

**Board of Directors**

Ann Bailey, Chair  
 Bob Lagomarsino, Vice-Chair  
 Nick Avdis, Member  
 Steven Maviglio, Member  
 Randall Winston, Member  
 Jill Azevedo, Acting Board Secretary

**CADA/CACDC Administration**

Wendy Saunders, Executive Director (CADA)/President (CACDC)  
 Marc de la Vergne, Deputy Executive Director (CADA)/Vice President (CACDC)  
 Noelle Mussen, Finance Director (CADA)/Chief Financial Officer (CACDC)  
 Tom Kigar, Special Projects Director  
 Todd Leon, Development Director

**Legal Counsel**

Jeff Mitchell  
 Kronick, Moskowitz, Tiedemann & Girard

Phone: (916) 322-2114

Web: [www.cadanet.org](http://www.cadanet.org)

**AGENDA SPECIAL MEETING**

**THE CAPITOL AREA DEVELOPMENT AUTHORITY AND THE CAPITOL AREA COMMUNITY DEVELOPMENT CORPORATION BOARD OF DIRECTORS**

**THURSDAY, JULY 16, 2020  
 8:45 A.M.**

**CADA ADMINISTRATIVE OFFICE  
 1522 14<sup>TH</sup> STREET  
 SACRAMENTO, CA 95814**

**In light of COVID-19 restrictions on public gatherings, the Board and Members of the Public are invited to participate via ZOOM.**

**To join via Zoom:**

**Go to:** <https://zoom.us> and click "Join a Meeting"

**To join by phone:** (669) 900-9128 (Pacific Coast)

Find your local number: <https://zoom.us/u/acmxhQbp2e>

**Meeting ID:** 811 5654 1734

**Request Password (prior to start of meeting):**

[jazevedo@cadanet.org](mailto:jazevedo@cadanet.org)

- 1. Roll Call**
- 2. Approval of Board Meeting Minutes: June 19, 2020 [CADA/CACDC]**
- 3. Chair's Oral Report**
- 4. Executive Director/President's Report**
- 5. [CADA] NOTICE OF INTENT TO PURCHASE THE SITE 21 PROPERTY (SOUTHWEST CORNER OF 14<sup>TH</sup> AND N STREETS)**

**[CADA] Recommended Action:** Adopt resolutions authorizing:

1. Issuance of a notice of intent to purchase the Site 21 property, an expenditure of \$2 million for such purchase and any and all actions required to complete the transaction to purchase the property, and
2. Direction to the staff to endeavor to locate a new developer to build the project as planned.
3. Adoption of a resolution that would allow CADA to reimburse the cost for purchase of the Site 21 property upon issuance of debt in the future, should reimbursement be deemed appropriate.

Contacts: Tom Kigar, Special Projects Director [CADA]  
 Wendy Saunders, Executive Director [CADA]

**6. [CACDC] 1322 O Street – INCREASING THE FUNDING AMOUNT TO BE REQUESTED FROM HCD**

*Recommended Action:* Staff recommends the CACDC Board of Directors, in the role of the managing general partner of 1322 O St Investors LP (the "Partnership"), increase the Partnership loan amount being requested from the Department of Housing and Community Development Transit-Oriented Development (TOD) Housing Program from "up to \$7 Million" to "up to \$10 Million," as previously authorized by the Board for the 1322 O Street Affordable Housing Project.

Contacts: Renee Funston, Development Manager [CADA]  
Tom Kigar, Special Projects Director [CADA]  
Wendy Saunders, Executive Director [CADA], President [CACDC]

**7. Opportunity for the Public to Address the Board Regarding Matters Not on the Agenda**

**8. Adjournment**

**Approved for Transmittal:**



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**Wendy S. Saunders  
Executive Director [CADA]/President [CACDC]**

NOTE: THE BOARD MAY TAKE ACTION ON ANY MATTER LISTED ON THE AGENDA. ADDITIONALLY, THE BOARD MAY TAKE ACTION ON ANY MATTER NOT LISTED ON THE AGENDA TO THE EXTENT PERMITTED BY APPLICABLE LAW.

PURSUANT TO STATE AND FEDERAL LAW, IF YOU HAVE A REQUEST FOR A DISABILITY-RELATED MODIFICATION OR ACCOMMODATION IN ORDER TO ASSIST YOU IN PARTICIPATING IN THE MEETING, PLEASE CONTACT JILL AZEVEDO, ACTING BOARD SECRETARY AT (916) 322-2114 TO MAKE SUCH A REQUEST. IN ORDER TO ALLOW ADEQUATE TIME TO ACCOMMODATE ANY REQUESTS, CADA ASKS THAT THE REQUEST BE MADE AT LEAST 24 HOURS PRIOR TO THE MEETING.

**MINUTES  
OF  
REGULAR BOARD MEETING**

**BOARD OF DIRECTORS  
CAPITOL AREA DEVELOPMENT AUTHORITY  
CAPITOL AREA COMMUNITY DEVELOPMENT CORPORATION**

**JUNE 18, 2020**

**ITEM 1 – ROLL CALL**

Chair Bailey called the Board Meeting of the CADA Board of Directors to order at 10:04 a.m. at 1522 14<sup>th</sup> Street, Sacramento, CA 95814 and via public video conference.

Present: Avdis, Lagomarsino, Maviglio, Winston, Bailey

Absent: None

**ITEM 2 – APPROVAL OF MINUTES: May 15, 2020 [CADA] and November 13, 2019 [CACDC]**

Member Avdis moved approval of the May 15, 2020 CADA Board Meeting minutes and November 13, 2019 CACDC Meeting minutes. Member Winston seconded the motion.

AYES: Avdis, Lagomarsino, Maviglio, Winston, Bailey

NOES: None

**ITEM 3 – CHAIR’S ORAL REPORT**

No Report.

**ITEM 4 - EXECUTIVE DIRECTOR’S ORAL REPORT/CADA COVID-19 IMPACTS**

Wendy Saunders reported the following:

The CADA office has been closed since March 18. Staff have continued to stagger schedules at the administration office and have been conducting many Zoom meetings remotely. CADA continues to limit accessibility to residents to email and phone only, and is conduct all meetings remotely. Staff has recently installed a new drop box adjacent to the front door, which allows leasing staff to accept new resident applications without personal contact.

