

RESOLUTION OF THE BOARD OF DIRECTORS OF  
[NAME OF CORPORATION]

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

Housing for a Healthy California, (HHC) Article I Program

WHEREAS the State of California Department of Housing and Community Development (the "Department") have issued a Notice of Funding Availability dated \_\_\_\_\_ ("NOFA") under the Housing for a Healthy California, (HHC) Article I Program;

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 [sole member/manager] of \_\_\_\_\_ (the "LLC") the [sole/managing/administrative] general partner of \_\_\_\_\_ (the "Borrower").

WHEREAS the Corporation is an Eligible Applicant/Sponsor under the HHC Program and was awarded an HHC Program loan [and grant] in an amount not to exceed \$ \_\_\_\_\_ ("HHC Loan" [and Grant"]) under the above-described NOFA.

NOW, THEREFORE, IT IS RESOLVED: That the Corporation is hereby authorized and directed to act on its own behalf, to act as the [sole member/manager] of the LLC, and where the LLC will act as the [sole/managing/administrative] general partner of the Borrower in connection with the Department's loan [and grant] of HHC funds to the Borrower pursuant to the above mentioned NOFA in an amount not to exceed \$ \_\_\_\_\_.

RESOLVED FURTHER: The Corporation is hereby authorized and directed to act on its own behalf, act as [sole member/manager] of the LLC, and the LLC will act as the [sole/managing/administrative] general partner of the Borrower to cause the Borrower and itself to incur an obligation for the HHC Loan [and Grant].

That in connection with the HHC Loan [and Grant], the Corporation, on its own behalf and as [sole member/manager] of the LLC, which will act as the [sole/managing/administrative] general partner of the Borrower, the Corporation is authorized and directed to enter into, execute, and deliver a State of California Standard Agreement in the amount not to exceed \$ \_\_\_\_\_ 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 HHC Loan **[and Grant]**, the 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 development agreement, a regulatory agreement and certain other documents required by the Department as security for, evidence of or pertaining to the HHC Loan, and all amendments thereto (collectively, the "HHC Loan **[and Grant]** Documents").

RESOLVED FURTHER: The Corporation shall be subject to the terms and conditions as specified in the Standard Agreement(s).

RESOLVED FURTHER: That **[Name(s) and Title(s) of Corporate Officer(s)]** **[is/are]** hereby authorized to execute the HHC Loan **[and Grant]** Documents, and any amendment or modifications thereto, on behalf of the Corporation for itself, as **[sole member/manager]** of the LLC, where the LLC will act as the **[sole/managing/administrative]** general partner of the Borrower

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:

\_\_\_AYES

\_\_\_NAYS

\_\_\_ABSTAIN

\_\_\_ABSENT

\_\_\_\_\_  
[Name]

\_\_\_\_\_  
[Title]

### CERTIFICATE OF THE SECRETARY

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.

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

\_\_\_\_\_  
[Name]

\_\_\_\_\_  
Secretary