

**EXHIBIT E****SPECIAL CONDITIONS**

The following Special Conditions are applicable to this Standard Agreement:

1. [ULTIMATE BORROWER] ("LP") is an affiliate of [SPONSOR] ("Corp"). Corp was awarded the MHP Loan funds, in the amount of [\$\$\$X,XXX.00], pursuant to the Award Letter, dated [DATE]. The Department acknowledges LP as the Ultimate Borrower of the MHP Loan funds. As such, LP will execute the MHP Loan documents described in paragraph 40 of Exhibit D of this Agreement. For the purposes of this Agreement, LP and Corp will be collectively referred to herein as "Sponsor." Accordingly, LP and Corp shall be jointly and severally liable for all the obligations of the Sponsor as set forth herein. Performance satisfactory to the Department by LP of any duties and obligations under this Agreement, and under any other agreements required by the Department, will be deemed as performance by the Sponsor.
2. Not less than 60 days prior to construction loan closing, the Sponsor shall provide updated financial documents including, but not limited to the development budget, development sources and uses, schedule of rents and unit mix, operating budget and 15-year cash-flow analysis, which are acceptable to the Department and demonstrate compliance with all applicable Program regulations or guidelines and the Uniform Multifamily Regulations (UMR). All proposed changes to the project, including but not limited to project financing, rents and unit mix, scope of work to be performed or Borrower's organizational structure must be submitted to and approved by the Department in writing.
3. The Sponsor who garnered the experience points at the application stage must be the Sponsor who controls the borrowing entity at construction, through permanent close of escrow, and into management and operation of the project. Organizational documents demonstrating that the experienced Sponsor has the authority to exercise control of the borrowing entity in compliance with Section 8301(s) of the Uniform Multifamily Regulations (UMR) must be submitted to the Department for review and approved by the Department prior to execution of the Standard Agreement.
4. All proposed changes to the project, including but not limited to project financing, rents and unit mix, scope of work to be performed or Borrower's organizational structure must be submitted to and approved by the Department in writing.

Multifamily Housing Program (MHP)

NOFA Date: 07/23/2021

Approved Date: 1/11/2022

Prep. Date: XX/XX/XXXX

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5. Prior to construction loan close, the Sponsor must comply with applicable local, state and federal relocation requirements of Government Code section 7260 et seq. and California Code of Regulations, title 25, section 6000 et seq. including a relocation plan which shall be subject to the approval of the Department. Should a relocation plan not be required, Sponsor must provide documentation for Department approval that there are no relocation requirements.

Multifamily Housing Program (MHP)

NOFA Date: 07/23/2021

Approved Date: 1/11/2022

Prep. Date: [REDACTED]