The agency’s third month of rent collection under Covid has been the same as the first two months – collection of about 90% of revenue. Staff is watching what will happen in August when the supplemental unemployment benefit of \$600/week is set to expire.

Most of the agency’s commercial tenants are starting to reopen, but under the capacity restrictions mandated by Covid rules. Yesterday, the agency notified them that CADA would forgo July’s rent and will be requiring 50% rent beginning in August through end of the year, then resuming regular rent at the first of the year. Staff anticipates receiving requests for additional relief.

Ms. Saunders stated that the Board may have seen in the budget proposal for FY 20-21 that CADA actually received payoff of the two outstanding loans to Fremont Mews totaling \$810,000, and noted that this payoff was a welcome surprise. Also in regard to the budget, Ms. Saunders said that CADA’s Finance Director, Noelle Mussen, would explain during her budget presentation that staff has assumed the agency will be maintaining its current staffing levels and has budgeted for merit increases. However, staff has chosen to delay all reviews and pay adjustments until November or December as the agency wants to be certain about Covid’s budgetary impacts before any increases are given. Ms. Saunders then stated that the Board typically reviews the Executive Director’s performance in May of each year but, with Chair Bailey’s agreement, this has also been put off until the end of the year due to the same budgetary concerns, in addition to the many other issues the agency has had to deal with.

Ms. Saunders then said that she wanted to let the Board know that, in regard to the 1717 S project, CADA has received an LOI from a construction and perm lender with very good terms, and has also received an LOI from a tax credit investor. As such, staff is negotiating on both of those agreements and hopes to have financing secured within the next couple of months.

Ms. Saunders also stated that everyone has been emotionally affected by the protests in downtown Sacramento and obviously the racial strife leading to the protests. Fortunately, CADA is "off the beaten track" sufficiently enough to have avoided being damaged like other downtown properties were, save some graffiti. For that, staff is grateful.

With regard to Midtown Association and Downtown Partnership, Ms. Saunders stated that both organizations were dramatically affected by property damage and are doing their best to participate in recovery.

#### **ITEM 5 — [CADA] FY 2020-2021 General Operations Budget and Capital Investment Program Budget**

*Recommended Action:* Staff recommends that the Board adopt resolutions:

- Approving the FY 20-21 General Operations Budget of \$13,854,214 and the FY 20-21 Capital Investment Program (CIP) Budget consisting of the Major Construction Projects Budget of \$1,526,660 and a Development Projects Budget of \$226,655.
- Approving an increase of \$85,000 in the FY 04-05 CIP Development Project Budget
- Approving an increase of \$20,000 in the FY 07-08 CIP Development Project Budget
- Approving an increase of \$130,000 in the FY 08-09 CIP Development Project Budget
- Approving a decrease of \$65,000 in the FY 09-10 CIP Development Project Budget
- Approving an increase of \$60,000 in the FY 14-15 CIP Development Project Budget
- Approving an adjustment of \$3,344.87 to close out FY 16-17 CIP Development Project Budget
- Approving an adjustment of \$337,902 to close out the FY 17-18 CIP Major Construction Budget

Contact: Noelle Mussen, Finance Director [CADA]

The Operations Committee did not meet.

No public comments.

Member Lagomarsino moved approval of Resolutions 20-09, 20-10, 20-11, 20-12, 20-13, 20-14, 20-15, and 20-16, attached hereto and incorporated herein. Member Winston seconded the motion.

AYES: Avdis, Lagomarsino, Maviglio, Winston, Bailey

NOES: None

#### **CONSENT CALENDAR - ITEM 6 — ITEM 8 [CADA]**

##### **ITEM 6 —FISCAL YEAR 2020-2021 SALARY RANGE SCHEDULE**

##### **ITEM 7-WORKERS' COMPENSATION INSURANCE POLICY**

##### **ITEM 8- FISCAL YEAR 2020-2021 NETWORK ADMINISTRATION CONTRACT**

Chair Bailey asked if there were any Board members who desired Items 6 through 8 to be taken off the Consent Calendar. None wished to do so.

Member Winston moved approval of Resolutions 20-17, 20-18, and 20-19, attached hereto and incorporated herein. Member Avdis seconded the motion.

AYES: Avdis, Lagomarsino, Maviglio, Winston, Bailey

NOES: None

The Operations Committee did not meet.

No public comments.

Member Lagomarsino recused himself from the meeting due to a conflict of interest due to the proximity of his home at 10:35am

#### **9. ITEM 9 — [CACDC] TOD Loan for 1322 O Street Affordable Housing Project**

*Recommended Action:*

Staff recommends that the Board adopt a resolution authorizing the CACDC President to apply for a Partnership loan up to \$7 Million, and to enter into and execute loan documents and the Standard Agreement from the California Department of Housing and Community Development Transit-Oriented Development (TOD) Housing Program in connection with the loan, in order to provide the Partnership with gap financing for its 1322 O Street Affordable Housing Project.

Contacts:

Renée Funston, Development Manager [CADA]

Tom Kigar, Special Projects Director [CADA]

Wendy S. Saunders, Executive Director [CADA], President [CACDC]

No public comments.

Member Maviglio moved approval of Resolution 20-01, attached hereto and incorporated herein. Member Avdis seconded the motion.

AYES: Avdis, Maviglio, Winston, Bailey

NOES: None

Member Lagomarsino rejoined the meeting at 10:42 am.

Chair Bailey elected to address Item 11 -Oral Reports at this time and address Item 10 -Closed Session following the Oral Reports.

#### **ITEM 10 —[CADA] CLOSED SESSION**

##### **A. CONFERENCE WITH REAL ESTATE NEGOTIATORS (Pursuant to Government Code Section 54957.6 (a))**

Properties: 006-0223-021

Under negotiation: Price and terms of sale

Chair Bailey reported that there was Board discussion on the properties listed. No action was taken.

