

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Financial Statements and
Required Supplementary Information

June 30, 2021

(With Independent Auditor's Report Thereon)

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Table of Contents

	Page
Independent Auditor's Report	2
Management's Discussion and Analysis – Required Supplementary Information	4
Statement of Net Position	11
Statement of Revenues, Expenses and Changes in Net Position	12
Statement of Cash Flows	13
Notes to Financial Statements	15

Independent Auditor's Report

The Honorable Douglas R. Hoffer
State Auditor of the State of Vermont
and
The Commissioners
Vermont Housing Finance Agency

Report on the Financial Statements

We have audited the accompanying financial statements of the Vermont Housing Finance Agency (the "Agency"), a component unit of the State of Vermont, as of and for the year ended June 30, 2021, and the related notes to the financial statements, which collectively comprise the Agency's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

The Agency's management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Agency as of June 30, 2021, and the respective changes in financial position and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 4 - 10 be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated September 30, 2021 on our consideration of Vermont Housing Finance Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Vermont Housing Finance Agency's internal control over financial reporting and compliance.



Baltimore, Maryland
September 30, 2021

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

This section of the Vermont Housing Finance Agency's (the Agency) annual Financial Report presents management's discussion and analysis of its financial performance and significant changes in financial position for the fiscal year ended June 30, 2021. Readers are encouraged to consider the information presented in conjunction with the financial statements as a whole.

Overview of the Agency

The Agency was created in 1974 by an Act of the General Assembly of the State of Vermont. The purpose of the Agency is to promote the expansion of the supply of funds available for mortgages on residential housing and to encourage an adequate supply of safe and decent housing at reasonable costs. The Agency is authorized to issue bonds and other obligations to fulfill its corporate purposes. Obligations of the Agency do not constitute debt of the State of Vermont.

The majority of the Agency's funding has been provided from the proceeds of sales of tax-exempt and taxable bonds and notes, and advances from lending institutions. Since September 1974, the Agency has issued \$3.8 billion of bonds, notes and line of credit borrowings, of which \$389 million was outstanding as of June 30, 2021, to finance its various programs. The proceeds of the debt have been or will be used to make mortgage loans to sponsors of Multi-Family residential housing units for persons and families of low and moderate income in the State and to purchase mortgage backed securities (MBS) or mortgage loans on Single Family residential housing units for persons and families of low and moderate income in the State. The bonds are secured pursuant to the terms of the resolutions under which they were issued.

Overview of the Financial Statements

The Agency's financial statements consist of three parts – Management's Discussion and Analysis, the basic financial statements and the notes to the financial statements. The basic financial statements include the Statement of Net Position, Statement of Revenues, Expenses and Changes in Net Position and the Statement of Cash Flows. The notes to the basic financial statements are intended to provide additional information that is essential to a full understanding of the data provided in the basic financial statements.

Financial Analysis

The Agency's Statement of Net Position consists primarily of single family and multi-family mortgage loans, mortgage backed securities, cash and investments, and related bonds and notes payable. It also includes a portfolio of construction loans, as well as a variety of other assets such as real estate owned and capital assets.

Cash and investments are used to fund loan and MBS purchases, bond debt service, and reserve funds, and are typically held in guaranteed investment contracts or other investment vehicles, as authorized in accordance with the Agency's investment policy.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

The following table summarizes the Net Position of the Agency as of June 30, 2021 with comparative data from the prior fiscal year (dollars in thousands):

	<u>2021</u>	<u>2020</u>	<u>Percentage change</u>
Assets:			
Cash and investments	\$ 70,655	79,811	(11.5)%
Loans receivable, net	227,234	241,823	(6.0)
Mortgage backed securities	182,330	258,735	(29.5)
Other assets	3,217	3,333	(3.5)
Capital assets, net	<u>573</u>	<u>642</u>	<u>(10.7)</u>
Total assets	<u>484,009</u>	<u>584,344</u>	<u>(17.2)</u>
Deferred Outflows of Resources:			
VHCB related deferred outflows	31,503	32,859	(4.1)
Interest rate swap agreements	413	670	(38.4)
Total deferred outflows of resources	<u>31,916</u>	<u>33,529</u>	<u>(4.8)</u>
Total assets and deferred outflows of resources	<u>515,925</u>	<u>617,873</u>	<u>(16.5)</u>
Liabilities:			
Bond and notes payable	389,096	496,125	(21.6)
Other liabilities	<u>11,271</u>	<u>8,550</u>	<u>31.8</u>
Total liabilities	<u>400,367</u>	<u>504,675</u>	<u>(20.7)</u>
Net position:			
Net investment in capital assets	573	642	(10.7)
Restricted for bond resolutions	99,802	100,250	(0.4)
Restricted for special purpose loans	5,281	4,067	29.9
Unrestricted	<u>9,902</u>	<u>8,239</u>	<u>20.2</u>
Total net position	<u>\$ 115,558</u>	<u>113,198</u>	<u>2.1%</u>

Total assets decreased by \$100.3 million for the fiscal year ended June 30, 2021 when compared to the year ended June 30, 2020, mainly due to a decrease in mortgage backed securities of \$76.4 million. This decrease is primarily due to the sale of \$51.3 million in mortgage backed securities, the majority of the proceeds of which were earmarked for the redemption of the Agency's remaining Mortgage Revenue Bonds and its Multiple Purpose 2012 Series ABC bonds.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

In addition to the aforementioned decrease in mortgage backed securities (MBS), mortgage loans receivable decreased by a net of \$14.6 million or 6.0%. Major contributors to mortgage loan and MBS changes were as follows:

- Multi-family loan originations totaled \$36 million for the twelve month period vs. \$105.7 million for the same period last fiscal year.
- Bond financed single family mortgage backed securities purchases totaled \$27.7 million for the twelve months vs. \$33.4 million for the same period last fiscal year.
- Down payment assistance loan originations totaled \$841 thousand vs \$1 million for the same period last fiscal year.
- Principal collections for the twelve month period totaled \$36.1 million in the multi-family portfolio and \$66.3 million in the single family whole loan and MBS portfolios.
- The amount of nonperforming loans transferred out of mortgage loans receivable for the twelve months was \$40 thousand.

The following table summarizes the change in mortgage loans receivable for the year ended June 30, 2021 (in thousands):

Beginning balance	\$ 241,823
Whole loan originations	36,052
Down Payment Assistance loans	841
Principal collections	(51,268)
Nonperforming loans transferred out	(40)
Change in loan loss reserves	(174)
Ending balance	<u><u>\$ 227,234</u></u>

The following table summarizes the change in mortgage backed securities for the year ended June 30, 2021 (in thousands):

Beginning balance	\$ 258,735
MBS Purchases	27,674
MBS Sold	(51,329)
Principal Paydowns on MBS	(50,968)
Change in fair value	(1,782)
Ending balance	<u><u>\$ 182,330</u></u>

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

The decrease of \$257 thousand in Deferred Outflows of Resources – Interest rate swap agreements reflects a decline in prevailing interest rates and a decrease in the outstanding notational value of the swaps.

The \$1.4 million decrease in Deferred Outflows of Resources – VHCB reflects the portion of the \$2.5 million Property Transfer Tax (PTT) revenue received from the State of Vermont which was allocated to reduction in Deferred Outflows for the fiscal year.

Total liabilities of the Agency decreased by \$104.3 million, or 20.7% for the fiscal year end June 30, 2021 when compared to the year ended June 30, 2020.

Bonds and notes payable decreased by a net of \$107 million, due primarily to bond principal payments of \$117.8 million, summarized as follows:

- Bonds redeemed prior to maturity resulting primarily from mortgage loan prepayments were \$48.4 million in the Multiple Purpose indenture and \$2.5 in the Mortgage Revenue Bond indenture.
- Bonds redeemed as result of scheduled maturities totaled \$9.0 million in the Multiple Purpose indenture, \$700 thousand in the Mortgage Revenue Bond indenture, \$1.3 million in the Multi-Family Mortgage Bond indenture and \$1.4 million in the Vermont Property Transfer Tax indenture.
- In September 2020, the Agency sold Federal Agency Certificates (Mortgage Backed Securities) the proceeds of which were used to redeem \$38.9 million and defease \$2.8 million in Mortgage Revenue Bonds and to defease \$12.8 million in Multiple Purpose Bonds.

