

EXHIBIT A

AUTHORITY, PURPOSE, AND SCOPE OF WORK

1. Authority & Purpose

- A. This Standard Agreement, STD. 213 (hereinafter “Agreement”) is the result of Recipient’s application (“Application”) for funding under the Infill Infrastructure Grant Program of 2019 (“Program”) pursuant to:
- i. Part 12.5 of Division 31 of the Health and Safety Code (commencing with Section 53559);
 - ii. The Request for Concept Proposals for Infill Infrastructure Grant -Catalytic Qualifying Infill Areas dated November 30, 2022 (the “Phase I Solicitation”) issued by the State of California, Department of Housing and Community Development (“Department”); and
 - iii. The Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area Program Guidelines and Notice of Funding Availability Phase II Application Solicitation dated March 15, 2023 (the “Phase II Solicitation”), as may be amended from time to time.

Subdivisions (A)(i) through (A)(iii) above, of this Exhibit A shall referred to hereafter collectively as the “Program Requirements.”

- B. In accepting this grant award, the Recipient agrees to comply with the Program Requirements and the terms and conditions of this Agreement, and the Disbursement Agreement, which is more particularly described in Exhibit B, attached hereto.
- C. Exhibit B, Exhibit C, Exhibit D, and Exhibit E are incorporated herein by this reference, and are attached hereto except for Exhibit C which may be viewed digitally as stated on page 1 of this Agreement.

2. Definitions

Capitalized terms herein shall have the meaning of the definitions set forth in the Guidelines, in addition:

Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area (IIGC)

Phase I Concept Proposal: 11/30/2022

Phase II Application Solicitation: 03/15/2023, Amended 03/22/2023

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- A. “Capital Improvement Project” means the capital improvement project which Recipient proposed to be funded in the Application and which is further described in Exhibit E under Provision A-E.1.
- B. “Catalytic Qualifying Infill Area” means the geographic area described in Recipient’s Application and within which is located the real property on which the Recipient shall develop the Project.
- C. “Covenant” means the Department’s Declaration of Restrictive Covenants for the Development and Operation of Affordable Housing to be provided by the Department, containing affordability restrictions consistent with those proposed in the Application and containing such other terms and conditions as the Department deems necessary to achieve compliance with Program Requirements and this Agreement.
- D. “Developer” means the Recipient, or an entity who is contractually obligated to the Recipient to develop and own the Housing Development(s). The Developer must have the capacity and experience to develop and own affordable housing and must have site control which complies with Section 204(d) of the Phase II Solicitation, before construction commences on any part of the Project, and through occupancy of the Housing Development(s).
- E. “Housing Development(s)” means the residential housing described in the Application to be developed and constructed by the Recipient, or other Developer, within the Catalytic Qualifying Infill Area containing the number of units and bedrooms resulting net density and depth of affordability described in Exhibit E under Provision A-E.2.
- F. “Project” means, collectively, the Capital Improvement Project and Housing Development(s).
- G. “Recipient” refers to the entity or entities who submitted the Application and to whom the Department issued an award letter in connection with the Phase II Solicitation. In the case of joint applicants, “Recipient” shall refer to each applicant. Each joint applicant shall be jointly and severally liable for all obligations of a Recipient as set forth herein. In the case of joint applicants, all such applicants shall collectively comprise and be deemed a joint venture.

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- H. “Section” or “section” in reference to the Phase II Solicitation shall initially refer to that specific numbered section of the Phase II Solicitation adopted on and dated March 15, 2023. If and when the Department amends any section of the Phase II Solicitation, all references herein to any such section shall be deemed to refer to the section as amended, either in whole or in part, as may be applicable. To the extent that any Phase II Solicitation section (Sections) provision is amended, and thereafter assigned a new section number, any reference herein to the old Phase II Solicitation section number shall be interpreted to refer instead to the Phase II Solicitation section that is intended to replace the content and substance of the former section.

3. Scope of Work

- A. The Scope of Work (“Work”) for this Agreement shall consist of the development and construction by the Recipient, or on behalf of the Recipient, of both the Capital Improvement Project and Housing Development(s) as defined in Section 2 of this Exhibit A.
- B. The Capital Improvement Project is an integral part of or is necessary for the completion of the Housing Development(s). The Recipient is responsible for and shall ensure the completion of the both the Capital Improvement Project and the Housing Development(s) in compliance with Program requirements and the criteria set forth in this Agreement. The Department reserves the right to review and approve all Work to be performed by the Recipient, or contracted by the Recipient, in relation to this Agreement. Any substantial revision to the Work shall be submitted in writing for review and approval by the Department and shall require an amendment to this Agreement.
- C. The Department, the Recipient and other parties as required by the Department, shall enter into a Disbursement Agreement governing, among other things, the disbursement of Program funds, as more particularly described in Exhibit B, attached hereto.

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EXHIBIT A**4. Proximity to Amenities and Transit**

In response to submissions in the Application, the Department awarded rating points to catalytic qualifying infill areas for proximity of the proposed housing developments to transit (Phase II Solicitation, Section 301(d)) and to amenities (Phase II Solicitation, Section 301(e)). At the request of the Department, Recipient shall provide evidence sufficient to support such award of points by the Department. The Department may refuse to commence or continue the disbursement of Program funds unless and until Recipient responds to such a request in a manner satisfactory to the Department.

5. Performance Milestones

Recipient shall ensure the completion of each phase of construction and development identified in Exhibit E under Provision A-E.3 (collectively, "Performance Milestones"). Each Performance Milestone must be completed by the date set forth as the deadline therefor, or as set forth in the Disbursement Agreement if the Performance Milestones are updated and modified by the Disbursement Agreement. Recipient may apply to the Department for an extension of these deadlines based on good cause shown and best efforts and assurances from the Recipient for timely completion of the remaining Performance Milestones.

6. State Contract Coordinator

The State Contract Coordinator for this Agreement is the Infill Infrastructure Grant Program of 2019 Section Chief, Division of Financial Assistance, or the Chief's designee. Unless otherwise informed, any notice, report, or other communication required by this Agreement shall be mailed by first class to the State Contract Coordinator at the address specified in Exhibit E under Provision A-E.4.

7. Recipient Contract Coordinator

The Recipient's Contract Coordinator for this Agreement is listed in Exhibit E under Provision A-E.5. Unless otherwise informed, any notice, report, or other communication required by this Agreement may be mailed by first class mail or sent through a commercial courier to the contact at the address specified in Exhibit E under Provision A-E.5.

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