#### **ITEM 11 – ORAL STAFF REPORTS/UPDATES**

A. Downtown Sacramento Partnership: Reported on in Agenda Item 4.

B. Downtown Sacramento Revitalization Corporation: Reported on in Agenda Item 4.

C. Midtown Association: Reported on in Agenda Item 4.

D. Roosevelt Park (1619 9<sup>th</sup> Street): No Report

- E. O Street Streetscape (7<sup>th</sup> – 17<sup>th</sup> Streets): Marc de la Vergne reported removal of the sculpture at 9<sup>th</sup> and O Street is set to begin on June 27<sup>th</sup>. On July 7<sup>th</sup>, work will begin to replace the first steam vent, with the replacement of the others set to begin in the next 30 days. Wendy Saunders added that Renee Funston reached out to RT to see if they could contribute transportation passes to residents at 1322 O to aid in CADA's application. RT then decided to apply for a grant on their own in order to install low floor ramps to their transits stops on the corridor, which will be a nice contribution to O St and complement CADA's project/work there.
- F. Other Neighborhood Improvements: Marc de la Vergne reported that staff has encountered difficulty with City staff concerning tree roots on the 16<sup>th</sup> street frontage, in front of Lagado de Ravel and other commercial spaces along 16<sup>th</sup> street between O and P Streets. CADA and City staff has reached a compromise that preserves roughly 2/3 of the original design and the final result will look good and protect public safety, especially as people exit cars on 16<sup>th</sup> Street, which was the primary goal of this project. Renee Funston reported that CADA has selected Atlas & Cartwright for the 10<sup>th</sup> Street frontage project, and a kick off meeting will occur next week. Primary focus will be on the streetscape, which will be a great improvement to the area and compliment improvements at Roosevelt Park.
- G. The Vantage (Site 21 - 14<sup>th</sup> and N Streets): Tom Kigar reported that Cresleigh requested an extension of the June 30<sup>th</sup> construction start deadline due to Covid-related impacts, which they stated are beyond their control. Wendy Saunders extended the deadline to July 30<sup>th</sup>. Mr. Kigar stated that this project would be discussed further during Item 10.
- H. CADA Courtyard Site (1322 O Street): Tom K – Reported on in Agenda Item 9.
- I. R Street PBID: Todd Leon reported that, similar to other PBIDS, the R Street PBID is trying to assist property owners and restaurants to get back open, which includes support of the bollards project. CADA ordered a contract for the bollards in March, but the contractor has been trying to get a schedule from a subcontractor and coordinate with City. Staff is hopeful work will start next week. Mr. Leon also stated that some R Street restaurants are adding outside dining, and trying to utilize the streets for more room, so the bollard project will assist in this endeavor.
- J. R Street Affordable Housing (1717 S Street): Todd Leon reported that staff is trying to create a plan to submit to the Water Board to address the last remaining issues pertaining to CADA's commitments to the site such as covenants regarding future use of the site, and restrictions.
- K. 8R9 Street Parking Structure (8<sup>th</sup>/9<sup>th</sup> Streets): Todd Leon reported that this projects is no longer going forward, but staff has submitted for reimbursement from the State for agency funds spent on legal and consulting services related to the project. Once received, that will close out this project.

#### **ITEM 12 – TRANSMITTALS**

Received as transmitted.

#### **ITEM 13 – OPPORTUNITY FOR THE PUBLIC TO ADDRESS THE BOARD REGARDING MATTERS NOT ON THE AGENDA**

None.

#### **ITEM 14 – ADJOURNMENT**

The meeting adjourned at 12:26 am

## **RESOLUTION NO. 20 - 09**

Adopted by the Capitol Area Development Authority

June 19, 2020

### **RESOLUTION ADOPTING THE FY 2020-2021 GENERAL OPERATIONS AND CAPITAL INVESTMENT PROGRAM BUDGETS**

**WHEREAS**, the Fiscal Year 2020-2021 General Operations and Capital Investment Program Budgets have been prepared in accordance with business development goals set forth in the Authority's Annual Business Plan for FY 2020-2021; and

**WHEREAS**, the Fiscal Year 2020-2021 General Operations Budget of \$13,854,214 including projected Designated Reserves \$9,915,244, and the Capital Investment Program Major Construction Budget of \$1,526,660 and Capital Investment Program Development Project Budget of \$226,655 have been presented to the Board of Directors; and

**WHEREAS**, the Authority has established policy authorizing the Executive Director to submit applications for project funding without first receiving specific Board approval so long as costs incurred during the application process do not exceed budget, the Board has not precluded the submittal of an application for a particular project, and the award of such funding is not accepted without Board approval; and

**WHEREAS**, the Authority's General Operations Budget policy requires that the threshold for transfers between major expense categories shall be established no less than once a year as part of the annual operating budget preparation process.

**NOW THEREFORE BE IT RESOLVED**, by the Capitol Area Development Authority that the Fiscal Year 2020-2021 General Operations and Capital Investment Program Budgets, including Designated Reserves, presented at the June 19, 2020, meeting of the Board of Directors are hereby adopted by the Board of Directors; and

**THEREFORE BE IT FURTHER RESOLVED**, by the Capitol Area Development Authority that the Executive Director is authorized to submit applications for project funding without first receiving specific Board approval so long as costs incurred during the application process do not exceed budget, the Board has not precluded the submittal of an application for a particular project, and the award of such funding is not accepted without Board approval; and

**THEREFORE BE IT FURTHER RESOLVED**, by the Capitol Area Development Authority that the threshold for transfers between major expense categories which the Executive Director may make without prior approval by the Board shall be limited to a cumulative of seven percent (7%) of a major expense category's annual operating budget.

  
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Ann Bailey, Chair

ATTEST:

  
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Jin Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 10**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2004-2005 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2004-2005 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

**WHEREAS**, the FY 2004-2005 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

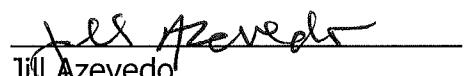
**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors increasing the FY 2004-2005 Capital Investment Program Development Projects Budget by \$85,000 is hereby adopted.