Other payables increased \$2.2 million due primarily to a \$3.7 million increase in funds held for federal programs partially offset by a \$1.0 million decrease in accrued interest payable and a \$500 thousand decrease in funds held on behalf of others.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

Discussion of Changes in Statement of Revenues, Expenses and Changes in Net Position

The Agency's operating revenues consist primarily of interest income on mortgage and construction loans, investment income, and miscellaneous fee income. Operating expenses consist of bond interest expense and other debt financing costs, operational expenses, and mortgage servicing fees.

The following summarizes the changes for the fiscal year ended June 30, 2021 with comparative data from the prior fiscal year (dollars in thousands):

	<u>2021</u>	<u>2020</u>	<u>Percentage change</u>
Operating revenues:			
Interest on investments	\$ 515	1,311	(60.7)%
Interest on mortgage loans	11,684	12,780	(8.6)
Interest on mortgage backed securities	6,284	8,126	(22.7)
Fee income	1,983	1,347	47.2
Revenue from sales of state tax credits	1,201	1,261	(4.8)
State reimbursements	1,143	1,091	4.8
Grants	17	500	(96.6)
TBA program revenue	651	234	178.2
Gain on bond redemptions	823	864	(4.7)
Other revenue	40	70	(42.9)
Total operating revenues	<u>24,341</u>	<u>27,584</u>	<u>(11.8)</u>
Operating expenses:			
Financing costs	14,326	16,659	(14.0)
Mortgage servicing expenses	187	215	(13.0)
Operational expenses	5,155	5,105	1.0
Loan loss expenses, net	292	977	(70.1)
Total operating expenses	<u>19,960</u>	<u>22,956</u>	<u>(13.1)</u>
Operating income	<u>4,381</u>	<u>4,628</u>	<u>(5.3)</u>
Nonoperating revenues (expenses):			
Net appreciation (depreciation) in fair value of investments	(2,021)	8,988	—
Other nonoperating revenue	—	243	(100.0)
Federal programs:			
Program revenue	6,775	2,563	164.3
Program expenses	(6,083)	(2,512)	142.2
Administration and period costs	(692)	(51)	1,256.9
Total nonoperating revenues (expenses)	<u>(2,021)</u>	<u>9,231</u>	<u>—</u>
Increase in net position	<u>\$ 2,360</u>	<u>13,859</u>	<u>(83.0)%</u>

The Agency reported net operating income of \$4.4 million for the fiscal year ended June 30, 2021, compared to net operating income of \$4.6 million for the prior year. After the change in market value of investments,

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

inclusion of other non-operating revenue and the impact of the Federal Grant Programs, the overall net increase for the fiscal year ended June 30, 2021 is \$2.4 million compared with a net increase of \$13.9 million for the same period last year. Income and expense highlights include:

- Interest income on investments decreased \$796 thousand or 60.7% due to lower interest rates. Interest income on MBS decreased by \$1.8 million or 22.7% primarily due to the sale at the end of the first quarter of the \$51.3 million in MBS mentioned in the prior section on the Statement of Net Position.
- The increase in Fee income is due primarily to fees earned from the administration of the Mortgage Assistance Program.
- VHFA received a \$500,000 grant from the Federal Home Loan Bank in Fiscal Year 2020. VHFA did not receive an FHLB grant in Fiscal Year 2021.
- Financing costs decreased \$2.3 million or 14.0% relative to the same period last year. Costs related to the issuance of bonds decreased \$629 thousand relative to the same period last year due to the closing of the Multiple Purpose 2019A and 2020A single family bond issues and the Multi-Family 2019AB bond issue in the same period last year and the Multi-Family 2021A bond issue in the current year. Costs related to the defeasement of Mortgage Revenue Bonds 2011A and Multiple Purpose Bonds 2012 ABC increased financing cost by \$530 thousand. Interest expense decreased \$2.4 million relative to the same period last year largely due to fewer bonds outstanding.
- Loan and REO write offs, net of reserve adjustments, were \$292 thousand for the twelve months ended June 30, 2021, and are related to single family loans. Compared to the prior year, this is a decrease of \$685 thousand which includes a \$19 thousand decrease to the Agency's general loan loss reserves and a decrease of \$666 thousand for distressed property related expenses.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Management's Discussion and Analysis – Required Supplementary Information

June 30, 2021

Budgetary Information

The Agency prepares an annual budget of income, expenses, and fund transfers for the General Fund component of its Operating Fund. The budget is prepared by staff, and reviewed and approved prior to the start of the fiscal year by the Agency's Board of Commissioners.

The Agency relies on fund transfers from bond programs and General Fund unrestricted cash to bridge the gap between annual operating expenses and operating income.

For fiscal year 2021, the Agency budgeted \$1.9 million in operating revenues and \$5.3 million in operating expenses. Actual operating revenues of \$3.1 million exceeded budget due to unanticipated fee income from administering the Mortgage Assistance Program and Gains on sales of securities exceeding plan due to a stronger than anticipated TBA market. Actual operating expenses were under budget by \$116 thousand, most notably in the area of Travel and Training expenses.

Contacting the Agency's Financial Management

This financial report is designed to provide a general overview of the Agency's operations, and insight into the financial statements. If you have questions about this report or need additional information, please contact the Chief Financial Officer at VHFA, 164 St. Paul St., Burlington, VT 05401 or visit our website at www.vhfa.org.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Statement of Net Position

June 30, 2021

(in thousands)

Assets	Operating Fund	Single Family Mortgage Program Fund	Multiple Purpose Program Fund	Multi-Family Mortgage Program Fund	State Bond Fund	Total
Current assets:						
Cash and cash equivalents:						
Unrestricted	\$ 1,058	—	—	—	—	1,058
Restricted	11,976	1,397	29,103	16,074	316	58,866
Accrued interest receivable:						
Investments	2	16	12	10	—	40
Mortgage loans	1,342	3	542	254	—	2,141
Mortgage backed securities	—	1	523	—	—	524
Investments maturing within one year	2,300	—	—	1,642	—	3,942
Current portion of mortgage loans receivable	6,160	50	4,337	7,399	—	17,946
Current portion of mortgage backed securities	—	9	4,168	—	—	4,177
Other receivables and prepaid expenses	226	1	273	11	1	512
Due from (to) other funds	26	950	—	(976)	—	—
Total current assets	<u>23,090</u>	<u>2,427</u>	<u>38,958</u>	<u>24,414</u>	<u>317</u>	<u>89,206</u>
Noncurrent assets:						
Investments	—	4,927	862	1,000	—	6,789
Mortgage loans receivable, net	56,523	622	75,768	76,375	—	209,288
Mortgage backed securities	—	155	177,998	—	—	178,153
Capital assets, net	573	—	—	—	—	573
Total noncurrent assets	<u>57,096</u>	<u>5,704</u>	<u>254,628</u>	<u>77,375</u>	<u>—</u>	<u>394,803</u>
Total assets	<u>80,186</u>	<u>8,131</u>	<u>293,586</u>	<u>101,789</u>	<u>317</u>	<u>484,009</u>
Deferred Outflows of Resources						
VHCB related deferred outflows	—	—	—	—	31,503	31,503
Accumulated decrease in fair value of hedging derivatives - Interest rate swaps	—	—	413	—	—	413
Total deferred outflows of resources	<u>—</u>	<u>—</u>	<u>413</u>	<u>—</u>	<u>31,503</u>	<u>31,916</u>
Total assets and deferred outflows of resources	<u>80,186</u>	<u>8,131</u>	<u>293,999</u>	<u>101,789</u>	<u>31,820</u>	<u>515,925</u>
Liabilities						
Current liabilities:						
Current portion of notes payable	4,187	—	—	555	—	4,742
Current portion of bonds payable, net	—	—	8,991	1,623	1,410	12,024
Accrued interest payable	99	1	1,182	781	185	2,248
Other payables	483	—	109	338	—	930
Funds held on behalf of others	3,719	—	—	—	—	3,719
Funds held for federal programs	3,961	—	—	—	—	3,961
Total current liabilities	<u>12,449</u>	<u>1</u>	<u>10,282</u>	<u>3,297</u>	<u>1,595</u>	<u>27,624</u>
Noncurrent liabilities:						
Notes payable, net	51,981	—	—	5,557	—	57,538
Bonds payable, net	—	—	209,716	74,851	30,225	314,792
Fair value of derivative instrument - interest rate swaps	—	—	413	—	—	413
Total noncurrent liabilities	<u>51,981</u>	<u>—</u>	<u>210,129</u>	<u>80,408</u>	<u>30,225</u>	<u>372,743</u>
Total liabilities	<u>64,430</u>	<u>1</u>	<u>220,411</u>	<u>83,705</u>	<u>31,820</u>	<u>400,367</u>
Net Position						
Net investment in capital assets	573	—	—	—	—	573
Restricted for bond resolutions	—	8,130	73,588	18,084	—	99,802
Restricted for special purpose loans	5,281	—	—	—	—	5,281
Unrestricted	9,902	—	—	—	—	9,902
Total net position	<u>\$ 15,756</u>	<u>8,130</u>	<u>73,588</u>	<u>18,084</u>	<u>—</u>	<u>115,558</u>

