



# Affordable Housing Advisory Council Charter

January 19, 2024



Section 1291.14 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 (§1291.14(A))**

Advisory Council nominees must be persons who reside in the Bank’s District (Indiana or Michigan) and are drawn from community (including for-profit community groups) 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. 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 (§1291.14(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 three consecutive three-year terms (“term limit”) 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 term 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 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 (§1291.14(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 FHLBank 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 FHLBank System functions.

### DUTIES (§1291.14(D))

The purpose of the Council, as in 12 U.S.C. §1430(j)(11) is to meet at least 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 1291.14(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 lending mission, including, but not limited to, advice on the low- and moderate-income housing and community lending 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 Bank's Targeted Community Lending Plan and AHP Implementation Plan, and any amendments to either of these documents.
- The amount of AHP subsidies to be allocated to the Bank's General Fund and any Targeted Funds and homeownership set-aside initiatives, including how the set-aside funds should be apportioned according to the one-third funding requirement in Section 1291.12(b).
- The scoring methodologies, related definitions and any additional optional district eligibility requirements for the General Fund and any Targeted Funds.



- The eligibility requirements and any priority criteria for any homeownership set-aside initiatives.
- Written policies for use of AHP direct subsidy under the Bank’s General Fund or any Targeted Funds for certain revolving loan funds (§1291.31) or for the origination of first mortgage or rehabilitation loans with subsidized interest rates through a purchase commitment by an entity that will pool the loans (§1291.32).
- The re-use of repaid AHP direct subsidies in the same project (1291.64(b)(1)).

**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 (§1291.14(E))**

Council members shall be paid according to the schedule set forth below for attending scheduled Council meetings; meetings requested by the Finance Agency; or to represent the Bank at public events as requested by the Bank staff. Subcommittee conference calls are voluntary and uncompensated.

<b>Chair</b>	<b>Vice Chair*</b>	<b>Members</b>
\$1500 in-person	\$1250 in-person	\$1000 in-person
\$750 by phone	\$625 by phone	\$500 by phone
\$1500 Finance Agency Leadership Meeting	\$1500 Finance Agency Leadership Meeting	



\* If the Vice Chair serves as chair for a meeting in the absence of the Council Chair, the Vice Chair shall be compensated as if she or he were Chair of the Council for such meeting.

In addition, Council members will be reimbursed for reasonable and necessary travel and other expenses incurred in the performance of her or his duties as a Council member. Reasonable expense reimbursement will be provided for Council meetings, meetings requested by the Finance Agency, and meetings where the Council member represents the Bank at public events as requested by the Bank staff. Travel expenses include reasonable and necessary transportation, meals, lodging, entertainment, and incremental charges for long-distance telephone, internet, and cellular phone.

To qualify for reimbursement, all eligible expenses incurred must be sufficiently documented according to Internal Revenue Service (“IRS”) guidelines and should be submitted to the Bank within thirty (30) days of the date of the corresponding meeting’s conclusion. Reimbursement will not be made prior to the completion of the corresponding meeting.

The Bank will reimburse the regular coach class airfare expense for a roundtrip flight between the Council member’s home airport and the site of a Bank function. The expense will also include any reasonable fees associated with air travel, including check-in, seat, and baggage fees. Travel scheduling affecting the air travel expense shall be reasonable, given the timing of the meetings.

The Bank will reimburse a Council member for use of a personal automobile on Bank business based on the number of business miles driven. The mileage reimbursement rate will adhere to IRS guidelines. Reimbursable mileage will be based on the most direct route to and from the destination.

Unless expressly provided herein or in applicable regulation, the Chief Accounting Officer is authorized to interpret the provisions of and to address situations not anticipated by this Charter, consistent with the requirements set forth in the statute or the regulations promulgated by the Finance Agency or other relevant IRS guidelines and applicable Bank policy.

## **SCHEDULING AND NOTICE OF MEETINGS (§1291.14(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 during regularly scheduled Board and Committee meetings. 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 (§1291.16(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 (§1291.14(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 (§1291.14(d)(2)).



\* \* \*

This charter was approved by resolution of the Board of Directors at its January 19, 2024 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:

\_\_\_\_\_  
Lyndsay H. Miller

Its:

Corporate Secretary

o:\legal\confidential\board\committees charters\ahac charter 2024 final.docx