

1 BOARD OF DIRECTORS
2 OF THE CALIFORNIA HOUSING FINANCE AGENCY
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5 RESOLUTION NO. 22-15
6

7 RESOLUTION AUTHORIZING A FINAL LOAN COMMITMENT
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9 WHEREAS, the California Housing Finance Agency (the "Agency") has received a
10 loan application on behalf of The Kelsey Ayer Station LP, a California limited partnership (the
11 "Borrower"), seeking a loan commitment, the proceeds of which are to be used to provide
12 financing for a multifamily housing development located in the City of San Jose, County of
13 Santa Clara, California, to be known as Kelsey Ayer Station (the "Development"); and
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15 WHEREAS, the loan application has been reviewed by Agency staff which prepared a
16 report presented to the Board on the meeting date recited below (the "Staff Report"),
17 recommending Board approval subject to certain recommended terms and conditions; and
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19 WHEREAS, Agency staff has determined or expects to determine prior to making a
20 binding commitment to fund the loan for which the application has been made, that (i) the
21 Agency can effectively and prudently raise capital to fund the loan for which the application has
22 been made, by direct access to the capital markets, by private placement, or other means and (ii)
23 any financial mechanisms needed to insure prudent and reasonable financing of loans can be
24 achieved; and
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26 WHEREAS, pursuant to the Executive Director's authority to issue Conduit Bonds,
27 under Resolution 21-04 the Agency has filed an application with the California Debt Limit
28 Allocation Committee ("CDLAC") for an allocation of California Qualified Private Activity
29 Bonds for the Development; and
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31 WHEREAS, the Development has received a TEFRA Resolution as required by the
32 Tax Equity and Fiscal Responsibility Act of 1983, and under 26 U.S.C. section 147(f); and
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34 WHEREAS, Section 1.150-2 of the Treasury Regulations requires the Agency, as the
35 issuer of tax-exempt bonds, to declare its reasonable official intent to reimburse prior
36 expenditures for the Development with proceeds of a subsequent borrowing; and
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38 WHEREAS, on March 22, 2021, the Executive Director exercised the authority
39 delegated to her under Resolution 15-16 to declare the official intent of the Agency to reimburse
40 such prior expenditures for the Development; and
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42 WHEREAS, the Agency has conditionally approved a subsidy loan pursuant to
43 CalHFA's Mixed-Income Program ("*MIP*") pursuant to its authority under Resolutions 19-02
44 and 19-14; and
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46

1 WHEREAS, the Board wishes to grant the staff the authority to enter into a loan
2 commitment to provide permanent financing for the development and taking out the Conduit
3 Bonds upon Agency staff determining in its judgment that reasonable and prudent financing
4 mechanisms can be achieved;

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6 NOW, THEREFORE, BE IT RESOLVED by the Board of Directors (the "Board") of
7 the California Housing Finance Agency as follows:

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9 1. The Executive Director, or in her absence, the Chief Deputy Director, is hereby
10 authorized to execute and deliver a final commitment letter, in a form acceptable to the Agency,
11 and subject to recommended terms and conditions set forth in the Staff Report and any terms
12 and conditions as the Board has designated in the Minutes of the Board Meeting, in relation to
13 the Development described above and as follows:

14 PROJECT	15 DEVELOPMENT NAME/ 16 LOCALITY	17 MORTGAGE 18 AMOUNT	
19 21-019-A/X/N	20 KELSEY AYER STATION 21 San Jose, Santa Clara County 22 California	23 \$15,910,000.00	24 Tax-Exempt 25 Permanent 26 1 st Lien 27 Mortgage 28 w/HUD Risk 29 Sharing
		30 \$ 4,600,000.00	31 Mixed Income 32 Program 33 Subsidy 2 nd 34 Lien Mortgage

35 The Board recognizes that in the event that staff cannot determine that reasonable and prudent
36 financing mechanisms can be achieved, the staff will not enter into loan commitments to finance
37 the Development. In addition, access to capital markets may require significant changes to the
38 terms of loans submitted to the Board. Notwithstanding paragraph 2 below, the staff is
39 authorized to make any needed modifications to the loan which in staff's judgment are directly
40 or indirectly the result of the disruptions to the capital markets referred to above.

41 2. The Executive Director may modify the terms and conditions of the loan or
42 loans as described in the Staff Report, provided that major modifications, as defined below,
43 must be submitted to this Board for approval. "Major modifications" as used herein means
44 modifications which either (i) increase the total aggregate amount of any loans made pursuant to
45 the Resolution by more than 7%; or (ii) modifications which in the judgment of the Executive
46 Director, or in her absence, the Chief Deputy Director of the Agency, adversely change the
financial or public purpose aspects of the final commitment in a substantial way.

SECRETARY'S CERTIFICATE

I, Claire Tauriainen, the undersigned, do hereby certify that I am the duly authorized Secretary of the Board of Directors of the California Housing Finance Agency, and hereby further certify that the foregoing is a full, true, and correct copy of Resolution No. 22-15 duly adopted at a regular meeting of the Board of Directors of the California Housing Finance Agency duly called and held on the 21st day of April 2022, at which meeting all said directors had due notice, a quorum was present and that at said meeting said resolution was adopted by the following vote:

AYES: Avila Farias, Cervantes, Imbasciani, Hunter, Starr (for Ma), Velasquez, Castro Ramirez, Sotelo, White

NOES: None

ABSTENTIONS: None

ABSENT: Gallagher, Prince

IN WITNESS WHEREOF, I have executed this certificate hereto this 21st day of April 2022.

ATTEST:



CLAIRE TAURIAINEN
Secretary of the Board of Directors of the
California Housing Finance Agency

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