change to Trust Rules at that time. Mark Milne accepted the amended motion. The roll-call vote was Laura Shufelt (yes), Mark Milne (yes), Andy Clyburn (yes), and Mark Ells (yes). The motion carried.**

### **3. Planning and Reporting Updates/Potential Actions - Staff**

**a. Amendment to 2020 Declaration of Trust** – Special Counsel Robert Galvin Jr. Special Counsel Galvin stated a practice has been established of scheduling a zoom meeting the Tuesday before the Trust's monthly Board meetings between staff, himself and representatives from the Town's Legal Department to review and strategize on any pending legal issues in

advance of the Board needing opinions. He reported that during such a meeting on 8/5/25, it was determined that Amendment of the Trust Declaration does not require review or affirming vote by the Town Council. The Trust has the sole authority to make amendments. Both he and the Town's Legal Staff have reviewed the proposed amendment and affirmed it is acceptable.

Laura Shufelt stated that the current balance of the Trust's CWB Buy-Down Reserve Account is not sufficient to preserve (or buy-down) all of the CWB units proposed by HAC's 246 Stevens Street project.

Special Counsel Galvin offered to work with Board Member Shufelt to draft further language that would set aside additional incremental amounts of the Trust's anticipated receipts to annually build up the balance of buy-down reserve accounts.

**b. Draft Trust Report to Community Preservation Committee- End-of-Fiscal Year 2025 with updated balance sheets – Administrator Douglass**

Trust Administrator Douglass reported that she had hoped to include a draft End-Of Year Report in the packet, but she was still working on it. She invited Board Member feed-back and asked if they were satisfied with the length and contents of last year's report. Members implied that the previous report had been sufficient.

**c. Project Updates – Staff**

**i. Grant-Funded Projects – Administrator Douglass**

**1. FORWARD Phase 2 at 151 Hokum Rock Road, Dennis, MA**

Trust Administrator Douglass reported that the FORWARD project had slightly amended the project site plan and the land lease to reflect logistical issues, and that the project has been reported as on-track.

**2. Copacabana Realty Investments, Inc. at 11 Potter Ave.**

Trust Administrator Douglass reported that Special Counsel and the Town Legal Department made amendments to the Trust's previous legal instruments to address concerns related to the Trust's authorities to independently intervene in the event of default to protect and preserve Trust interests. Documents were in final form and in process for execution and "closing".

Laura Shufelt noted that the draft documents had been shared with her and she believed that changes further protected the Trust's interests and ability to enforce conditions and terms. She added that the revisions to language in the State Local Action Units form documents will still require EOHLC acceptance. She further noted that it would be the Attorney General's Office that would ultimately be responsible for enforcing terms and conditions if they were deemed not to be in compliance. It was suggested that Special Counsel Galvin consult with Laura Shufelt to ensure that the final language was sufficient.

**ii. Website postings and links**

Trust Administrator Douglass reported that Town staff has been working to update information on the Town's website and to institute periodic review practice to ensure posted information is current. The Trust's page had been criticized as not being current. Further, applicants have requested that grantee applications not be posted on the Town's website until an award has been finalized and only with private information redacted. She noted that most information in applications would be considered public and could be requested as such, but that posting beyond

the agenda exceeds requirements and has been identified as a disincentive to some applicants. Chair Ells suggested that all content for posting be reviewed by staff, and if necessary, referred to the Legal Department prior to posting.

### **iii. Status Regional (County) Housing Services Office**

Trust Administrator Douglass noted that through the HOME Consortium it has been reported that most Cape towns have already allocated funding to ensure establishment of a regional office to assist local staff with planning, monitoring and enforcement of Affordable housing, but that Barnstable is still in the process of defining a precise scope of needs for County support. As the Town's Representative to the Consortium, Laura Shufelt confirmed that the Scope of Work for Barnstable will exceed the capacity of the County's current staffing and will require contracted services. The scope, once defined, will be included in an advertised Request for Proposal (RFP) for professional services.

### **iv. Draft Update (2025) to Housing Production Plan (HPP)**

Trust Administrator Douglass reported that the HPP has been presented to the Planning Board and will be forwarded to the Town Council with their recommendation that the updates to the Local Comprehensive Plan (LCP) will need to be finalized first and the HPP will not proceed until the LCP updates are completed and accepted.

## **4. Correspondence/FYIs**

### **i. Potential Letters of Intent for temporary/transitional housing**

Trust Administrator Douglass reported she has been contacted by potential applicants seeking to utilize Trust funds to develop or support temporary housing or transient shelter. Laura Shufelt stated that **the Trust may not use funds generated via the Community Preservation Act (CPA) for temporary or transient housing.**

## **5. Matters Not Reasonably Anticipated by the Chair** **None were identified.**

## **6. Approval of Minutes** from the 6/6/25 Trust meetings **Action deferred to next Trust meeting.**

## **7. Topics for Future Meetings/Agendas –**

Laura Shufelt noted that as a member on the State's Seasonal Communities Advisory Committee, she will plan to present an update on discussions to date at the September 12<sup>th</sup> Board meeting.

## **8. Next Meeting – Proposed: Friday September 12, 2025, at 9:00a (2<sup>nd</sup> Fridays)**

## **9. ADJOURNMENT (Roll Call)**

**Andy Clyburn moved that the meeting be adjourned. The motion was seconded by Mark Milne. Roll Call Vote: Laura Shufelt (yes), Mark Milne (yes), Andy Clyburn (yes) Chair Ells (yes) Meeting adjourned.**

## **List of documents/exhibits used by the Board at the meeting:**

Exhibit 1 – Affordable Housing Trust Fund Board Meeting Agenda for August 8, 2025.

Exhibit 2 –

Respectfully submitted,  
Jillian Douglass, Trust Administrator  
Planning & Development Department