Ann Bailey, Chair

ATTEST:



Jill Azevedo

Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 11**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2007-2008 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2007-2008 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

**WHEREAS**, the FY 2007-2008 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

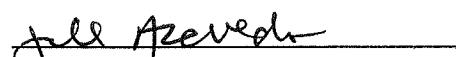
**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**; by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors increasing the FY 2007-2008 Capital Investment Program Development Projects Budget by \$20,000 is hereby adopted.

  
Ann Bailey

Ann Bailey, Chair

ATTEST:

  
Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 12**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2008-2009 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2008-2009 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

**WHEREAS**, the FY 2008-2009 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

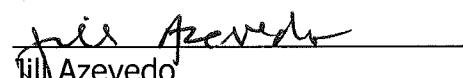
**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors increasing the FY 2008-2009 Capital Investment Program Development Projects Budget by \$130,000 is hereby adopted.



Ann Bailey, Chair

ATTEST:

  
Jill Azevedo

Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 13**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2009-2010 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2009-2010 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

**WHEREAS**, the FY 2009-2010 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors decreasing the FY 2009-2010 Capital Investment Program Development Projects Budget by \$65,000 is hereby adopted.

  
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Ann Bailey, Chair

ATTEST:

  
\_\_\_\_\_  
Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 14**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2014-2015 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2014-2015 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

**WHEREAS**, the FY 2014-2015 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors increasing the FY 2014-2015 Capital Investment Program Development Projects Budget by \$60,000 is hereby adopted.

  
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Ann Bailey, Chair

ATTEST:

  
\_\_\_\_\_  
Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 15**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2016-2017 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2016-2017 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

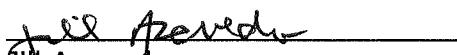
**WHEREAS**, the FY 2016-2017 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors decrease the FY 2016-2017 Capital Investment Program Project Budget by \$3,344.87 and close out this budget is hereby adopted.

  
\_\_\_\_\_  
Ann Bailey

ATTEST:

  
\_\_\_\_\_  
Gil Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 -16**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION ADOPTING REVISIONS TO THE  
FISCAL YEAR (FY) 2017-2018 CAPITAL INVESTMENT PROGRAM BUDGET**

**WHEREAS**, the FY 2017-2018 Capital Investment Program Budget is prepared in accordance with the business development goals set forth in the Authority's Annual Business Plan; and

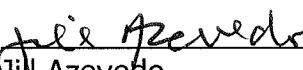
**WHEREAS**, the FY 2017-2018 Capital Investment Program Budget was adopted and subsequently revised at certain Board Meetings; and

**WHEREAS**, the revisions presented for adoption at this meeting of the Board of Directors have been reviewed and are recommended for approval.

**THEREFORE BE IT RESOLVED**, by the Board of Directors of the Capitol Area Development Authority that the revisions presented for adoption at this meeting of the Board of Directors decrease the FY 2017-2018 Capital Investment Program Major Construction by \$337,901.73 and close out this budget is hereby adopted.

  
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Ann Bailey, Chair

ATTEST:

  
\_\_\_\_\_  
Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 17**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION APPROVING THE FY 2020-2021  
SALARY RANGE LIMIT SCHEDULE**

**WHEREAS**, CADA's policy is that the Board of Directors establishes salary range limits annually; and

**WHEREAS**, CADA staff prepares and recommends a salary range limit schedule for the upcoming fiscal year at the June meeting of the Board.

**NOW, THEREFORE, BE IT RESOLVED**, by the Capitol Area Development Authority that:

1. The document entitled, "Capitol Area Development Authority Salary Range Limits, Effective July 1, 2020," attached hereto, is adopted as the CADA salary range limit schedule for Fiscal Year 2020-2021, and
2. The Executive Director is authorized to make individual salary adjustments for staff, provided these adjustments do not exceed the adopted salary limits.

  
\_\_\_\_\_  
Ann Bailey, Chair

ATTEST:

  
\_\_\_\_\_  
Jill Azevedo  
Acting Secretary to the Board of Directors

Exhibit 1: Capitol Area Development Authority Salary Range Limits, effective July 1, 2020

**Exhibit 1****CAPITOL AREA DEVELOPMENT AUTHORITY  
SALARY RANGE LIMITS, EFFECTIVE JULY 1, 2020**

<b>Executive</b>	<b>Salary Range</b>
Executive Director	\$10,463 - \$15,694
Deputy Executive Director	\$8,774 - \$13,159
<b>Directors</b>	
Controller/Finance Director	\$7,224 - \$10,839
Development Services Director	\$7,224 - \$10,839
Planning/Asset Management Services Director	\$7,224 - \$10,839
<b>Managers/Administrators</b>	
Development Manager	\$5,550 - \$8,324
Facilities Maintenance Manager	\$5,550 - \$8,324
Construction Manager	\$5,134 - \$7,700
Human Resources Manager	\$5,134 - \$7,700
Property Manager	\$4,889 - \$7,334
Human Resources Administrator	\$4,889 - \$7,334
Accounting Manager	\$4,889 - \$7,334
Resident Services Manager	\$4,889 - \$7,334
Office Manager	\$4,566 - \$6,847
Marketing and Creative Services Manager	\$4,566 - \$6,847
Accounting Supervisor	\$4,132 - \$5,550
Leasing Services Manager	\$4,132 - \$5,550
Construction Administrator	\$4,132 - \$5,550
Communications Administrator	\$3,757 - \$5,633
<b>Maintenance</b>	
Renovation & Rehabilitation Specialist	\$4,333 - \$6,933
Journey Level Trade	\$3,757 - \$5,633
Maintenance Specialist	\$3,060 - \$4,591
<b>Administrative Services</b>	
Accounting Specialist	\$2,669 - \$4,004
Leasing Agent	\$2,469 - \$3,705
Dispatcher	\$2,469 - \$3,705
Administrative Assistant	\$2,398 - \$3,598
<b>Resident Services</b>	
Resident Services Specialist	\$2,240 - \$3,360 (includes value of apartment)

**RESOLUTION NO. 20 - 18**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION AUTHORIZING RENEWAL OF  
WORKERS' COMPENSATION POLICY  
WITH THE STATE COMPENSATION INSURANCE FUND**

**BE IT RESOLVED** by the Capitol Area Development Authority:

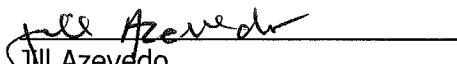
That the Executive Director is hereby authorized to renew the worker's compensation policy with the Berkshire Hathaway Homestate Companies for the period July 1, 2020 through June 30, 2021.



