

MEMORANDUM**To:** Board of Directors**Date:** September 12, 2013**From:** Victor James, General Counsel 
CALIFORNIA HOUSING FINANCE AGENCY**Subject:** Updates to California Housing Finance Agency's Conflict-of-Interest Code (Resolution 13-14)Background

California's Political Reform Act of 1974 (the "Act") requires that each state agency enact by regulation a conflict-of-interest code pursuant to standards set forth in the Act. The California Housing Finance Agency's ("CalHFA" or "Agency") Conflicts of Interests Code is set forth in regulation, at Title 25, Code of California Regulations, section 10001 ("Code").

The Code designates personnel positions within the Agency required to annually file a Statement of Economic Interests (Form 700) and specifies types of business interests and sources of incomes that must be reported.

Personnel positions ("designated employees") within the Agency which are required to file the Form 700 are generally Board positions, management positions, and consultants. In addition, employees holding staff positions which directly interact with and influence those decision makers are also covered by the Code.

Reportable interests and investments ("disclosure categories") are specific to the Agency's business. The disclosure categories include interests in real property, investments in businesses that provide financial services and/or real estate services, persons or entities that contract with the Agency, and computer hardware, software, and consultant companies.

As personnel classifications and titles change over time, and as the Agency's business plan evolves, the Code must be updated to accurately reflect the nature of those changes. The proposed amendment, attached hereto, is intended to update the Code.

Proposed Changes

The proposed amendment text to the Code updates the designated employees (revises divisions to comport with revised organizational chart, adds classifications in new division, adds new positions, reclassifies positions within divisions, revises titles of existing positions, revises disclosure categories of existing positions, deletes non decision-making positions, deletes titles of positions not being utilized by the Agency) and updates the disclosure categories (clarifies descriptions to existing categories and adds a reportable investment).

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Proposed deletions are shown in red strikethrough (~~red strikethrough~~) font, and proposed additions are shown in blue underline (blue underline) font.

One proposed modified provision of the Code may be of particular interest, and that is: Reportable investments are proposed to include the California Housing Finance Agency, *i.e.*, CalHFA bonds. It is our determination that if a designated filer owns CalHFA bonds, then there could be potential, or perceived, conflicts-of-interest in a designated filer's decisions. Thus, we recommend designated filers should report CalHFA bonds on Form 700. (Current law excludes disclosure of government bonds.) This proposed modification increases the disclosure required of "Category 2" filers, which includes all Board members.

Updates to the Code are subject to the rulemaking process, which includes: public notice, public comment period, and public hearing (if requested); review and approval by Fair Political Practices Commission; submission to Office of Administrative Law; and certification by Secretary of State.

We respectfully request the Board's approval of the within proposed updates to CalHFA's Conflict-of-Interest Code, and authorization to proceed with the rulemaking process, including authorization to make non-material revisions to the proposed amendment text, without further Board approval, as may be appropriate.

Attachments:

1. CalHFA Conflict-of-Interest Code, Proposed Amendment Text
2. Resolution 13-14

CALIFORNIA CODE OF REGULATIONS

TITLE 25. Housing And Community Development

Division 2. California Housing Finance Agency

Chapter 1. General

Article 1. Conflict-of-Interest Code

§10001. General Provisions.

§10001. General Provisions.

The Political Reform Act, Government Code sections 81000, et seq., requires state and local government agencies to adopt and promulgate Conflict-of-Interest Codes. The Fair Political Practices Commission has adopted a regulation, 2 California Code of Regulations section 18730, which contains the terms of a standard Conflict-of-Interest Code, which can be incorporated by reference, and which may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act after public notice and hearings. Therefore, the terms of 2 California Code of Regulations section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission, along with the attached ~~Appendix~~ [Appendices](#) in which officials and employees are designated and disclosure categories are set forth, are hereby incorporated by reference and constitute the Conflict-of-Interest Code of the California Housing Finance Agency (the Agency).

Designated employees shall file statements of economic interests with the Agency, which will make the statements available for public inspection and reproduction. (Govt. Code Section 81008). Upon receipt of the statements of Board Members and the Executive Director, the Agency shall make and retain a copy and forward the original of these statements to the Fair Political Practices Commission. Statements for all other designated employees will be retained by the Agency.

