**AUTHORIZING RESOLUTION**

**RESOLUTION NO. \_\_\_\_\_\_**

**A RESOLUTION OF THE AUTHORIZNIG BODY OF [FULL LEGAL NAME OF LP], A CALIFORNIA LIMITED PARTNERSHIP HERBY AUTHORIZES (I) ACCEPTANCE OF LOAN OF FUNDS FOR THE LOCAL GOVERNMENT MATCHING GRANTS FUNDS FROM [FULL LEGAL NAME OF CORPORATION], AND (II) PARTICIPATION AND ADMINISTRATION IN THE LOCAL GOVERNMENT MATCHING GRANTS PROGRAM**

**WHEREAS:**

1. In this Authorizing Resolution, **[Name of Corporation]**, a California **[nonprofit public benefit/for profit]** corporation (the “**Applicant**”), is acting in its capacity as the sole member and manager of **[Name of GP of LP]**, a California limited liability company (the “**LLC**”), acting in its capacity as the general partner of **[Name of Limited Partnership Borrower]**, a California limited partnership (the “**Partnership**”).
2. The Department of Housing and Community Development (“**Department**”) has issued a Notice of Funding Availability, dated July 17, 2023 (“**NOFA**”), for the Local Government Matching Grants Program (“**LGMG**” or “**Program**”). The Department has issued the NOFA for LGMG grant funds pursuant to Health and Safety Code section 50704.83(f).
3. The Applicant desires to accept LGMG grant funds in a total amount not to exceed **$\_\_\_\_\_\_\_\_\_\_\_** (the “**LGMG Funds**”) from the Department and to participate in the LGMG Program.
4. In accordance with Section 401(g) of the LGMG 2022 Final Guidelines (“**Guidelines**”), the Applicant desires to loan the LGMG Funds to the Partnership pursuant to the terms and conditions specified in the Guidelines (the “**Loan**”). The Partnership desires to accept the Loan from the Applicant.
5. The Department is authorized to administer LGMG pursuant to Health and Safety Code section 50704.81(a)(2). LGMG funding allocations are subject to the terms and conditions of the NOFA, the Application, the Department-approved STD 213, Standard Agreement (“**Standard Agreement**”), and all other legal requirements of LGMG.

# THEREFORE, IT IS RESOLVED THAT:

1. The Partnership is hereby authorized to accept a loan of the LGMG funds from the Applicant and to administer LGMG funds and program.
2. The Applicant is hereby authorized and directed to accept LGMG funds and enter into, execute, and deliver a Standard Agreement in a total amount not to exceed **$\_\_\_\_\_\_\_\_\_\_\_**, any and all other documents required or deemed necessary or appropriate to secure the LGMG funds from the Department and to participate in LGMG, and all amendments thereto (collectively, the “**LGMG Documents**”).
3. The Partnership acknowledges and agrees that it shall be subject to the terms and conditions specified in the Standard Agreement, and that the NOFA and Application will be incorporated in the Standard Agreement by reference and made a part thereof (the “**HCD Requirements**”) and will cause the Partnership to comply with all HCD Requirements. Any and all activities, Predevelopment and Development Costs, information, and timelines represented in the Application are enforceable through the Standard Agreement. Funds are to be used for the allowable expenditures and activities identified in the Standard Agreement.
4. **[NAME/S OF AUTHORIZED SIGNATORY/IES, TITLE/S OF AUTHORIZED SIGNATORY/IES]**, each acting alone, are/is authorized to execute the LGMG Documents on behalf of the Applicant for participation in the LGMG Program.

PASSED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_, 202\_, by the following vote of the Board of Directors of the Applicant acting as the sole member and manager of the LLC acting as the general partner of the Partnership:

AYES: **[ #\_]** NAYS: **[ #\_]** ABSTAIN: **[ #\_]** ABSENT: **[ #\_]**

The undersigned, **[NAME, TITLE OF ATTESTOR]** of Applicant, acting in its capacity as the sole member and manager of the LLC, acting in its capacity as the general partner of the Partnership, does hereby attest and certify that the foregoing is a true and full copy of a resolution of the Partnership’s authorizing body adopted at a duly convened meeting on the date above-mentioned, and that the resolution has not been altered, amended, or repealed.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**[NAME OF ATTESTOR, TITLE OF ATTESTOR]**

DATE: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**[NOTICE AND INSTRUCTIONS APPEAR ON THE FOLLOWING PAGE]**

**NOTICE AND INSTRUCTIONS**

1. **Notice.** The Department is providing this template Authorizing Resolution as informational guidance only. The Department encourages each Applicant to consult with professional legal counsel during the development of its own formal, legally binding statement that it is authorized to accept Program funds and participate in the LGMG Program.
   1. Please note, however, that any limitations or conditions on the authority of the signatory or signatories to execute the LGMG Documents may result in the Department rejecting the Authorizing Resolution.
2. **Accuracy, Verification.** The Department will verify that this Authorizing Resolution comports with Applicant’s operative organizational documents (e.g., Articles of Incorporation, bylaws). Applicant must timely notify the Department, in writing, of any discrepancies between its Authorizing Resolution and its organizational documents, along with a written explanation of same.
3. **Dollar Amounts of Grant Awards.** The Department recommends incorporating the requested amount identified in the Applicants LGMG Application. If Applicant is ultimately awarded an amount in excess of the amount identified in the Authorizing Resolution, the Department will require a new Authorizing Resolution from the Applicant before execution of a Standard Agreement.
4. **Authorized Signatory or Signatories, Designee.** Applicant may authorize multiple signatories, so long as there is clarifying language as to whether the signatories are authorized to execute the LGMG Documents individually or collectively.
5. **Vote Count.** Please fill out the field by every voting category (i.e., Ayes, Nays, Abstain, Absent). If none, please indicate zero (0) for that field. The vote count must comport with relevant provisions in Applicant’s operative organizational documents (e.g., authorized number of directors, quorum).
6. **Certification of Authorizing Resolution.** The individual who certifies the Authorizing Resolution cannot also be authorized to execute the LGMG Documents on behalf of Applicant.