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Ann Bailey, Chair

ATTEST:



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Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20 - 19**

Adopted by the Capitol Area Development Authority

June 19, 2020

**RESOLUTION AWARDING A NETWORK ADMINISTRATION CONSULTING CONTRACT  
TO NETWORK DESIGN ASSOCIATES**

**BE IT RESOLVED** by the Capitol Area Development Authority:

That the Executive Director is hereby authorized to award, on behalf of the Authority, a consulting contract for one (1) year to Network Design Associates to provide network administration services.

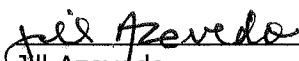
The total compensation payable under the contract shall not exceed Eighty Five Thousand Dollars (\$85,000).



Ann Bailey

Ann Bailey, Chair

ATTEST:



Jill Azevedo

Jill Azevedo  
Acting Secretary to the Board of Directors

20-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
CAPITOL AREA COMMUNITY DEVELOPMENT CORPORATION (CACDC)**

All of the directors of the Capitol Area Community Development Corporation, a California nonprofit public benefit corporation (the "Corporation"), hereby consent to, adopt and ratify the following resolutions:

**1322 O STREET**

WHEREAS the California Department of Housing and Community Development ("Department") has issued a Notice of Funding Availability ("NOFA") dated April 30, 2020, under the Transit-Oriented Development ("TOD") Housing Program; and

WHEREAS, the Corporation is authorized to do business in the State of California and it is in the best interests of the Corporation for the Corporation to act as the Managing General Partner of 1322 O St Investors LP (the Partnership/Borrower); and

WHEREAS the Corporation is an Eligible Applicant/Sponsor under the TOD Program and wishes to apply for a TOD Program Loan in an amount not to exceed \$7 million ("TOD Loan") under the above described NOFA; and

NOW, THEREFORE, IT IS RESOLVED: That the Corporation is hereby authorized and directed to act on its own behalf and to act as the managing general partner of the Partnership/Borrower in connection with the Department's TOD Loan to the Partnership/Borrower pursuant to the above mentioned NOFA.

RESOLVED FURTHER: The Corporation is hereby authorized and directed to act on its own behalf as well as act as the Managing General Partner of the Partnership/Borrower to cause the Partnership/Borrower and itself to incur an obligation for the TOD Loan.

RESOLVED FURTHER: That in connection with the TOD Loan, the Corporation, on its own behalf and as Managing General Partner of the Partnership/Borrower is authorized and directed to enter into, execute, and deliver a State of California Standard Agreement in the amount not to exceed \$ 7 million 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 TOD Loan, the Partnership/Borrower'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 TOD Loan, and all amendments thereto (collectively, the "TOD Loan Documents").

RESOLVED FURTHER: The Corporation shall be subject to the terms and conditions as specified in the Standard Agreement(s). Funds are to be used for allowable capital asset project expenditures to be identified in Exhibit A of the Standard Agreement(s). The application in full is incorporated as part of the Standard Agreements(s). Any and all activities funded, information provided, and timelines represented in the application are enforceable through the Standard Agreement(s). The Corporation hereby agrees to use the funds for eligible capital asset(s) in the manner presented in the application as approved by the Department and in accordance with the NOFA, Program Guidelines and application package.

RESOLVED FURTHER: That the President, Wendy S. Saunders or her designees is hereby authorized to execute the TOD Loan Documents, and any amendment or modifications thereto, on behalf of the Corporation for itself and as Managing General Partner of the Partnership/Borrower.

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

Passed and adopted effective as of June 19, 2020, by the consent of the Board of Directors of the Corporation by the following vote:

4 AYES                               NAYS

1 ABSTAIN                               ABSENT

*Ann Bailey*  
Ann Bailey, Chair

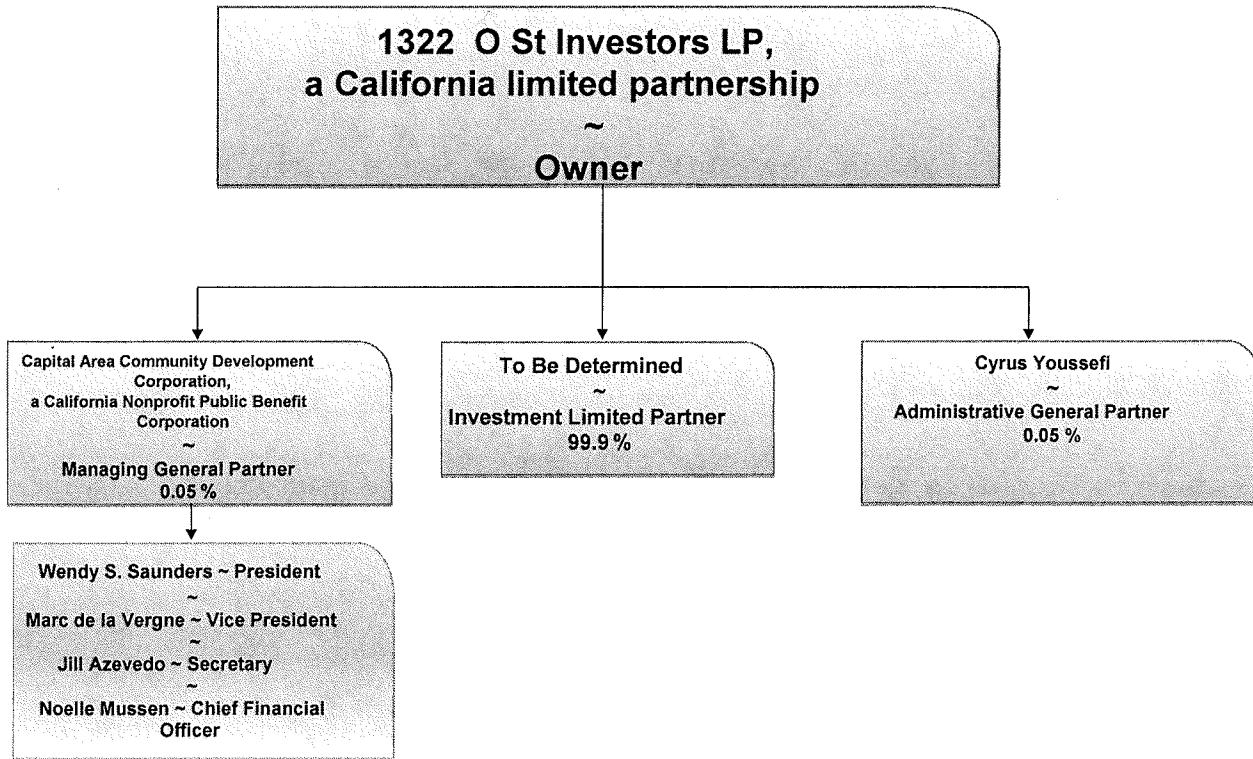
#### CERTIFICATE OF THE SECRETARY

The undersigned, Secretary of the Corporation, does hereby attest and certify that the foregoing 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.

DATE: 6-19-2020

Jill Azevedo  
Jill Azevedo, Secretary

# Organizational Chart



Effective June 9, 2020



July 14, 2020

<b>TO:</b>	CADA Board of Directors
<b>SUBJECT:</b>	<b>July 16, 2020 Special Board Meeting</b> <b>AGENDA ITEM 5</b> <b>CADA SITE 21 – NOTICE OF INTENT TO PURCHASE THE SITE 21 PROPERTY</b> <b>(SOUTHWEST CORNER OF 14<sup>TH</sup> AND N STREETS)</b>
<b>CONTACT:</b>	Tom Kigar, Special Projects Director Wendy Saunders, Executive Director

**RECOMMENDED ACTION:**

Staff recommends the Board adopt resolutions authorizing the following:

1. Issuance of a notice of intent to purchase the Site 21 property, a budget amendment for \$2 million, an expenditure of \$2 million for such purchase and any and all actions required to complete the transaction to purchase the property, and
2. Direction to the staff to endeavor to locate a new developer to build the project as planned.
3. Adoption of a resolution that would allow CADA to reimburse the cost for purchase of the Site 21 property upon issuance of debt in the future, should reimbursement be deemed appropriate.

**BACKGROUND**

At the September 2019 meeting, the Board approved a Second Amendment to the Disposition and Development Agreement (DDA) to allow Cresleigh to build The Vantage, an 87 unit project as condominiums but operate it as apartments for 10-years following building completion because the project was over budget as a condominium. The amendment includes a provision to give CADA the right to purchase the land back if Cresleigh fails to meet certain timelines, including beginning site preparation by June 30, 2020. On May 15, 2020 Robert Walter, Cresleigh's Senior Vice President requested a 90 day extension of the June 30 deadline in accordance with the excusable delay provision in the DDA due to COVID 19 related delays. On May 19, 2020, Wendy Saunders responded that Mr. Walter had not provided evidence to justify a 90 day delay and instead granted a 30 day extension until July 30.

On June 17, Mr. Walter advised CADA that Cresleigh was unable to secure financing to meet the July 30 deadline due to the impact of the pandemic. He further expressed their desire to terminate the DDA thereby giving CADA the right to exercise its option to purchase the property.

The Board met in closed session on June 19 to discuss the matter and on July 3 CADA staff asked Mr. Walter if Cresleigh would be able to secure financing if granted a six-month extension and he replied he did not expect they could. As a result, CADA staff advised Mr. Walter that subject to

Board approval they would terminate the DDA and exercise the option to purchase the property from Cresleigh. The DDA further stipulates that all work product developed by Cresleigh, including construction documents and architectural plans, become the property of CADA upon default by Cresleigh. Cresleigh has provided CADA notice that it will default, and thus, this provision applies.

## **ANALYSIS**

The Second Amendment gives CADA the right to purchase the property back from Cresleigh for the \$2 million Cresleigh paid for the property by giving Cresleigh written notice of intent to exercise the option to purchase back the property within six months after Cresleigh's failure to meet the required timelines. CADA must close on the property within 30 days of issuing the notice. Upon approval of the recommended action, staff will issue the notice of intent to Cresleigh.

The Second Amendment includes the provision that, should CADA repurchase the land, DGS will have the right, but not the obligation, to buy the land back from CADA. DGS is required to advise CADA of its interest in buying the land back from CADA within 60 days of CADA closing escrow.

Because CADA will be taking ownership of both the land and the work product, including construction documents that are nearly construction-permit ready, the staff would endeavor to locate a developer capable of building the project as planned and under the terms provided to Cresleigh. The staff would commence the search for a developer once stabilization of the financial markets occurs, likely pending a foreseeable end to the coronavirus pandemic.

## **POLICY ISSUES**

Site 21 is the only available vacant residential site overlooking Capitol Park. CADA has been entrusted with this site and the goal to construct a high quality for-sale condominium project. Assuming approval of the recommended action, CADA will re-gain control of the site and be in possession of a nearly permit ready project that meets the above criterial. CADA will be able to use its experience and have the benefit of offering the site with plans to a qualified developer who can build the project and fulfill CADA's goal.

## **STRATEGIC PLAN**

Development of Site 21 meets several CADA 2016-21 Strategic Plan goals including 1) overcoming the complexities of developing high quality infill projects, 2) exhibiting leadership in urban development, 3) implementing environmentally sustainable practices, and 4) focusing on quality in design.