Note: Authority cited: Sections 87300 and 87304, Government Code. Reference: Sections 87300, et seq., Government Code.

**Conflict-of-Interest Code of the
California Housing Finance Agency**

Appendices

*Appendix A
Designated
Employees*

*Assigned
Disclosure
Category*

*Persons holding the following positions
and/or the following classifications are
“designated employees”:*

Board of Directors

Board Member (All members of the Board other than the State Treasurer) 1, 2, 3, 4

Executive

Executive Director 1, 2, 3, 4

Chief Deputy Director 1, 2, 3, 4

Director of Legislation and California Mortgage Assistance Corporation 1, 2, 3, 4

Special Assistant to Director 1, 2, 3, 4

~~Information Security Officer~~ ~~2~~

Administration

Director of Administration 1, 2, 3, 4

Staff Services Manager (all classes and all levels) 1, 2, 3, 4

Information Technology

Chief Information Officer 2, 4

Systems Software Specialist III (Supervisory) ~~2~~ 4

Senior Programmer Analyst (Supervisor) 4

Data Processing Manager II (Information Security Officer) 4

~~Staff Associate~~ Information Systems Analyst (Specialist) (Technical Support &
Procurement Administration) 3, 4

Marketing

Director of Marketing ~~1~~, 2, 4

Legal

General Counsel 1, 2, 3, 4

Assistant Chief Counsel 1, 2, 3, 4

~~Staff Counsel~~ Attorney (all classes and all levels) 1, 2, 3, 4

Financing

Director of Financing 1, 2, 4

Risk Manager 1, 2, 4

~~Housing Finance Chief (all classes)~~ ~~1~~, ~~2~~

Accounting Administrator III 1, 2, 4

Financing Officer 1, 2, 4

Financing Specialist 1, 2, 4

Fiscal Services

Comptroller	1, 2, 4
Deputy Comptroller	1, 2, 4
Accounting Administrator III	1, 2
Accounting Administrator II	3, 4
Housing Finance Officer (all classes)	1, 2

<u>Programs Administrator</u>	<u>1, 2, 4</u>
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Single Family Division

<u>CEA (all levels)</u>	<u>1, 2, 4</u>
<u>Housing Finance Chief (all classes)</u>	<u>1, 2, 4</u>
<u>Housing Finance Officer (all classes)</u>	<u>1, 2, 4</u>
<u>Housing Finance Specialist (all classes) – Portfolio Management Section; REO Disposition Unit</u>	<u>1, 2, 4</u>
<u>Housing Finance Specialist (all classes) – Portfolio Management Section; Servicer Administration Unit; Servicer Audits, Report Cards, Delinquent Analysis</u>	<u>1, 2, 4</u>

Homeownership

Director of Homeownership	1, 2
Deputy Director	1, 2
Housing Finance Chief (all classes)	1, 2
Housing Finance Officer (all classes)	1, 2

Multifamily Programs

Director of Multifamily Programs	1, 2
Deputy Program Director	1, 2
Housing Finance Chief (all classes)	1, 2, 4
Supervising Design Officer	1, 2
Senior Design Officer	1, 2, 4
Senior Housing Construction Inspector	1, 2, 4
Housing Finance Officer (all classes)	1, 2, 4
Chief, Special Lending Programs (CEA II)	1, 2
<u>Staff Services Manager (all classes and all levels)</u>	<u>1, 2, 4</u>

Asset Management

Deputy Director of Asset Management	1, 2
Housing Finance Chief (all classes)	1, 2, 4
Housing Finance Officer (all classes)	1, 2, 4

Mortgage Insurance Services

Director of Mortgage Insurance	1, 2
Deputy Director	1, 2
Housing Finance Chief (all classes)	1, 2
Housing Finance Officer (all classes)	1, 2
Housing Finance Specialist (all classes)	1, 2

Consultants

Consultant	1, 2, 3, 4
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With respect to Consultants, the General Counsel of the Agency may determine in writing that a particular consultant, although a “designated employee,” is hired to perform a range of duties that is limited in scope and thus is not required to comply with the disclosure requirements described in this section. Such determination shall include a description of the consultant's duties and, based upon that description, a statement of the extent of disclosure requirements. A copy of the written determination is a public record and shall be retained and made available for public inspection in the same manner and location as this Conflict-of-Interest Code. Nothing herein excuses any such consultant from any other provision of this Conflict-of-Interest Code.

