

1 BOARD OF DIRECTORS
2 OF THE CALIFORNIA HOUSING FINANCE AGENCY

3
4 RESOLUTION NO. 21-05

5
6 RESOLUTION AUTHORIZING THE FINANCING OF THE AGENCY'S MULTIFAMILY
7 HOUSING PROGRAM FROM NON-BOND SOURCES AND RELATED FINANCIAL
8 AGREEMENTS AND CONTRACTS FOR SERVICES
9

10 WHEREAS, the California Housing Finance Agency (the "Agency") has
11 determined that there exists a need in California for the financing of mortgage loans for the
12 acquisition, construction, rehabilitation, refinancing or development of multi-unit rental housing
13 developments for the purpose of providing housing for persons and families of low or moderate
14 income (the "Developments");
15

16 WHEREAS, the Agency has determined that it is in the public interest for the
17 Agency to assist in providing such financing by means of an ongoing program (the "Program")
18 to make or acquire, or to make loans to lenders to make or acquire, mortgage loans, for the
19 purpose of financing such Developments (the "Loans");
20

21 WHEREAS, pursuant to Parts 1 through 4 of Division 31 of the Health and Safety
22 Code of the State of California (the "Act"), the Agency has the authority to borrow money and
23 utilize its own funds as necessary to provide sufficient funds to finance the Program, including
24 the making of Loans, and the payment of other costs of the Agency incident to, and necessary or
25 convenient to, the borrowing of money or use of the Agency's own funds; and
26

27 WHEREAS, pursuant to the Act, the Agency has the authority to enter into credit
28 facilities, certificates of participation, forward interest rate locks, forward purchase agreements,
29 purchase and sale agreements, financing agreements, loan agreements and certain other
30 agreements for the purpose of financing the Program, including the making of Loans and the
31 payment of other costs of the Agency incident to, and necessary or convenient to, the financing
32 of the Program from non-bond sources;
33

34 WHEREAS, the Agency has, by its Resolutions 19-02 related to SB2, 19-14 and
35 20-17 related to AB101, the authority to utilize funds related to SB2 and AB101, respectively,
36 for the implementation of a broader mixed-income strategy and shall deploy these funds as part
37 of various CalHFA programs.
38

39 NOW, THEREFORE, BE IT RESOLVED, by the California Housing Finance
40 Agency as follows:
41

42 **ARTICLE I**

43
44 **AUTHORIZATION AND TERMS OF BORROWING TO FINANCE THE PROGRAM**
45

1 **Section 1. Determination of Need and Amount of Borrowing to Finance**
2 **Programs.** The Agency is of the opinion and hereby determines that the borrowing of funds
3 from external non-bond sources (“Externally-Sourced Non-Bond Funds”), including but not
4 limited to financing provided by the Federal Government, the selling or securitization of Loans
5 within the Agency’s portfolio (“Agency Loans”), the pledge of Agency Loans as collateral to
6 secure financing, assigning or participations in Agency Loans is necessary to provide sufficient
7 funds for new lending under the Program.
8

9 **Section 2. Authorization.** The borrowing of Externally-Sourced Non-Bond
10 Funds described in Section 1 is hereby authorized to be for the purpose of financing and/or
11 refinancing Loans for the acquisition, construction, rehabilitation, refinancing or development of
12 Developments and may be secured as to repayment by a general obligation pledge of the
13 Agency.
14

15 **Section 3. Approval of Non-Bond Fund Financing Agreements and Certain**
16 **Other Financing Documents.** The Executive Director and the Secretary are hereby authorized
17 and directed, for and on behalf and in the name of the Agency, if appropriate, to execute and
18 acknowledge and to deliver with respect to the borrowing of Externally-Sourced Non-Bond
19 Funds, financing agreements, loan agreements, certificates of participation, investment
20 agreements, purchase and sale agreements, forward purchase agreements, forward rate-lock
21 agreements, and other agreements as may be necessary.
22

23 **Section 4. Approval of Forms and Terms of Externally-Sourced Non-Bond**
24 **Funds.** Externally-Sourced Non-Bond Funds shall be in such denominations, have such
25 registration provisions, be executed in such manner, be payable in such medium of payment at
26 such place or places within or without California and contain such terms and conditions as each
27 agreement for the provision of Externally-Sourced Non-Bond Funds, as finally approved, shall
28 provide. Externally-Sourced Non-Bond Funds shall have the maturity or maturities and shall
29 bear interest at fixed or convertible rates deemed appropriate by the Executive Director in
30 furtherance of the objectives of the Program.
31

32 Externally-Sourced Non-Bond Funds and the related agreements may contain
33 such provisions as may be necessary to accommodate prepayment by or on behalf of the Agency
34 or a person other than the Agency, and/or to accommodate the requirements of any provider of
35 insurance or other credit enhancement.
36