See accompanying notes to financial statements.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Statement of Revenues, Expenses and Changes in Net Position

Year ended June 30, 2021

(in thousands)

	Operating Fund	Single Family Mortgage Program Fund	Multiple Purpose Program Fund	Multi-Family Mortgage Program Fund	State Bond Fund	Total
Operating revenues:						
Interest income:						
Investments	\$ 16	352	57	89	1	515
Mortgage loans	2,329	45	5,255	4,055	—	11,684
Mortgage backed securities	—	331	5,953	—	—	6,284
Fee income	1,815	—	159	9	—	1,983
Revenue from sales of state tax credits	1,201	—	—	—	—	1,201
State reimbursements	—	—	—	—	1,143	1,143
Grants	17	—	—	—	—	17
TBA program revenue	651	—	—	—	—	651
Gain on bond redemptions	—	4	819	—	—	823
Other revenue	40	—	—	—	—	40
Total operating revenues	<u>6,069</u>	<u>732</u>	<u>12,243</u>	<u>4,153</u>	<u>1,144</u>	<u>24,341</u>
Operating expenses:						
Financing costs, including interest expense	1,252	370	8,823	2,762	1,119	14,326
Mortgage servicing fees	—	2	185	—	—	187
Salaries and benefits	3,968	—	—	—	—	3,968
Operating expenses	896	6	6	3	23	934
Professional fees	113	5	25	21	—	164
Trustee fees	25	5	37	20	2	89
Provision for losses on loans and real estate owned	—	—	292	—	—	292
Total operating expenses	<u>6,254</u>	<u>388</u>	<u>9,368</u>	<u>2,806</u>	<u>1,144</u>	<u>19,960</u>
Operating income (loss)	<u>(185)</u>	<u>344</u>	<u>2,875</u>	<u>1,347</u>	<u>—</u>	<u>4,381</u>
Nonoperating revenues (expenses):						
Net decrease in fair value of investments and MBS	(9)	(27)	(1,926)	(59)	—	(2,021)
Federal programs:						
Program revenue	6,775	—	—	—	—	6,775
Program expenses	(6,083)	—	—	—	—	(6,083)
Administration and period costs	(692)	—	—	—	—	(692)
Total nonoperating revenues (expenses)	<u>(9)</u>	<u>(27)</u>	<u>(1,926)</u>	<u>(59)</u>	<u>—</u>	<u>(2,021)</u>
Income (loss) before transfers	(194)	317	949	1,288	—	2,360
Net transfers from (to) other funds	3,002	(8,122)	5,915	(795)	—	—
Increase (decrease) in net position	<u>2,808</u>	<u>(7,805)</u>	<u>6,864</u>	<u>493</u>	<u>—</u>	<u>2,360</u>
Net position:						
Net position at beginning of year	12,948	15,935	66,724	17,591	—	113,198
Net position at end of year	<u>\$ 15,756</u>	<u>8,130</u>	<u>73,588</u>	<u>18,084</u>	<u>—</u>	<u>115,558</u>

See accompanying notes to financial statements.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Statement of Cash Flows

Year ended June 30, 2021

(in thousands)

	Operating Fund	Single Family Mortgage Program Fund	Multiple Purpose Program Fund	Multi-Family Mortgage Program Fund	State Bond Fund	Total
Cash flows from operating activities:						
Mortgage loans interest receipts	\$ 2,308	46	5,271	3,983	—	11,608
MBS interest receipts	—	459	5,980	—	—	6,439
Mortgage loans principal collections	6,508	201	22,324	21,996	—	51,029
MBS sales and paydowns	—	46,332	55,464	—	—	101,796
Mortgage loan originations	(14,536)	—	—	(21,994)	—	(36,530)
MBS purchases, net	—	—	(27,674)	—	—	(27,674)
Fee income and other receipts	6,225	—	165	—	—	6,390
State tax credit sales	1,201	—	—	—	—	1,201
Salaries and benefits payments	(3,884)	—	—	—	—	(3,884)
Operating expense payments	(1,083)	(13)	(77)	(46)	(25)	(1,244)
Service fee and other payments	—	(2)	(185)	—	—	(187)
PTT receipts from State of Vermont	—	—	—	—	2,500	2,500
Federal program receipts	6,775	—	—	—	—	6,775
Federal program expenditures	(6,775)	—	—	—	—	(6,775)
Operating transfers from (to) other funds	—	1,990	(1,990)	—	—	—
Net cash (used in) provided by operating activities	(3,261)	49,013	59,278	3,939	2,475	111,444
Cash flows from investing activities:						
Investment sales	2,002	2,579	13,803	1,382	—	19,766
Investment purchases	(2,200)	(2,950)	(13,411)	(744)	—	(19,305)
Investment interest receipts	20	354	59	91	1	525
Net increase (decrease) in funds held on behalf of others	316	—	—	(233)	—	83
Sales of distressed properties	—	—	51	—	—	51
Distressed property expenditures	—	—	(32)	—	—	(32)
Net cash provided by (used in) investing activities	138	(17)	470	496	1	1,088
Cash flows from noncapital financing activities:						
Bond and note interest payments	(1,249)	(886)	(8,820)	(2,641)	(1,125)	(14,721)
Bond principal payments	—	(44,950)	(70,180)	(1,333)	(1,375)	(117,838)
Repayment of notes	(562)	—	—	(22,355)	—	(22,917)
Bond issue proceeds	—	—	—	10,490	—	10,490
Increase in notes payable	8,706	—	—	15,555	—	24,261
Gain on bond redemptions	—	4	819	—	—	823
Financing costs other than interest	(3)	—	(1,386)	(189)	—	(1,578)
Noncapital financing transfers from (to) other funds	2,976	(9,072)	5,915	181	—	—
Net cash provided by (used in) noncapital financing activities	9,868	(54,904)	(73,652)	(292)	(2,500)	(121,480)
Cash flows from capital and related financing activities:						
Capital asset purchases	(8)	—	—	—	—	(8)
Net cash used in capital and related financing activities	(8)	—	—	—	—	(8)
Net increase (decrease) in cash and cash equivalents	6,737	(5,908)	(13,904)	4,143	(24)	(8,956)
Cash and cash equivalents at beginning of year	6,297	7,305	43,007	11,931	340	68,880
Cash and cash equivalents at end of year	\$ 13,034	1,397	29,103	16,074	316	59,924

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Statement of Cash Flows - Continued

Year ended June 30, 2021

(in thousands)