~~Appendix B~~
~~Disclosure Categories~~

Appendix B
Disclosure Categories

Category 1 – Interests in Real Property

Designated employees in Category 1 must report:
All interests in real property in the State of California.

Category 2 – ~~Full Disclosure (excluding interests in real property)~~ Interests in Housing Sponsors, Contractors, and Professional Service Providers

Designated employees in Category 2 must report:
All investments, business positions and sources of income, including gifts, loans and travel payments, from sources that:

(A) Are any person or entity which is defined by part I, chapter 2, of the Zenovich-Moscone-Chacon Housing and Home Finance Act (chapter 2 commences at section 50050 of the California Health and Safety Code) to be any of the following:

- (1) “housing sponsor”
- (2) “limited-dividend housing sponsor”
- (3) “qualified mortgage lender”; or,

(B) Are any person or entity that:

- (1) contracts or otherwise does business with the Agency, ~~or~~
- (2) has contracted or otherwise done business with the Agency within the previous two years
- (3) is soliciting a contract or other business from the Agency, ~~and which is any of the following: ; or,~~

(C) Are any of the following:

- ~~(1) financial services company~~ (1) California Housing Finance Agency (CalHFA bonds)

(2) financial services company

~~(2)~~ (3) bank, including commercial bank, mortgage bank, thrift, credit union, or similar lender

~~(3)~~ (4) investment bank

~~(4)~~ (5) real estate services company

~~(5)~~ (6) brokerage company

~~(6)~~ (7) insurance company

~~(7)~~ (8) title company

~~(8)~~ (9) escrow company

~~(9)~~ (10) building or construction contractor or subcontractor; or,

~~(10) sources that are the type that, within the previous two years, have contracted with the Agency to provide leased facilities, supplies, materials, machinery, equipment, or services, including training and consulting services, to the Agency, or have otherwise done business with the Agency~~

~~(11) sources that manufacture, distribute, supply, or install computer hardware or software of the type utilized by the Agency, as well as entities providing computer consultant services to the Agency~~

~~12. (11) law firm that represents persons or entities described in Category 2A in matters directly related to their status as described in Category 2A. Categories 2, 3 or 4.~~

~~(13) law firm that represents persons or entities described in Category 2B in matters directly related to their status as described in Category 2B.~~

Category 3 – ~~General Procurement~~ Interests in Facilities Contractors

Designated employees in Category 3 must report:

All investments and business positions in business entities, and income, including gifts, loans, and travel payments, from sources that are of the type that, within the previous two years, have contracted with the Agency to provide leased facilities, supplies, materials, machinery, equipment, or services, including training and consulting services, to the Agency, or have otherwise done business with the Agency.

Category 4 – Interests in Information Technology Sector

Designated employees in Category 4 must report:

All investments and business positions in business entities, and income, including gifts, loans, and travel payments, from sources that manufacture, distribute, supply, or install computer hardware or software of the type utilized by the Agency, as well as entities providing computer consultant services to the Agency.

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RESOLUTION 13-14

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RESOLUTION APPROVING PROPOSED AMENDMENTS TO REGULATIONS

WHEREAS, the California Housing Finance Agency (the “Agency”) through its Board of Directors (the “Board”) is authorized to adopt and, where appropriate, to amend or repeal regulations; and

WHEREAS, the Board has determined that the proposed amendments to certain Agency regulations, as attached hereto, are necessary and appropriate for adoption by the Agency,

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors as follows:

1. The attached amendments to the Agency’s regulations, incorporated herein by reference, concerning Title 25, Division 2, Chapter 1, Article 1, § 10001 of the California Code of Regulations (the Conflict-of-Interest Code of the Agency) are hereby approved.

2. The staff is directed to give public notice, conduct any required public hearing and take such other action as may be necessary or proper for the adoption by the Agency of such amended regulations including submission of such amendments to the Fair Political Practices Commission and the Office of Administrative Law. The staff is authorized to make non-material revisions to these amendments, without further Board approval, as may be appropriate in the course of promulgating these amendments.

I hereby certify that this is a true and correct copy of Resolution 13-14 adopted at a duly constituted meeting of the Board of Directors of the Agency held on September 12, 2013, at Sacramento, California.

ATTEST: _____
Secretary