## **FINANCIAL IMPACT**

The recommended budget amendment will authorize the drawdown of \$2 million from the Development Reserve and the Acquisition Reserve. CADA will recoup these funds when it sells the site to a developer. The use of these funds will affect the funding available for the 1322 O Affordable Housing Project and as a result, the staff will be analyzing the possibility of issuing bond debt to support all of our outstanding projects for CADA Board consideration. The State's extension of CADA's expiration date to 2055 and current advantageous interest rates enhance the attractiveness of debt issuance at this time.

A separate resolution is also attached that would allow CADA to reimburse itself from a future tax exempt bond issuance should the CADA Board determine in the future to pursue an affordable housing project on the site rather than sell the site for a market rate project. Adopting a reimbursement resolution now, in advance of expenditure of the funds, is necessary to allow the

reimbursement. Please note that this is not that action that the staff anticipates at this time, but recommends adoption of the resolution in abundance of caution to as to not hamper any future decisions of the Board based on changing circumstances.

### **ENVIRONMENTAL REVIEW**

Staff previously determined, and the CADA Board has found, that development of a project consistent with the Site 21 RFP is categorically exempt from the California Environmental Quality Act (PRC §21083.3, 2 CCR §15183).

No additional environmental review is required for the proposed action.

### **CONTRACT AWARD CONSIDERATIONS**

N/A

## **RESOLUTION NO. 20 - 20**

July 16, 2020

Adopted by the Capitol Area Development Authority

### **NOTICE OF INTENT TO PURCHASE THE SITE 21 PROPERTY (SOUTHWEST CORNER OF 14<sup>TH</sup> AND N STREETS)**

**WHEREAS**, on September 20, 2019 the Board approved a Second Amendment to the Disposition and Development Agreement (DDA) to allow Cresleigh to operate The Vantage , an 87 unit project on Site 21 as apartments for 10 years,

**WHEREAS**, the Second Amendment included a provision to give CADA the right to purchase the land back if Cresleigh failed to meet certain timelines, including beginning site preparation by June 30, 2020,

**WHEREAS**, on June 17, 2020 Cresleigh advised they have been unable to secure financing to meet the deadline for beginning site preparation due to the impact of the pandemic and they desire to terminate the DDA thereby giving CADA the right to exercise its option to purchase the property,

**NOW, THEREFORE, BE IT RESOLVED** by the Capitol Area Development Authority that the Board of Directors hereby authorize the following:

1. Issuance of a notice of intent to purchase the Site 21 property, an expenditure of \$2 million for such purchase and any and all actions required to complete the transaction to purchase the property, and
2. Direction to the staff to endeavor to locate a new developer to build the project as planned.

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Ann Bailey, Chair

ATTEST:

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Jill Azevedo  
Acting Secretary to the Board of Directors

**RESOLUTION NO. 20-21**

**[July 16, 2020]**

Adopted by the Capitol Area Development Authority

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
CAPITOL AREA DEVELOPMENT AUTHORITY  
DECLARING ITS OFFICIAL INTENT  
TO REIMBURSE CERTAIN EXPENDITURES  
FROM THE PROCEEDS OF DEBT**

**WHEREAS**, Capitol Area Development Authority (the “Authority”) intends to provide for acquisition of certain real property referred to as Site 21 by the Authority (the “Project”);

**WHEREAS**, the Authority anticipates that, for the purpose of financing the costs of the Project on a long-term basis, it will issue debt obligations;

**WHEREAS**, the maximum principal amount of such debt expected to be issued to finance the Project is \$2,000,000;

**WHEREAS**, the Authority has, heretofore, and expects in the future to pay certain expenditures in connection with the Project prior to the issuance of the debt; and

**WHEREAS**, in order to obtain favorable treatment of the expenditures of the proceeds of the debt used to reimburse the Authority’s prior expenditures, Treasury Regulations section 1.150-2 requires the Authority to declare its reasonable official intent to reimburse such prior Project expenditures with the proceeds of debt.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the Capitol Area Development Authority:

**1. Findings.** The Board of Directors hereby finds and determines that the foregoing recitals are true and correct.

**2. Official Intent.** The Authority hereby states that it reasonably expects to reimburse its expenditures on Project costs with proceeds of debt to be incurred by the Authority. The foregoing statement is a declaration of official intent that is made under and only for the purpose of establishing compliance with the requirements of Treasury Regulations section 1.150-2. This resolution does not bind the Authority to make any expenditure on the Project or to incur any debt for the Project.

**4. Authority to Declare Official Intent.** The Board of Directors designates the Executive Director as the officer of the Authority who is authorized, individually, to declare official intent, on behalf of the Authority, regarding reimbursement of prior expenditures with debt proceeds for purposes of compliance with Treasury Regulations section 1.150-2 and any successor thereto.

**5. Additional Acts.** The officers of the Authority are hereby authorized and directed, individually and collectively, to do any and all things and to execute, deliver and perform any and all agreements and documents that they deem necessary or advisable in order to effectuate the purposes of this resolution. All actions, heretofore, taken by the officers of the Authority that are in conformity with the purposes and intent of this resolution are hereby ratified, confirmed and approved in all respects.

**6. Effective Date.** This resolution shall take effect from and after its adoption.

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Ann Bailey, Chair of the Board of Directors  
Capitol Area Development Authority

ATTEST:

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Jill Azevedo, Secretary of the Board of Directors  
Capitol Area Development Authority





July 14, 2020

**TO:** Capitol Area Community Development Corporation (CACDC) Board of Directors

**SUBJECT: July 16, 2020 Board Meeting**

**AGENDA ITEM 6**

**INCREASING THE FUNDING AMOUNT TO BE REQUESTED FROM HCD**

**CONTACT PERSONS:**

Renee Funston, Development Manager (CADA)

Tom Kigar, Special Projects Director (CADA)

Wendy Saunders, Executive Director (CADA), President (CACDC)

**RECOMMENDED ACTIONS:**

Staff recommends the CACDC Board of Directors, in the role of the managing general partner of 1322 O St Investors LP (the "Partnership"), increase the Partnership loan amount being requested from the Department of Housing and Community Development Transit-Oriented Development (TOD) Housing Program from "up to \$7 Million" to "up to \$10 Million," as previously authorized by the Board for the 1322 O Street Affordable Housing Project.