	Operating Fund	Single Family Mortgage Program Fund	Multiple Purpose Program Fund	Multi-Family Mortgage Program Fund	State Bond Fund	Total
Reconciliation of cash flows from operating activities:						
Operating income (loss)	\$ (185)	344	2,875	1,347	—	4,381
Adjustments to reconcile operating income (loss) to net cash (used in) provided by operating activities:						
Depreciation	77	—	—	—	—	77
Financing costs other than interest	3	—	373	192	—	568
Investment interest income	(16)	(352)	(57)	(89)	(1)	(515)
Sales of distressed properties	—	—	(51)	—	—	(51)
Distressed property expenditures	—	—	46	—	—	46
Bond and note interest expense	1,251	369	8,357	2,570	1,120	13,667
Gain on bond redemptions	—	(4)	(819)	—	—	(823)
Net decrease in fair value of investments and MBS	—	(26)	(2,256)	—	—	(2,282)
Changes in assets and liabilities:						
(Increase) decrease in accrued interest receivable	(22)	129	42	(5)	—	144
(Increase) decrease in mortgage loans receivable	(8,028)	201	22,621	(122)	—	14,672
Decrease in mortgage backed securities	—	48,349	28,057	—	—	76,406
(Increase) decrease in other receivables and prepaid	(134)	3	(1)	(2)	—	(134)
Increase in VHCB related deferred outflows	—	—	—	—	1,356	1,356
Increase (decrease) in other liabilities	3,702	—	7	(77)	—	3,632
Increase in other payables	91	—	84	125	—	300
Net cash (used in) provided by operating activities	\$ (3,261)	49,013	59,278	3,939	2,475	111,444

Supplemental noncash operating/investing activities:

Mortgage loans receivable converted to real estate owned
amounted to \$40 in 2021

See accompanying notes to financial statements.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(1) Authorizing Legislation and Nature of Funds

(a) Authorizing Legislation

Vermont Housing Finance Agency (the Agency) was created as a body politic and corporate of the State of Vermont by an Act of the General Assembly approved on April 11, 1974 (the Act). The purpose of the Agency is to promote the expansion of the supply of funds available for mortgages on residential housing and to encourage an adequate supply of safe and decent housing at reasonable costs. The Agency is a component unit of the State of Vermont and the State of Vermont appoints a majority of the Agency's board of commissioners.

The Agency is empowered by the Act and subsequent amendments to issue bonds and notes. Instruments so issued do not constitute a debt or obligation of the State of Vermont and are payable solely from revenues or assets of the Agency.

The State of Vermont has pledged and agreed with the holders of bonds and notes of the Agency not to impair in any way the rights and remedies of such holders.

(b) Basis of Presentation and Nature of Funds

The financial statements are presented on a program basis, combining the various restricted accounts required by each bond resolution into groups that account for the various bonds issued, related costs of issuance and debt service activity and the investment and related earnings of the bond proceeds in mortgages or loans and temporary investments and the maintenance of certain reserve fund requirements – all under the specific requirements of each resolution.

These accounts are in turn grouped by program as described below for the Operating Fund, the Single Family Mortgage Program Fund, the Multiple Purpose Program Fund, the Multi-Family Mortgage Program Fund, and the State Bond Fund.

(i) Operating Fund

This fund derives its revenue principally from fees, mortgage interest and investment income. Operating expenses of the Agency are paid from this fund.

Transfers from program funds to the Operating Fund represent amounts allowed to be transferred pursuant to the terms of the Agency's bond resolutions.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(ii) Single Family Mortgage Program Fund

This fund has been established under the Single Family Insured Mortgage Bond Resolution adopted in September 1976, the Single Family Mortgage Purchase Bond Resolution adopted in June 1978, the Home Mortgage Purchase Bond Resolution adopted in July 1983, the Single Family Housing Bond Resolution adopted in September 1990, and the Mortgage Revenue Bond (Mortgage Backed Securities Program) indenture adopted in December 2009 under the federal New Issue Bond Program (NIBP). Monies from these programs have been used by the Agency to purchase mortgage backed securities or mortgage loans on single family residential housing units for persons and families of low and moderate income in Vermont.

(iii) Multiple Purpose Program Fund

This fund has been established under the Multiple Purpose Bond indenture adopted in July 2007. Monies from these programs have been used by the Agency to finance mortgage loans on single family residential housing units and multi-family residential housing units for persons and families of low and moderate income in Vermont.

(iv) Multi-Family Mortgage Program Fund

This fund has been established under the Multi-Family Mortgage Bond Resolution adopted in February 1977, the Multi-Family Housing Bond Resolution adopted in September 1981, the Multi-Family HFA initiative adopted in December 2009 under the federal NIBP, and various individualized taxable and tax exempt bond resolutions adopted between December 1985 and June 2007. Monies from these programs are used by the Agency to make and finance mortgage loans to sponsors of multi-family residential housing units for persons and families of low and moderate income in Vermont.

(v) State Bond Fund

This fund has been established under the Property Transfer Tax Revenue Bond Resolution adopted in December 2017. Bonds issued under this program are special, limited obligations of the Agency paid and secured solely from pledged State of Vermont Property Transfer Tax Revenues. Bond proceeds are used to provide funds to the Vermont Housing and Conservation Board (VHCB) to create affordable housing in Vermont.

(vi) Reserve Requirements

Under various bond resolutions of the Agency, certain amounts from bond proceeds are required to be set aside and maintained for potential debt service requirements in trusteed accounts. As of June 30, 2021 reserve requirements totaled \$655,000 for the Operating Fund, \$2,483,000 for the Multiple Purpose Program Fund, and \$4,677,000 for the Multi-Family Mortgage Program Fund. Amounts held in reserve accounts as of June 30, 2021 exceeded the required balances in all cases.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The Agency's financial statements have been prepared on the accrual basis of accounting using the economic resource measurement focus. Accordingly, the Agency recognizes revenue in the period earned and expenses in the period incurred.

(b) Net Position

Net Position has been classified for external financial reporting purposes into the following three categories:

- *Net investment in Capital Assets* – Capital assets, net of accumulated depreciation, and cost of construction or improvement of those assets.
- *Restricted* – Net Position subject to externally imposed stipulations.
- *Unrestricted* – Net Position that is not subject to externally imposed stipulations. Unrestricted Net Position may be designated for specific purposes by action of management or the Board of Commissioners or may otherwise be limited by contractual agreements with outside parties.

The Agency first considers restricted amounts to have been spent when an expenditure is incurred for purposes for which both restricted and unrestricted net position is available.

(c) Cash Equivalents

The Agency considers all highly liquid investments with original maturities of three months or less to be cash equivalents for purposes of the Statement of Cash Flows. Cash equivalents also includes mortgage payments which are held in trust by loan servicers in depository accounts or amounts in transit to trustees to be invested in collateralized repurchase agreements.

(d) Mortgage Loans Receivable

Mortgage loans receivable are carried at their uncollected principal balances less allowances for loan losses on mortgages and reserves for federally funded loans that are pass-through in nature.

The allowance for the multi-family loan portfolio is based on a review of each loan and considers the operating cash flows of the respective projects and fair values of the properties. At June 30, 2021, the allowances for loan losses totaled \$6,763,000, broken out as follows: \$2,626,000 for the Operating Fund, \$1,000 for the Single Family Fund, \$2,276,000 for the Multiple Purpose Fund and \$1,860,000 for the Multi-Family Fund and are recorded net with the mortgage loans receivables on the Statement of Net Position.

The reserve for federally funded mortgage loans made under Section 1602 and the Tax Credit Assistance Program (TCAP) is \$19,579,000 and is recorded net with the mortgage loans receivables and loan loss allowance in the Operating Fund on the Statement of Net Position.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(e) *Mortgage Backed Securities*

Mortgage backed securities consist of Federal National Mortgage Association (FNMA), Federal Home Loan Mortgage Corporation (FHLMC), and Government National Mortgage Association (GNMA) certificates. Mortgage backed securities are reported at fair value on the Statement of Net Position, and the net appreciation (depreciation) in the fair value is recognized in the Statement of Revenues, Expenses and Changes in Net Position.

(f) *Investments*

Investments are comprised of short-term investments that did not meet the cash equivalent criteria and mature in one year or less, and long-term investments with maturities in excess of one year. Investments, excluding guaranteed investment contracts (GICs), are reported at fair value in the Statement of Net Position. The net appreciation (depreciation) in the fair value of investments, including both realized and unrealized gains and losses, is recognized in the Statement of Revenues, Expenses, and Changes in Net Position. The Agency's GICs are considered non-participatory in nature and therefore are recorded at cost rather than fair value.

