

LIMITED PARTNERSHIP AUTHORIZATION FOR

[FULL LEGAL NAME OF LP BORROWER]

BY ITS GENERAL PARTNER

[FULL LEGAL NAME OF GP OF LP - SPONSOR CORPORATION]

BY

RESOLUTION BY THE BOARD OF DIRECTORS OF

[FULL LEGAL NAME OF GP OF LP - SPONSOR CORPORATION]

Project Name or Resolution number

[All of the directors / A majority of the directors] of [Name of corporation], a California corporation (the "Corporation"), hereby consent to, adopt and ratify the following resolutions:

RESOLUTION AUTHORIZING THE CORPORATION TO APPLY FOR AN AWARD FROM THE VETERANS HOUSING AND HOMELESSNESS PREVENTION PROGRAM ON BEHALF OF CORPORATION ITSELF AND ON BEHALF OF LIMITED PARTNERSHIP IN CORPORATIONS ROLE AS GENERAL PARTNER OF LIMITED PARTNERSHIP

WHEREAS, the State of California, Department of Housing and Community Development (the "Department") has issued a Notice of Funding Availability ("NOFA") under its Veterans Housing and Homelessness Prevention ("VHHP") Program dated _____ as authorized pursuant to The Veterans Housing and Homeless Prevention Act of 2014 (the "Act") as codified at Military and Veteran's Code section 987.001 et seq., and pursuant to the most recently adopted guidelines (the "Guidelines") promulgated by the Department pursuant to the Act; and

WHEREAS, it is in the best interests of the Corporation and its [Shareholders] for the Corporation to act as the [] General Partner of [], a California limited partnership (the "Limited Partnership");

WHEREAS, the Corporation and Limited Partnership are authorized to do business in the State of California and are empowered to enter into an obligation to receive State funds for the acquisition, construction, rehabilitation, or preservation of affordable multifamily supportive housing, affordable transitional housing, affordable rental housing, or related facilities for veterans and their families;

WHEREAS, the Corporation represents and warrants that the Limited Partnership has validly designated Corporation as the [managing / sole] General Partner of the "Limited Partnership";

WHEREAS, the Corporation wishes to obtain an award from the Department for a VHHP loan, on its own behalf and on behalf of the Limited Partnership, for the acquisition, construction, rehabilitation, or preservation of a Veteran's-restricted affordable rental housing development (the Project") located in the County of [REDACTED] [Name of County]; and

WHEREAS, the Corporation is eligible to be a Sponsor pursuant to the criteria set forth in the Guidelines and NOFA.

NOW, THEREFORE, IT IS RESOLVED: That the Corporation is hereby authorized to submit an application for an award of VHHP loan funds to be paid to its subsidiary Limited Partnership in a loan amount not to exceed \$ [REDACTED] (the "VHHP Loan") for the Project pursuant to the NOFA.

RESOLVED FURTHER: If the application is approved, the Corporation is hereby authorized on its own behalf, and on behalf of the Limited Partnership to incur an obligation for the VHHP Loan. That in connection with the VHHP Loan, the Corporation is hereby authorized and directed on its own behalf, and on behalf of the Limited Partnership to enter into, execute, and deliver, a State of California Standard Agreement, and any and all other documents required or deemed necessary or appropriate to carry into effect the full intent and purpose of the above resolution, in order to evidence the VHHP Loan, the Corporation's or Limited Partnership's obligations related thereto, and the Department's security therefore; including, but not limited to, a promissory note, a deed of trust and security agreement, a regulatory agreement, a development agreement and certain other documents required by the Department as security for, evidence of or pertaining to the VHHP Loan, and all amendments thereto (collectively, the "VHHP Loan Documents").

RESOLVED FURTHER: The Corporation is hereby authorized on its own behalf, and on behalf of the Limited Partnership to request amendments, including increases in amounts up to amounts approved by the Department, and to execute any and all documents required by the Department to govern and secure these amendments.

RESOLVED FURTHER: That [Full legal name of natural person with authority to sign] as the [Title(s) of Corporate position held by foregoing person] is hereby authorized to execute: an application for the VHHP Loan, the VHHP Loan Documents, and any amendment or modifications thereto, on behalf of the Corporation on its own behalf, and on behalf of the Corporation in its role as General Partner of the Limited Partnership.

{Alternate versions for multiple signatories or allowing a designee– select one

RESOLVED FURTHER: That **[Full legal name of 1st natural person with authority to sign]** as the **[Title(s) of Corporate position held by foregoing person]** or **[Full legal name of 2nd natural person with authority to sign]** as the **[Title(s) of Corporate position held by foregoing person]** are each separate, individually, and independently hereby authorized to execute: an application for the VHHP Loan, the VHHP Loan Documents, and any amendment or modifications thereto, on behalf of the Corporation on its own behalf, and on behalf of the Corporation in its role as General Partner of the Limited Partnership.

RESOLVED FURTHER: That **[Full legal name of natural person with authority to sign]** as the **[Title(s) of Corporate position held by foregoing person]** or **[his/her]** written designee are each separate, individually, and independently hereby authorized to execute: an application for the VHHP Loan, the VHHP Loan Documents, and any amendment or modifications thereto, on behalf of the Corporation on its own behalf, and on behalf of the Corporation in its role as General Partner of the Limited Partnership.

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RESOLVED FURTHER: That this Resolution shall take effect immediately upon its passage.

Passed and adopted, effective as of _____, 20____, by the consent of the Board of Directors of the Corporation by the following vote:

[Note: The Resolution adoption date must be between the NOFA issuance date and the application due date.]

AYES: _____ NAYS: _____ ABSTAIN: _____ ABSENT: _____

CERTIFICATE OF THE SECRETARY

[Note: Person attesting validity of Resolution must be someone other than the person or persons authorized to sign agreements above]

The undersigned, Secretary of the Corporation does hereby attest and certify that the **[foregoing / attached]** Resolution is a true, full and correct copy of a resolution duly adopted at a meeting of said Corporation which was duly convened and held on the date stated thereon, and that said document has not been amended, modified, repealed or rescinded since its date of adoption and is in full force and effect as of the date hereof.

Secretary's Signature

Date

Type or Print Secretary's Name