**BACKGROUND**

At the June 19, 2020 meeting, the CACDC Board adopted a resolution authorizing the CACDC President to apply for a Partnership loan up to \$7 Million, and to enter into and execute loan documents and the Standard Agreement from the California Department of Housing and Community Development Transit-Oriented Development (TOD) Housing Program in connection with the loan.

**ANALYSIS**

Following careful analysis of the pro forma and the current state of the development financing market, staff is recommending that the Partnership request up to \$10 million through the TOD Housing Program. The total estimated development cost currently stands at \$16.4 million. The additional loan requested from HCD would eliminate the need for a construction and permanent loan from a private lender. The HCD loan request would be consistent with the TOD program requirements that allow the project to request up to a \$10 million maximum loan amount. To fulfill these TOD requirements, the income limits were further reduced so the highest eligible tenant is 60% AMI compared to 70% AMI previously. Requesting this amount from HCD and eliminating the private loan will increase the required CADA loan from \$2 million to an estimated \$3.1 million subject to further development cost increases. The advantage of this financing approach is that it will allow full payback of the deferred developer fee within the first 15 years of operation, which is a requirement of the tax credit program. Under alternative scenarios including a lesser HCD loan and additional private financing, CACDC would not be able to recover the full deferred developer fee.

The accompanying resolution is the same as approved by the Board at the June 19<sup>th</sup> Board meeting, except that the loan amount is changed to up to \$10 million.

Staff will submit a TOD Housing Program application for 1322 O Street by the July 30, 2020 deadline.

### **FINANCIAL IMPACT**

Pursuing and securing the TOD funds will advance development of the 1322 O Street affordable housing project. CADA's contribution will increase from \$2 million to an estimated \$3.1 million. The Board had approved a \$4.5 million CADA contribution at the May 15<sup>th</sup> Board meeting. The CADA loan is necessary for the 1322 O Street application to score well on the TOD Housing Program tiebreaker as it shows additional leverage by sources of financing other than HCD.

The use of these funds will affect the funding available for all of our outstanding projects and as a result, the staff will be analyzing the possibility of issuing bond debt for CADA Board consideration. The State's extension of CADA's expiration date to 2055 and current advantageous interest rates enhance the attractiveness of debt issuance at this time.

### **ENVIRONMENTAL CONSIDERATIONS**

At the November 13, 2019 meeting, the Board found the project to be exempt from CEQA based upon its consistency with the Central City Specific Plan and EIR and staff filed a Notice of Exemption.

### **POLICY**

Developing 1322 O Street as a "micro-unit" affordable housing project; making use of a novel building method that has a lower carbon footprint; and building the project in collaboration with the State of California under Governor Newsom's Executive Order regarding the California housing crisis is consistent with CADA's 2016-2021 Strategic Plan that calls for urban development leadership, development of complex infill projects and collaboration with CADA's State and City partners.

**RESOLUTION NO. 20-02**

**RESOLUTION OF THE BOARD OF DIRECTORS OF**

**CAPITOL AREA COMMUNITY DEVELOPMENT CORPORATION (CACDC)**

The directors of the Capitol Area Community Development Corporation, a California nonprofit public benefit corporation (the "Corporation"), hereby consent to, adopt and ratify the following resolutions:

**1322 O STREET**

WHEREAS the California Department of Housing and Community Development ("Department") has issued a Notice of Funding Availability ("NOFA") dated April 30, 2020, under the Transit-Oriented Development ("TOD") Housing Program; and

WHEREAS, the Corporation is authorized to do business in the State of California and it is in the best interests of the Corporation for the Corporation to act as the Managing General Partner of 1322 O St Investors LP (the Partnership/Borrower); and

WHEREAS the Corporation is an Eligible Applicant/Sponsor under the TOD Program and wishes to apply for a TOD Program Loan in an amount not to exceed \$10 million ("TOD Loan") under the above described NOFA; and

NOW, THEREFORE, IT IS RESOLVED: That the Corporation is hereby authorized and directed to act on its own behalf and to act as the managing general partner of the Partnership/Borrower in connection with the Department's TOD Loan to the Partnership/Borrower pursuant to the above mentioned NOFA.

RESOLVED FURTHER: The Corporation is hereby authorized and directed to act on its own behalf as well as act as the Managing General Partner of the Partnership/Borrower to cause the Partnership/Borrower and itself to incur an obligation for the TOD Loan.

RESOLVED FURTHER: That in connection with the TOD Loan, the Corporation, on its own behalf and as Managing General Partner of the Partnership/Borrower is authorized and directed to enter into, execute, and deliver a State of California Standard Agreement in the amount not to exceed \$10 million 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 TOD Loan, the Partnership/Borrower'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 TOD Loan, and all amendments thereto (collectively, the "TOD Loan Documents").

**RESOLVED FURTHER:** The Corporation shall be subject to the terms and conditions as specified in the Standard Agreement(s). Funds are to be used for allowable capital asset project expenditures to be identified in Exhibit A of the Standard Agreement(s). The application in full is incorporated as part of the Standard Agreements(s). Any and all activities funded, information provided, and timelines represented in the application are enforceable through the Standard Agreement(s). The Corporation hereby agrees to use the funds for eligible capital asset(s) in the manner presented in the application as approved by the Department and in accordance with the NOFA, Program Guidelines and application package.

**RESOLVED FURTHER:** That the President, Wendy S. Saunders or her designees is hereby authorized to execute the TOD Loan Documents, and any amendment or modifications thereto, on behalf of the Corporation for itself and as Managing General Partner of the Partnership/Borrower.

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

Passed and adopted effective as of July 16, 2020, by the consent of the Board of Directors of the Corporation by the following vote:

      AYES                                NAYS  
      ABSTAIN                                ABSENT

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Ann Bailey, Chair

#### CERTIFICATE OF THE SECRETARY

The undersigned, Secretary of the Corporation, does hereby attest and certify that the foregoing 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.

DATE: \_\_\_\_\_  
\_\_\_\_\_  
Jill Bagley-Azevedo, Secretary