(g) *Interest Income*

Interest income on mortgage loans, investments, and mortgage backed securities is recorded as income when earned.

(h) *Capital Assets and Depreciation*

The Agency records purchases of its capital assets at cost and depreciates that cost over the estimated useful lives of the assets, which are forty years for the building, five to ten years for building improvements, and three to five years for furniture and fixtures and computer equipment, using the straight-line method. In accordance with the Agency's capitalization policy, capital assets greater than \$3,000 are capitalized.

(i) *Real Estate Owned*

Real estate owned (REO) consists of properties acquired through foreclosure or repossession and are carried at the lower of cost or net realizable value (estimated market value less costs to sell).

(j) *Deferred outflows*

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources, which represents a consumption of net position that applies to future periods.

The Agency issued State Property Transfer Tax Revenue (PTT) Bonds in fiscal year 2018 to provide funds to the Vermont Housing and Conservation Board (VHCB), a component unit of the State of Vermont financial reporting entity, to create affordable housing in Vermont. The State of Vermont has pledged to transfer to the Agency \$2,500,000 of State PTT receipts annually through 2038 to cover the PTT Bond debt service payments. Cash transfers to VHCB are recorded as deferred outflows of resources. As the annual State PTT reimbursements are received, the applicable PTT Bond interest

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

portion is paid and the remaining reimbursement reduces the VHCB deferred outflows balance and is reported on the Statement of Revenues, Expenses and Changes in Net Position as State reimbursements.

(k) Hedging Derivatives – Interest Rate Swaps

The Agency enters into interest rate swap agreements with counterparties with the intention to achieve a lower overall cost of funds for certain bond issuances. In accordance with GASB Statement No. 53, *Accounting and Financial Reporting for Derivative Instruments*, the interest rate swap instruments are reported at fair value on the Statement of Net Position.

All of the Agency's interest rate swaps are deemed to be effective cash flow hedges and therefore the fair value adjustment is reported as a deferred outflow on the Statement of Net Position.

(l) Bond Issuance Costs and Amortization

Bond premiums and discounts are deferred and amortized over the lives of the respective issues using the straight-line method. Scheduled amortization of net bond premiums are \$192,000 for each of the five years ending June 30, 2022 through 2026.

Bond issuance costs are expensed in the period they are incurred.

In the event of an in-substance defeasance, the difference between the reacquisition price and net carrying amount of defeased bonds is recognized as a gain or loss in the Statement of Revenues, Expenses and Changes in Net Position.

(m) Income Tax Status

The Agency is generally not subject to federal and Vermont income taxes under Section 115 of the Internal Revenue Code (IRC) and applicable state laws. The Agency qualifies as a tax-exempt organization under Section 501(c)(3) of the IRC.

(n) Arbitrage to be Rebated

Bonds issued by the Agency are subject to a variety of Internal Revenue Service (IRS) regulations which limit the amount of income which may be earned with non-mortgage investments to an amount not greater than that amount which would have been earned had the funds been invested at the yield on the bonds as defined by the IRS. Excess earnings, if any, must be rebated every five years.

(o) Operating and Nonoperating Revenues and Expenses

The Agency records all revenues and expenses related to its loan programs as operating revenues and expenses since they are generated from the Agency's daily operations needed to carry out its statutory purposes. Investment income is recorded as operating revenue in all funds. Gains and losses on bond redemption are recorded in operating results, as they are a part of the normal operations of the Agency's activities.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

Net appreciation and depreciation in the fair value of investments and federal grant revenues and expenses are recorded as nonoperating revenues and expenses. Grants received from federal, state and local governments are recognized as nonoperating revenue as the related expenditures are incurred.

(p) Use of Estimates

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles (GAAP) requires estimates and assumptions that affect the reported amount of the assets and liabilities and contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant items subject to estimates and assumptions include the provision for loan losses and the valuation of investments.

(3) Cash, Cash Equivalents and Investments

For mortgage program investments, bond resolution requirements mandate specific classes of investment vehicles. Qualified investments are: direct obligations of the United States of America; obligations unconditionally guaranteed by the United States of America; indebtedness issued by certain federal agencies; bank time deposits evidenced by certificates of deposit insured by the Federal Deposit Insurance Corporation (FDIC) and, if in excess of insured limits, collateralized in full by the aforementioned federal government investments; obligations of the State of Vermont, and/or federal or state insured mortgages; collateralized repurchase agreements secured by obligations of the federal government; Guaranteed Investment Contracts with the collateral held by or at the direction of the appropriate trustee; and, investment agreements with banks or bank holding companies rated in the top categories by nationally recognized rating agencies.

The Agency has an investment policy with an overriding goal of providing optimum coverage of risk exposure and maintaining liquidity necessary for future cash needs while maximizing the return on investments. All investment agreements with banks or bank holding companies, insurance companies or other financial institutions must be rated at least "A" by nationally recognized credit rating agencies or have posted adequate collateral to minimize the Agency's risk. All bonds are issued by U.S. Treasury or U.S. government agencies such as FNMA, FHLMC and FHLB, and had implied credit ratings of AAA at the time of purchase and continued to hold those ratings at June 30, 2021. In August of 2011, Standard & Poors (S&P) downgraded the long-term debt rating of the U.S. Government from AAA to AA+. S&P subsequently lowered its credit rating on both Fannie Mae (FNMA) and Freddie Mac (FHLMC) one level from AAA to AA+, noting that the two companies were directly reliant on the U.S. government and have been under U.S. government conservatorship since 2008. The debt of the U.S. Government, FNMA and FHLMC continue to be rated Aaa by Moody's Investment Services.

(a) Custodial Credit Risk

The custodial credit risk for deposits is the risk that in the event of a bank failure, the Agency's deposits may not be recovered. Bank deposits in excess of the insured amounts are uninsured and uncollateralized. Deposits in bank accounts at June 30, 2021 totaled \$11,562,000. Of this amount, \$10,314,000 was exposed to custodial credit risk as uninsured and uncollateralized.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

For an investment, custodial credit risk is the risk that, in the event of failure of the counterparty, the Agency will not be able to recover all or a portion of the value of its investments or collateral securities that are in the possession of an outside party. As of June 30, 2021, all of the Agency's investments were insured, registered, collateralized, or were held by the Agency or its agent in the Agency's name.

(b) Cash and Investments

The Agency's cash and investments at June 30, 2021 are presented below (in thousands).

	Total	Investment maturities (in years)			
		Less than 1	1 – 5	6 – 10	More than 10
Cash	\$ 11,562	11,562	—	—	—
Money market accounts	48,362	48,362	—	—	—
Certificates of deposit	2,742	1,742	1,000	—	—
Guaranteed investment contracts	4,926	—	4,926	—	—
U.S. Treasury securities	2,200	2,200	—	—	—
Government agency securities	863	—	—	863	—
Mortgage backed securities	182,330	4,177	18,106	26,405	133,642
Total cash and investments	\$ 252,985	68,043	24,032	27,268	133,642

The following table provides information on the credit ratings associated with the Agency's cash and investments at June 30, 2021 (in thousands):

	Total	AAA	AA	A	NR
Cash	\$ 11,562	—	—	—	11,562
Money market accounts	48,362	—	—	—	48,362
Certificates of deposit	2,742	—	—	—	2,742
Guaranteed investment contracts	4,926	—	4,926	—	—
U.S. Treasury securities	2,200	2,200	—	—	—
Government agency securities	863	863	—	—	—
Mortgage backed securities	182,330	182,330	—	—	—
Total cash and investments	\$ 252,985	185,393	4,926	—	62,666

(c) Concentration of Credit Risk

Concentration of credit risk is the risk of loss attributable to the magnitude of the Agency's investment in a single issuer. Of the Agency's total cash and investments, 2% are guaranteed investment contracts (GICs) and 72% are MBS. Of the Agency's GICs, 100% is invested at PNC. MBS issued by Ginnie Mae, Fannie Mae, and Freddie Mac comprise 51%, 46%, and 3%, respectively, of the Agency's MBS portfolio.

