

CHARTER OF AFFORDABLE HOUSING ADVISORY COUNCIL OF THE FEDERAL HOME LOAN BANK OF INDIANAPOLIS

Board Approved January 19, 2018

Section 1291.4 of the AHP regulation governs the operation of the Affordable Housing Advisory Council (“Council”) of the Federal Home Loan Bank of Indianapolis (“Bank”). It is comprised of ten to twelve members to ensure a broad range of geographic representation and experiences in affordable housing and community economic development.

The following operating guidelines shall be followed by the Council and by the Bank in relation to the activities of the Council.

Nomination and Selection Process (§1291.4(a))

Advisory Council nominees must be persons who reside in the Bank's District (Indiana or Michigan) and are drawn from community and not-for-profit organizations that are actively involved in providing or promoting low- and moderate-income housing, and community and not-for-profit organizations that are actively involved in providing or promoting community lending, in the District.

Requests for nominations of qualified individuals for the Council shall be made periodically to the Board of Directors (“Board”) and in the publications of the Bank. Nominations or expressions of interest by prospective members of the Council shall be accepted on an ongoing basis. In order to make the process as broad and participatory as possible, these nominations may be submitted by members, community organizations, or any other interested parties. The nominations shall be reviewed by Bank staff and the Board. Bank staff and the Council may make independent recommendations to the Board for positions to be filled. The Board shall appoint Council members based upon the recommendation of the Affordable Housing Committee of the Board (“Committee”).

Council Term (§1291.4(b))

Council members shall be appointed by the Board to serve for terms of three years, which shall be staggered to provide continuity in experience and service to the Council, except Council members may be appointed to serve for terms of one or two years solely for the purposes of reconfiguring the staggering of the three-year terms. As a matter of Board policy, Council members shall be allowed to serve no more than two consecutive three-year terms, but may be reappointed following a minimum absence of three years. Appointments for the unexpired term of a predecessor or for less than three years for staggering purposes shall not count toward a Council member’s two consecutive terms limit.

Resignation

- Any member of the Council may resign at any time by sending a written notice of such resignation to the Bank. Unless otherwise specified, such resignation shall take effect upon receipt by the Bank.
- More than two consecutive absences from meetings of the Council may constitute a resignation, effective when such resignation is declared by the Council Chair and reported to the Board.

- If a Council member is more than 90 days late in providing completion monitoring reporting to the Bank on projects the Council member (or his or her sponsoring organization) is under contract with the Bank to provide, the Council member is hereby automatically removed from the Council.
- In the event of a vacancy in any position on the Council, the Board shall fill the vacancy through the nomination and selection process outlined above, which may include consideration of past nominations.

Selection of Officers (§1291.4(c))

The Council members shall nominate and elect, either by vote or consensus, representatives to serve as Chair and Vice Chair of the Council for a two year term with results of said elections to be reported to the Committee. The Committee shall report the elections to the Board.

- Duties of the Council Chair include, but are not limited to, co-chairing, along with the Committee Chair, the Council and Committee joint meetings; chairing independent Council meetings; and representing the Council at System-wide Council Chair meetings.
- Duties of the Vice Chair are, when the Chair is unable to participate, to act as chair of Council meetings, and to represent the Council at System functions.

Duties (§1291.4(d))

The purpose of the Council, as in 12 U.S.C. §1430(j)(11) is to meet quarterly with representatives of the Board of the Bank to advise the Bank on low- and moderate-income housing programs and housing needs in the district (Indiana and Michigan). Section 1291.4(d)(1) also states that representatives of the Board shall obtain the Council's advice on ways in which the Bank can better carry out its housing finance and community investment mission, including, but not limited to, advice on the low- and moderate-income housing and community investment programs and needs in the district, and on the use of AHP subsidies, Bank advances, and other Bank credit products for these purposes. The Council's advice shall include recommendations on:

- The amount of AHP subsidies to be allocated to the Bank's competitive application and homeownership initiatives.
- The scoring criteria, related definitions and any additional optional district eligibility requirements for the competitive program.
- The eligibility requirements and any priority criteria for any homeownership initiatives.

Independent Director Election (§1261.7(d)(2))

The Board shall consult with the Council before nominating any individual for an independent directorship.

Summary of AHP Applications

The Bank shall comply with requests from the Council for summary information regarding AHP applications from prior funding rounds.

Annual analysis; public access

Annually, the Council shall submit to the Federal Housing Finance Agency (“Finance Agency”) its analysis of the low- and moderate-income housing and community lending activity of the Bank by May 1.

Expenses (§1291.4(e))

Council members shall be paid \$250.00 plus travel expenses, including reasonable transportation, subsistence, and incidental expenses for attending meetings scheduled by the Bank with the Committee; for meetings requested by the Finance Agency; or to represent the Bank at public events as requested by the Bank staff. The Chair, or Council member acting as Chair, shall be paid an additional \$125 per meeting for serving as chair of the meeting. Further the Chair and Vice Chair shall be paid the additional \$125 for attendance at the Finance Agency Advisory Council leadership meeting.

Scheduling and Notice of Meetings (§1291.4(d)(1)(i))

The Council shall, at a minimum, meet quarterly with the Committee or its representatives from the Board. These meetings shall typically be held on the first day of the regularly scheduled Board meeting. Meeting formats can be face-to-face or via teleconference.

Meeting Minutes

The minutes of all Council meetings shall be taken and maintained by the Bank's Community Investment Officer (“CIO”) or other designated staff, and shall be maintained and preserved by the Corporate Secretary. The minutes of such meetings shall be made available to those outside the Council at the discretion of the Council.

Council Code of Conduct (§1291.10(b)(1))

The Council shall be subject to the Bank's Code of Conduct.

Restricted Activities of Members of the Affordable Housing Advisory Council

In order to avoid a potential conflict of interest, a Council member shall not participate in or attempt to influence any decision to be made by the Bank regarding the evaluation, approval, funding, monitoring or any remedial process for any project that is the subject of a pending or approved Bank AHP, CIP or CICA program application or modification, if such Council member or any Council member's immediate family member has a financial interest in, or is a director, officer or employee of an organization involved in the project. In addition, the member of the Council must not:

- Attempt to influence Bank staff in its evaluation, approval or review of such application;
- Lobby against competing projects; or
- Use Bank information about the Bank's AHP, CIP or CICA programs that is generally unavailable to other institutions submitting applications in order to provide the organization with which the employee, director or Council member is involved or has an interest with additional technical assistance in completing its applications.

Role of the Community Investment Department (§1291.4(d)(2))

The Community Investment Department of the Bank shall:

- Schedule and organize meetings of the Council;
- Provide staff support to the Council as needed;
- Serve as the public spokesperson for the Council, providing all media relations support as required; and
- Provide reports to the Council on the community investment activities of the Bank and summaries of AHP applications from prior funding periods (§1291.4(d)(2)).

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This charter was approved by resolution of the Board of Directors at its January 19, 2019, meeting, and shall be effective until amended or rescinded by the Board of Directors.

THE FEDERAL HOME LOAN BANK OF
INDIANAPOLIS BOARD OF DIRECTORS



By: _____
Mary M. Kleiman
Its: Acting Corporate Secretary