

LIMITED PARTNERSHIP AUTHORIZATION FOR

[FULL LEGAL NAME OF LP BORROWER]

BY ITS GENERAL PARTNER

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

BY

RESOLUTION BY THE BOARD OF DIRECTORS OF

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

Project Name or Resolution number

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

RESOLUTION AUTHORIZING THE CORPORATION TO APPLY FOR AN AWARD FROM THE INFILL INFRASTRUCTURE GRANT 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") issued a Notice of Funding Availability ("NOFA") under its Infill Infrastructure Grant Program ("IIG") dated May 12, 2021 and established under Veterans and Affordable Housing Bond Act of 2018 (Proposition 1) Infill Infrastructure Grant program funding for approximately \$160 million. The Notice of Funding Availability will provide grants to for-profit or nonprofit developers, localities, or public agencies for Capital Improvement Projects in support of Qualifying Infill Projects or Qualifying Infill Areas.

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

WHEREAS, the Corporation and Limited Partnership are authorized to do business in the State of California;

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

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

NOW, THEREFORE, IT IS RESOLVED: That the Corporation pursuant to the above described NOFA, wishes to apply for and receive an allocation of funds in an amount not to exceed \$ [REDACTED] (the "IIG Grant"),

RESOLVED FURTHER: If the application is approved, the Corporation is hereby authorized 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 IIG Grant, the Corporation's obligations related thereto, and the Department's security therefore; including but not limited to, an affordable housing covenant, a performance deed of trust, a disbursement agreement, and certain other documents required by the Department as security for evidence of or pertaining to the IIG Grant and all amendments thereto (collectively the "IIG 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 the IIG Documents, and any amendments 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 IIG Grant, the IIG Grant 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 IIG Program Grant, the IIG 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 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: _____

[Name] [Corporate Officer]

[Title]

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