(d) Interest Rate Risk – Investments

Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Agency's policy does not limit investment maturities as a means of managing its exposure to fair value losses arising from increasing interest rates.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(4) Fair Value of Investments, MBS, and Interest Rate Swaps

VHFA has adopted GASB No. 72, *Fair Value Measurement and Application*. This statement establishes a hierarchy of inputs to valuation techniques used to measure fair value:

- Level 1 – quoted market prices in active markets
- Level 2 – inputs other than quoted market prices that are observable either directly or indirectly
- Level 3 – unobservable inputs

U.S. Treasury securities and government agency securities classified in Level 1 are valued using prices quoted in active markets for those securities. Certificates of deposit and mortgage backed securities classified in Level 2 are valued using a matrix pricing technique. Matrix pricing is used to value securities based on the securities’ relationship to benchmark quoted prices. Interest rate swaps are valued based on quoted market prices or model-driven valuations using significant inputs derived from or corroborated by observable market data and determined to be Level 2.

The investments, MBS, and interest rate swaps that the Agency measured at fair value at June 30, 2021 are as follows (in thousands):

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Certificates of deposit	\$ 2,742	—	2,742	—
U.S. Treasury securities	2,200	2,200	—	—
Government agency securities	863	863	—	—
Mortgage backed securities	182,330	—	182,330	—
Total investments	<u>\$ 188,135</u>	<u>3,063</u>	<u>185,072</u>	<u>—</u>
Interest rate swaps	<u>\$ 413</u>	<u>—</u>	<u>413</u>	<u>—</u>

There have been no changes in Level 1, Level 2, and Level 3 and no changes in valuation techniques for these assets or liabilities for the year ended June 30, 2021.

(5) Mortgage Loans Receivable

(a) Single Family Mortgage Loans Receivable

Single Family mortgage loans earn interest at annual rates ranging from 0% to 9.05%. Mortgage payments are received monthly by the Agency from which service fees are generally retained by servicing lenders or sub-servicers.

At June 30, 2021, approximately 4.5% of the Single Family mortgage portfolios consist of primary insured mortgages.

Mortgage loans, not requiring primary insurance, are limited to 80% of the appraised value of the property.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(b) Multi-Family Mortgage Loans Receivable

Multi-family mortgage loans receivable earn interest at annual rates ranging from 0% to 7.85%, and are collateralized by first mortgage liens on all real and personal property of the mortgage premises.

(6) Capital Assets

Capital Asset activity for the year ended June 30, 2021 is shown in the following table (in thousands):

	<u>Beginning balance</u>	<u>Additions</u>	<u>Ending balance</u>
Capital assets not being depreciated:			
Land	\$ 50	—	50
Capital assets being depreciated:			
Building	1,001	—	1,001
Building improvements	987	—	987
Computer equipment	664	8	672
Furniture and fixtures	213	—	213
Total capital assets being depreciated	<u>2,865</u>	<u>8</u>	<u>2,873</u>
Less accumulated depreciation for:			
Building	(638)	(25)	(663)
Building improvements	(786)	(32)	(818)
Computer equipment	(636)	(20)	(656)
Furniture and fixtures	(213)	—	(213)
Total accumulated depreciation	<u>(2,273)</u>	<u>(77)</u>	<u>(2,350)</u>
Total capital assets being depreciated, net	<u>592</u>	<u>(69)</u>	<u>523</u>
Capital assets, net	<u>\$ 642</u>	<u>(69)</u>	<u>573</u>

Depreciation expense of \$77,000 was charged to the Operating Fund.

(7) Deferred Outflows of Resources – VHCB related deferred outflows

Proceeds of the State Property Transfer Tax Revenue (PTT) Bonds are used to provide funds to the Vermont Housing and Conservation Board (VHCB), a component unit of the State of Vermont financial reporting entity, to create affordable housing in Vermont. Amounts transferred to VHCB are recorded as deferred outflows of resources. The State of Vermont has pledged to transfer to the Agency annual State PTT receipts to cover the PTT Bond debt service payments. The VHCB related deferred outflows beginning balance of \$32,859,000 less applicable State PTT receipts of \$1,356,000 equals the ending VHCB related deferred outflows balance at June 30, 2021 of \$31,503,000.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(8) Funds Held on Behalf of Others

Funds held on behalf of others are received primarily from multi-family housing developers and are governed by agreements, and released upon satisfactory compliance with their terms. At June 30, 2021, \$3,719,000 was held on behalf of others.

(9) Bonds Payable

Outstanding bonds payable at June 30, 2021 are as follows (dollars in thousands):

A. Multiple Purpose Program Fund:

Multiple Purpose Bonds:

2013 Series A, B and C, maturing 2021 to 2043, interest at 3.682% to 4.875%	\$ 5,015
2014 Series A and B, maturing 2021 to 2044, interest at 2.75% to 4.25%	17,440
2015 Series A, B, C, D and E, maturing 2021 to 2045, interest at 2.6% to 4.78%	16,515
2015 Series F and G, maturing 2021 to 2045, interest at 2.25% to 4.0%	9,445
2016 Series A and B, maturing 2021 to 2046, interest at 1.6% to 4.0%	14,415
2016 Series C and D, maturing 2021 to 2046, interest at 1.4% to 4.0%	15,890
2017 Series A and B, maturing 2021 to 2047, interest at 1.9% to 4.05%	17,460
2017 Series C and D, maturing 2021 to 2048, interest at 1.6% to 4.0%	17,285
2018 Series A, maturing 2021 to 2048, interest at 2.25% to 4.0%	21,855
2018 Series B, C, D, E, F and G, maturing 2021 to 2048, interest at 0.0% to 5.05%	32,590
2019 Series A, maturing 2021 to 2049, interest at 1.55% to 4.0%	22,360
2020 Series A, maturing 2021 to 2050, interest at 1.0% to 3.75%	24,285
Total Multiple Purpose Program Fund	<u>214,555</u>

B. Multi-Family Mortgage Program Fund:

Mortgage Program:

2012 Series A, B and C, maturing 2021 to 2052, interest at 3.05% to 4.629%	20,540
2014 Series A, B and C, maturing 2024 to 2045, interest at 4.55% to 6.0%	12,680
2019 Series A and B, maturing 2021 to 2049, interest at 2.1% to 3.9%	13,335
2021 Series A, maturing 2022 to 2051, interest at 0.2% to 2.6%	10,490
Total Mortgage Program	<u>57,045</u>

HFA Initiative Multifamily Bonds:

2009 Series C and 2011 Series A, maturing 2021 to 2051, interest at 2.32% to 3.2%	16,880
2012 Series A, maturing 2021 to 2042, interest at 5.25%	2,621
Total HFA Initiative Multifamily Bonds	<u>19,501</u>
Total Multi-Family Mortgage Program Fund	<u>76,546</u>

C. State Bond Fund:

Vermont Property Transfer Tax Revenue Bonds

Series 2018, maturing 2021 to 2037, interest at 2.55% to 3.8%	31,635
Total State Bond Fund	<u>31,635</u>

Total bonds payable 322,736

Plus Unamortized Bond Premium (Discount), net 4,080

\$ 326,816

(All calendar year 2021 maturities on bonds payable occur after June 30, 2021).

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

A summary of bonds payable, discount on bonds, and premium on bonds activity for the year ended June 30, 2021 is as follows (in thousands):

	<u>Beginning balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending balance</u>	<u>Due within one year</u>	<u>Due thereafter</u>
Bonds payable	\$ 430,084	10,490	(117,838)	322,736	11,832	310,904
Discount on bonds	(113)	—	40	(73)	(4)	(69)
Premium on bonds	5,218	—	(1,065)	4,153	196	3,957
Bonds payable, net	<u>\$ 435,189</u>	<u>10,490</u>	<u>(118,863)</u>	<u>326,816</u>	<u>12,024</u>	<u>314,792</u>

All bonds in the Multiple Purpose and Multi-Family Program Funds are general obligations of the Agency and are collateralized by the operating revenues, loans, funds, and investments pledged pursuant to the respective bond resolutions. The bond documents contain provisions that in the event of default, outstanding principal and accrued interest are immediately due and payable.

