

**HAWAII HOUSING FINANCE AND DEVELOPMENT CORPORATION  
BOARD OF DIRECTORS  
SPECIAL MEETING**

**October 25, 2024**

MINUTES

The Board of Directors (Board) of the Hawaii Housing Finance and Development Corporation (HHFDC) held its special meeting on Friday, October 25, 2024, at 2:00 p.m., in the HHFDC Board Room, located at 677 Queen Street, Suite 300, Honolulu, Hawaii. The meeting was also livestreamed via Zoom and YouTube (<https://www.youtube.com/channel/UCJP6i8hhsS9EK769RJJfT5w>).

The meeting was called to order at 2:00 p.m. by Chair Mackler. On roll call, those present and excused were as follows:

Present: Director Gary Mackler, Chair  
(Remote) Director Carol Reimann, Vice Chair (arrived at 2:05 p.m.)  
Director Sean Sasaki, Secretary  
Director Jay Kimura  
Director Jason Bradshaw  
Director Luis Salaveria

Executive Director Dean Minakami

Excused: Director Donn Mende  
Director James Tokioka  
Director Scott Glenn

Staff: Linda Chow, Deputy Attorney General  
David Oi, Housing Finance Manager  
Jimmy Nyguen, Housing Finance Specialist  
Gordon Pang, Housing Information Officer  
Marc Orbito, Information Technology Systems Manager  
Helmer Betiong, Information Technology Specialist  
Esa Pablo, Administrative Assistant to the Board

Guests: Dave Nakamura, Mutual Housing Association of Hawaii  
Justin Sugiyama, Cades Schutte LLP  
Mark Anthony Clemente, Hawaii Regional Council of Carpenters  
Nathaniel Kinney, Hawaii Regional Council of Carpenters  
Heath Williams  
Rebekah Kim

Chair Mackler confirmed that there was no one present at the remote locations of Directors Sasaki, Bradshaw, Kimura, Salaveria, and himself.

Due to testimony received by the Hawaii Regional Council of Carpenters (HRCC) at HHFDC's October 10, 2024 Board of Directors Meeting, which expressed concerns relating to the Project Labor Agreement (PLA) signed by the Governor, Chair Mackler stated that this item was deferred to obtain clarification by the State of Hawaii Department of the Attorney General's office (AG's office) on the applicability of the PLA in relation to the Palolo Homes Acquisition and Rehabilitation Project (Project).

Chair Mackler asked that staff's report be presented, followed by public testimony.

Director Sasaki moved, seconded by Director Kimura, to approve staff's recommendation presented by Housing Finance Manager David Oi, approving Resolution No. 208, which authorizes a tax-exempt issuance of up to \$31.5 million in

**I.  
CALL TO  
ORDER/  
ROLL CALL**

**II.A.  
DISCUSSION  
AND/OR  
DECISION  
MAKING**  
Approve  
Resolution No.  
208, Authorizing  
the Issuance of  
Hula Mae Multi-  
Family Tax-  
Exempt Revenue  
Bonds for the  
Palolo Homes

Hula Mae Multi-Family (HMMF) Bonds for the Project. Financial closing was noted to be scheduled in November 2024, with project completion in March 2026.

(Vice Chair Carol Reimann arrived at this time – 2:05 p.m.)

Chair Mackler called upon Deputy Attorney General Linda Chow to provide the opinion deemed by the AG’s office on the concerns raised at the October 10, 2024 Board Meeting by the HRCC in respect to the PLA.

Chow stated that the PLA is a requirement that was put in place by the Governor for projects that involve public works or construction that is done pursuant to State bond financing. In this case, while the issuance of the bonds by HHFDC would typically trigger the requirement for a project to be covered by the PLA or the “Agreement-To-Be-Bound” requirement, it would have had to been made on or after July 1, 2024. As such, it has been deemed by the AG’s office that this is not subject to the PLA based on the timing of when the application request was submitted, and when the application was approved.

Director Salaveria requested that the Board enter in executive session pursuant to Section 92-5(a)(4), Hawaii Revised Statutes (HRS), to consult with the Board’s attorney on questions and issues pertaining to the Board’s powers, duties, immunities, privileges, and liabilities, as it relates to this matter.

Chair Mackler asked for public testimony before entering executive session.

Mr. Mark Clemente, HRCC, provided testimony (written testimony was also submitted), reiterating HRCC’s concern in the applicability of PLA for projects that come through the HHFDC, requesting that the Board consider an addendum to be added to Request for Proposals (RFPs) to make it clear that the PLA is applicable to projects that are financed by HHFDC.

There being no further testimony provided by the public, Director Salaveria moved, seconded by Director Bradshaw, to convene in executive session, pursuant to Section 92-5(a)(4), HRS, as stated above.

The motion was carried unanimously.

The Board entered executive session at 2:10 p.m.

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The meeting was reconvened at 2:20 p.m.

Chair Mackler stated that the Board discussed the applicability of the PLA to HHFDC financed projects in executive session and based on the facts presented today, the Board will proceed on voting. He stated that further guidance is anticipated to be given to the Board at a future date.

There being no further discussion, the motion was carried unanimously.

Chair Mackler thanked the HHFDC staff for their work on orchestrating today’s Special Meeting.

There being no further business on the agenda, Director Sasaki moved, seconded by Director Bradshaw to adjourn the meeting at 2:22 p.m.

The motion was carried unanimously.

*Sean Sasaki*  
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SEAN SASAKI  
Secretary