37 *Externally-Sourced Fund Terms.* No Externally-Sourced Non-Bond Funds shall
38 be borrowed at a term in excess of fifty-five years or bear interest at a stated rate in excess of
39 fifteen percent (15%) per annum.
40

41 **ARTICLE II**

42 **AUTHORIZATION AND TERMS OF USE OF AGENCY NON-BOND FUNDS TO**
43 **FINANCE THE PROGRAM**
44
45

1 **Section 5. Determination of Need and Amount of Additional Funds to**
2 **Finance Programs.** The Agency is of the opinion and hereby determines that the use of the
3 funds of the Agency, from non-bond sources under Agency control, or from State of California
4 funds administered by the Agency, including but not limited to SB2 and AB101 funds, (together
5 “Agency Funds or Administered Funds”) is necessary to provide sufficient funds for new lending
6 under the Program.
7

8 **Section 6. Authorization.** The use of Agency Funds or Administered Funds
9 described in Section 5 is hereby authorized for the purpose of financing, including loan
10 participations, carrying or warehousing, for future committed financing of the Agency by
11 Externally-Sourced Non-Bond Funds or otherwise, or by other lenders, new Loans for the
12 acquisition, construction, rehabilitation, refinancing or development of Developments, including
13 providing subordinate or gap financing and to supplement interest rates or costs of the financing
14 of Loans by the Agency as may be permitted under the statutes, regulations and/or agreements
15 governing the use of such funds.
16

17 Security/Affordability Protection: Agency Funds or Administered Funds may also
18 be used to provide supplemental financing for projects existing within the Agency’s Loan
19 portfolio that the Executive Director determines is necessary, reasonable and in the Agency’s
20 best interest for the purposes of (1) workouts to prevent defaults; (2) repairs for health and safety
21 issues and related costs; (3) the preservation or enhancement of affordability; and (4) other
22 purposes as determined by the Executive Director that advance the mission of the Agency.
23

24 **ARTICLE III**

25 **PROVISIONS APPLICABLE TO THE USE OF EXTERNALLY SOURCED NON-BOND** 26 **FUNDS AND AGENCY FUNDS OR ADMINISTERED FUNDS (COLLECTIVELY “NON-** 27 **BOND FUNDS”) AUTHORIZED UNDER THIS RESOLUTION** 28

29 **Section 7. Authorization of the use of Non-Bond Funds for Lending within**
30 **the Program.** The use of Non-Bond Funds is hereby authorized with regard to Programs as
31 determined by the Executive Director.
32

33 **Section 8. Authorization of Program Documents.** The Executive Director and
34 the other employees authorized pursuant to Section 11 (“Authorized Employees”) are hereby
35 authorized and directed to execute all documents they deem necessary or appropriate in
36 connection with the Program, including, but not limited to, regulatory agreements, loan
37 agreements, origination and servicing agreements (or other loan-to-lender documents), servicing
38 agreements, developer agreements, financing agreements, investment agreements, intercreditor
39 agreements, subordination agreements, agreements to enter into escrow and forward purchase
40 agreements, escrow and forward purchase agreements, refunding agreements and continuing
41 disclosure agreements, loan modification agreements, in each case with such other parties as the
42 Executive Director may select in furtherance of the objectives of the Program.
43

44 The Executive Director and the other Authorized Employees are hereby
45 authorized to enter into, for and in the name and on behalf of the Agency, one or more mortgage
46

1 sale agreements with such purchasers as the Executive Director may select in accordance with
2 the objectives of the Program. Any such sale of Loans may be on either a current or a forward
3 purchase basis.

4
5 The Executive Director and the Authorized Employees are hereby authorized to
6 enter into, for and in the name and on behalf of the Agency, contracts to conduct foreclosures of
7 mortgages owned or serviced by the Agency with such attorneys or foreclosure companies as the
8 Executive Director may select in accordance with the objectives of the Program.

9
10 The Executive Director and the other Authorized Employees are hereby
11 authorized to enter into, for and in the name and on behalf of the Agency, contracts for the sale
12 of foreclosed properties with such purchasers as the Executive Director may select in accordance
13 with the objectives of the Program. Any such sale of foreclosed properties may be on an all cash
14 basis or may include financing by the Agency. The Executive Director and the other Authorized
15 Employees are also authorized to enter into any other agreements, including but not limited to
16 real estate brokerage agreements and construction contracts, necessary or convenient for the
17 rehabilitation, listing and sale of such foreclosed properties.

18
19 **Section 9. Authorization of Credit Facilities.** The Executive Director and
20 Authorized Employees of the Agency are hereby authorized to enter into, for and in the name
21 and on behalf of the Agency, one or more short-term or long-term credit facilities, including but
22 not limited to repurchase agreements, together with any extensions or other amendments thereto,
23 for the purposes of financing the purchase of Loans and/or mortgage-backed securities on an
24 interim basis. The Agency may pledge its General Obligation as a credit support for said Credit
25 Facilities. Any such credit facility may be from any appropriate source as determined by the
26 Director of Financing and approved by the Executive Director; provided, however, that the
27 aggregate outstanding principal amount of credit facilities authorized under this resolution and
28 the other financing resolutions adopted at the same meeting, as amended from time to time, may
29 not at any time exceed \$700,000,000.