Bonds in the State Bond Fund are special, limited obligations of the Agency and are secured solely from pledged State of Vermont Property Transfer Tax Revenues. In the event of default the Bond Trustee may proceed to protect and enforce its rights and the rights of the Bond owners under the Vermont Housing Finance Agency Act, the Vermont Transfer Tax Statute, and the Bonds and Bond Indenture by such suits, actions, or proceedings deemed expedient.

In most cases, interest is payable semi-annually. All bonds are subject to redemption after various dates at par value.

Debt service requirements at June 30, 2021 are as follows (in thousands):

Year ending June 30:	<u>Multiple Purpose</u>		<u>Multi-Family</u>		<u>Property Transfer Tax</u>		<u>Total</u>	
	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>	<u>Principal</u>	<u>Interest</u>
2022	\$ 8,795	7,070	1,627	2,488	1,410	1,088	11,832	10,646
2023	8,980	6,902	2,054	2,480	1,450	1,048	12,484	10,430
2024	8,965	6,720	2,025	2,425	1,495	1,006	12,485	10,151
2025	8,780	6,515	2,339	2,364	1,535	961	12,654	9,840
2026	8,670	6,280	2,684	2,287	1,590	912	12,944	9,479
2027-2031	44,930	27,376	15,144	9,992	8,780	3,719	68,854	41,087
2032-2036	44,700	19,568	16,293	7,194	10,555	1,945	71,548	28,707
2037-2041	31,630	12,450	16,023	4,336	4,820	185	52,473	16,971
2042-2046	31,075	7,037	11,682	1,693	—	—	42,757	8,730
2047-2051	18,030	1,383	6,310	478	—	—	24,340	1,861
2052-2056	—	—	365	6	—	—	365	6
Total	<u>\$ 214,555</u>	<u>101,301</u>	<u>76,546</u>	<u>35,743</u>	<u>31,635</u>	<u>10,864</u>	<u>322,736</u>	<u>147,908</u>

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

The Agency enters into interest rate swap agreements with counterparties in connection with the Variable Rate Demand Bonds (VRDB). Under the current swap agreement, the swap provider pays the Agency an amount based on the Securities Industry and Financial Markets Association (SIFMA), and the Agency pays the swap provider an amount at a fixed rate of interest.

Using rates as of June 30, 2021, debt service requirements of the variable rate bonds and net swap payments, assuming current interest rates remain constant, are as follows (in thousands):

<u>Year ending June 30:</u>	<u>Variable rate</u>		<u>Interest rate</u>	<u>Total</u>
	<u>Principal</u>	<u>Interest</u>	<u>swaps, net</u>	
2022	\$ 450	4	168	622
2023	400	4	152	556
2024	300	4	139	443
2025	250	4	128	382
2026	300	3	120	423
2027-2031	450	14	504	968
2032-2036	30	13	480	523
2037-2041	1,420	12	430	1,862
2042-2045	3,385	5	170	3,560
Total	<u>\$ 6,985</u>	<u>63</u>	<u>2,291</u>	<u>9,339</u>

A summary of the swap agreement is as follows (in thousands):

<u>Issue</u>	<u>Counter-Party</u>	<u>Ratings (Moody's/S&P)</u>	<u>Effective date</u>	<u>Notional amount</u>	<u>Termination date</u>	<u>Fixed swap payment rate</u>	<u>Variable receivable rate</u>	<u>Fair Value at 6/30/2021</u>
MPB 2013A	BNY Mellon	Aa1/AA-	11/30/2004	\$ 2,150	5/1/2029	3.68%	SIFMA + 0.10%	\$ 215
MPB 2019A	BNY Mellon	Aa1/AA-	7/16/2019	4,835	5/1/2044	2.08%	SIFMA + 0.05%	198
Total				<u>\$ 6,985</u>				<u>\$ 413</u>

The notional amount of Swaps decreased \$715,000 and the fair value of Swaps decreased \$257,000 for the year ended June 30, 2021.

By using derivative financial instruments to hedge exposures to changes in interest rates, the Agency exposes itself to credit, market, and basis risk. Credit risk is the failure of the counter-party to perform under the terms of the derivative contract. When the fair value of a derivative contract is positive, the counter-party owes the Agency, which creates credit risk for the Agency. When the fair value of a derivative contract is negative, the Agency owes the counter-party and, therefore, it does not possess credit risk. The Agency minimizes its credit risk in derivative instruments by entering into transactions with high-quality counter-parties whose credit ratings are higher than A. Market risk is the adverse effect on the value of a financial instrument that results from a change in interest rates. The market risk associated with interest rates is managed by establishing and monitoring parameters that limit the types and degree of market risk that may be undertaken. Basis risk is the risk that variable rate payments to bondholders will not equal variable rate receipts from the counterparty.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

(10) Notes Payable

The Agency may borrow from the Federal Home Loan Bank (FHLB) in an amount not to exceed assets pledged to the FHLB. As of June 30, 2021, the Agency had outstanding borrowings totaling \$3,654,000 which are secured by mortgage loans with a carrying value of \$2,094,000 and U.S. Securities with a market value of \$2,300,000. In the event of default FHLB may take immediate possession of any collateral. These borrowings do not accrue interest and mature from November 2023 through November 2027.

The Agency has \$1,500,000 in unsecured notes payable to the Vermont Community Foundation at rates from 1.0% to 1.5%, with \$500,000 payments due in June 2023, June 2038, and June 2053.

The Agency has a \$1,635,000 note payable to the State of Vermont at a rate of 2.76%, maturing February 2024. The proceeds of this note are to provide financing for energy efficiency projects described in Act No. 97 of the Acts of 2013.

The Agency has \$39,250,000 in amortizing notes payable to the Federal Financing Bank (FFB). These borrowings have interest rates ranging from 1.565% to 3.652%, and mature from March 2047 to November 2060. The proceeds of these notes were used to finance FHA Risk-Sharing Insured Mortgage Loans. The notes are secured by mortgage loans equal in value to the outstanding notes payable balance.

The Agency is operating under unsecured lines of credit with lending institutions that total \$35,000,000 expiring in 2022. At June 30, 2021, there were \$7,977,000 of borrowings under the lines at interest rates of .966% to .974%. The lines of credit were entered into in order to fund working capital and to be used for specific construction projects financed by the Agency.

The Agency has \$5,616,000 in notes payable to TD Bank at rates from 2.03% to 3.51%, maturing from May 2029 to April 2036. The notes are secured by a moral obligation from the State of Vermont and \$298,000 in debt service reserve funds held at TD Bank.

The Agency has \$2,648,000 in unsecured notes payable to National Bank of Middlebury at a rate 2.15%, maturing from April 2036 to June 2036.

For the Agency's outstanding notes, in the event of default, outstanding principal and accrued interest are immediately due and payable. The FFB notes contain a provision stating that FFB shall have all remedies available at equity and under law.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

Future notes payable maturities as of June 30, 2021 are as follows (in thousands):

	Operating		Multi-Family		Total	
	Principal	Interest	Principal	Interest	Principal	Interest
Year ending June 30:						
2022	\$ 4,187	1,294	555	85	4,742	1,379
2023	1,214	1,275	5,047	43	6,261	1,318
2024	2,842	1,251	510	10	3,352	1,261
2025	771	1,230	—	—	771	1,230
2026	801	1,209	—	—	801	1,209
2027 - 2031	8,934	5,472	—	—	8,934	5,472
2032 - 2036	7,431	4,549	—	—	7,431	4,549
2037 - 2041	5,690	3,587	—	—	5,690	3,587
2042 - 2046	6,447	2,775	—	—	6,447	2,775
2047 - 2051	6,742	1,857	—	—	6,742	1,857
2052 - 2056	8,264	899	—	—	8,264	899
2057 - 2061	2,845	112	—	—	2,845	112
Total	<u>\$ 56,168</u>	<u>25,510</u>	<u>6,112</u>	<u>138</u>	<u>62,280</u>	<u>25,648</u>

A summary of notes payable activity for the year ended June 30, 2021 is as follows (in thousands):

	Beginning balance	Increases	Decreases	Ending balance	Current	Non-current
Line of credit borrowings	\$ 12,237	17,555	(21,815)	7,977	3,500	4,477
Notes payable	48,699	6,706	(1,102)	54,303	1,242	53,061
Total	<u>\$ 60,936</u>	<u>24,261</u>	<u>(22,917)</u>	<u>62,280</u>	<u>4,742</u>	<u>57,538</u>

(11) Asset Restrictions

Pursuant to the Act and agreements with bondholders and other parties, the Agency's assets are pledged to secure specific obligations or are otherwise restricted.

Programs which are financed by the issuance of bonds are accounted for separately in accordance with each of the general bond resolutions. Program assets and revenues are pledged to bondholders. Revenues in excess of required amounts are available to be transferred to the Operating Fund.

Amounts transferred to the Operating Fund from the bond resolutions are free and clear of any lien or pledge created by the bond resolutions, and may be used for any lawful purpose under the Act, including payments to various accounts within the bond resolutions. All of the outstanding bonds, except for the State Property Transfer Tax Revenue Bonds, are general obligations of the Agency. For general obligation bonds, the Agency covenants that it will restore deficiencies to the bond programs, as defined by the bond resolutions, from the Operating Fund.

The Operating Fund is also the primary source to pay administrative expenses in connection with current and future housing programs, and to provide collateral for credit agreements.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

Net Position derived from purpose restricted resources provided under contractual agreements with federal agencies are restricted to the underlying purpose.

(12) Retirement Plan

Upon meeting certain eligibility requirements, the Agency's employees are eligible to participate in the Vermont Housing Finance Agency 403(b) Plan, a defined contribution retirement plan. The Agency's contribution to the Plan is 10% of the covered payroll. Employees are 30% vested in benefits under the plan upon participation, and vest in the remaining 70% on a pro-rata basis over five years of service. Forfeitures on non-vested benefits by terminated employees reduce the Agency's contribution. The cost of the plan was \$276,000 for the year ended June 30, 2021, and is included in salaries and benefits expense.

(13) Bond Redemptions and Defeasance of Debt

During the year ended June 30, 2021, the Agency redeemed \$130,000 of its Mortgage Revenue Planned Amortization Class (PAC) Bonds, \$13,130,000 of its Multiple Purpose PAC Bonds and \$3,855,000 of its Multiple Purpose Term Bonds prior to scheduled maturity dates. Gains on PAC bond redemptions were \$823,000 and losses on term bond redemptions were \$11,000 as a result of unamortized bond premium and discount, respectively, at the time the bonds were retired. The gain is included in gain on bond redemption and the loss is included with financing costs on the Statement of Revenues, Expenses and Changes in Net Position.

Also, during the year ended June 30, 2021, the Agency received \$51,329,000 from the sale of MBS as part of a refinancing of several sets of bonds secured by those MBS. With a portion of the proceeds, \$38,890,000 of Bonds that were currently callable at the time were redeemed prior to scheduled maturity dates. In addition, the Agency placed \$16,361,000 of the MBS sale proceeds in escrow to defease \$2,845,000 of its Mortgage Revenue and \$12,775,000 of its Multiple Purpose Bonds that were not currently callable. The cash flow required to service the defeased debt through redemption is \$16,381,000. Defeased debt outstanding at June 30, 2021 is \$13,170,000. The Agency incurred a loss of \$530,000 on the defeasance escrows due to the funding of future bond interest payments in the escrow accounts. The transaction qualified as an in-substance defeasance and the loss is included with financing costs on the Statement of Revenues, Expenses and Changes in Net Position.

(14) Federal Programs

The Agency is a subrecipient of a federal Coronavirus Relief Fund grant the State received as part of the CARES Act. During fiscal year 2021, the Agency was awarded a grant from the State of Vermont to administer the Mortgage Assistance Program (MAP) to financially assist Vermont homeowners to recover from delinquent mortgage payments to avoid foreclosure during the COVID-19 emergency. The Agency distributed \$5,441,000 in MAP payments under this program in the year ended June 30, 2021.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

In September 2021, the Agency discontinued its administration of the “Section 8 Housing Assistance Payment Program” (HAP) under Annual Contribution Contracts (ACC) with the Department of Housing and Urban Development (HUD) for 12 housing developments. Under the ACC, VHFA receives funds from HUD with which to make housing assistance payments to an owner of assisted housing pursuant to Housing Assistance Payment Contracts entered into by HUD with the owners. The Agency distributed \$641,000 in HAP payments under this program in the year ended June 30, 2021.

(15) Commitments and Contingencies

At June 30, 2021, the Agency had outstanding commitments in the amount of \$1,890,000 to purchase mortgage loans or mortgage backed securities pursuant to its normal funding from bond proceeds. The Agency also had \$11,214,000 of outstanding commitments to purchase securities under the TBA model. In addition, there were commitments of \$61,902,000 for multi-family loans and \$288,000 for down payment assistance loans.

In early 2020, there was a global outbreak of a novel coronavirus (“COVID-19”), which forced the United States to declare a national emergency, to institute “stay-at-home” orders and to restrict operations of non-essential businesses. Such actions adversely impacted many industries. COVID-19 could have a continued and prolonged adverse impact on economic and market conditions and could trigger a period of economic slowdown. The impact of COVID-19 on businesses is evolving, and the extent and duration of the economic fallout from this pandemic remains unclear, making any estimate of assumption as of June 30, 2021 inherently less certain than they would be absent to current and potential impacts of COVID-19.

The magnitude and duration of COVID-19 and its impact on the Agency’s activities, its borrowers, and investments is uncertain and will mostly depend on future events, which cannot be predicted. As this pandemic continues and if economic conditions worsen, it may have long-term impacts on the Agency’s financial position, results of operations and cash flows. The Agency is not able to reliably estimate the length or severity of this outbreak and the related financial impact.

(16) Risk Management

The Agency is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; injuries to employees; employees’ health; and natural disasters. The Agency manages these risks through a combination of participating in the State self-insurance program and purchasing commercial insurance packages in the name of the Agency. The Agency has not experienced settled claims resulting from these risks which have exceeded its insurance coverage. In addition, the Agency’s bylaws provide for the indemnification of Agency commissioners and officers by the Agency. This indemnification requirement is supported by various statutes related to claims against employees and entities of the State and the Agency’s authorizing legislation which includes the benefit of sovereign immunity.

(17) Conduit Debt Obligation

On July 29, 2004, the Agency issued tax-exempt bonds and taxable bonds on a conduit basis. The proceeds of the bonds were used for the purpose of providing funds to finance the construction, furnishing and equipping of a student housing facility. As of June 30, 2021, \$21,070,000 of the bonds were outstanding.

VERMONT HOUSING FINANCE AGENCY
(A Component Unit of the State of Vermont)

Notes to Financial Statements

June 30, 2021

On December 27, 2018 the Agency issued tax-exempt bonds on a conduit basis. The proceeds of the bonds were used for the purpose of (a) financing capital expenditures of a multi-family residential housing facility, (b) refunding the principal amount of Series 2010 bonds (c) repaying a 2010 Taxable Loan and (d) financing certain costs of issuance. The bonds were sold on a private placement basis. As of June 30, 2021, \$12,189,000 of the bonds were outstanding.

The Agency is not obligated in any manner for repayment of these conduit bonds. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements.

(18) Subsequent Events

The events that occur after the date of the Statement of Net Position but before the financial statements were available to be issued must be evaluated for recognition or disclosure. The effects of subsequent events that provide evidence about conditions that existed at the date of the Statement of Net Position are recognized in the accompanying financial statements. Subsequent events which provide evidence about conditions that existed after the date of the Statement of Net Position require disclosure in the accompanying notes. Management evaluated the activity of VHFA through September 30, 2021 (the date the financial statements were available to be issued) and concluded that no subsequent events have occurred that would require recognition in the Financial Statements or disclosure in the Notes to the Financial Statements.



Independent Member of Nexia International

cohnreznick.com