30 **Section 10. Ratification of Prior Actions; Not a Repeal of Prior Resolutions.**
31 All actions previously taken by the officers of the Agency in connection with the implementation
32 of the Program, the execution and delivery of related financial agreements and related program
33 agreements and the implementation of any credit facilities as described above are hereby
34 approved and ratified.

35
36 This resolution is not intended to repeal in whole or in part any prior resolution of
37 the Agency with respect to the authority granted to the Executive Director and the other
38 Authorized Employees in relation to the use of Non-Bond Funds and related agreements,
39 including but not limited to (1) the authority to determine in furtherance of the objectives of the
40 Program those matters required to be determined in relation to Non-Bond Funds, whether under
41 indentures or other related agreements, and (2) the authority to amend, modify or replace
42 financial agreements of the types described in Section 3 of this Resolution.

43
44 **Section 11. Authorization of Related Actions and Agreements.** The Executive
45 Director, any other persons authorized in writing by the Executive Director and the other
46 Authorized Employees are hereby authorized and directed, jointly and severally, to do any and

1 all things and to execute and deliver any and all agreements and documents which they deem
2 necessary or advisable in order to consummate the borrowing of Externally-Sourced Non-Bond
3 Funds and otherwise to effectuate the purposes of this resolution including executing and
4 delivering any amendment or supplement to any agreement or document relating to the
5 Externally-Sourced Non-Bond Funds in any manner that would be authorized under this
6 resolution if such agreement or document related to Externally-Sourced Non-Bond Funds
7 authorized by this resolution. Subject in all cases to the express limitations set forth above in this
8 resolution, such agreements, together with any extensions or other amendments thereto, may
9 include, but are not limited to, reimbursement agreements, letter of credit agreements,
10 intercreditor agreements or other arrangements relating to any credit enhancement or liquidity
11 support, continuing disclosure agreements and agreements for necessary services provided in the
12 course of the borrowing of the Externally-Sourced Non-Bond Funds, including but not limited
13 to, agreements with counsel and financial advisors and contracts for consulting services or
14 information services relating to the financial management of the Agency, including advisors or
15 consultants on interest rate swaps, cash flow management, and similar matters, and contracts for
16 financial printing and similar services. The Executive Director, any persons authorized in
17 writing by the Executive Director and the other Authorized Employees are hereby authorized and
18 directed, jointly and severally, to provide as necessary for payment of costs of borrowing related
19 to Externally-Sourced Non-Bond Funds and to provide for the Agency to contribute capital as
20 necessary to facilitate the borrowing of Externally-Sourced Non-Bond Funds.

21
22 This resolution shall constitute full, separate, complete and additional authority
23 for the execution and delivery of all agreements and instruments described in this resolution,
24 without regard to any limitation in the Agency’s regulations and without regard to any other
25 resolution of the Board that does not expressly amend and limit this resolution.

26
27 Section 12. Additional Delegation. All actions by the Executive Director
28 approved or authorized by this resolution may be taken by the Chief Deputy Director of the
29 Agency, the Director of Financing of the Agency or any other person specifically authorized in
30 writing by the Executive Director and except to the extent otherwise taken by another person
31 shall be taken by the Chief Deputy Director during any period in which the office of the
32 Executive Director is vacant.

33
34 Section 13. Duration of Authority. The authority granted under this resolution
35 shall remain in full force and effect until the day 60 days after the first date after March 1, 2022
36 on which is held a meeting of the Board of Directors of the Agency at which a quorum is present.

1 SECRETARY'S CERTIFICATE

2 I, CLAIRE TAURIAINEN, the undersigned, do hereby certify that I am the duly
3 authorized Secretary of the Board of Directors of the California Housing Finance Agency, and
4 hereby further certify that the foregoing is a full, true, and correct copy of Resolution No. 21-05
5 duly adopted at a regular meeting of the Board of Directors of the California Housing Finance
6 Agency duly called and held on the 25th day of March 2021, at which meeting all said directors
7 had due notice, a quorum was present and that at said meeting said resolution was adopted by
8 the following vote:

9 AYES: Avila Farias, Gallagher, Gunning, Hunter, Imbasciani, Johnson-
10 Hall, Starr (for Ma), Seeley (for Velasquez), von Koch-Liebert (for
11 Castro Ramírez), Russell, White

12 NOES: None

13 ABSTENTIONS: None

14 ABSENT: Prince, Sotelo

15 IN WITNESS WHEREOF, I have executed this certificate hereto this 25th day of March
16 2021.

17
18
19 

20 _____
21 CLAIRE TAURIAINEN
22 Secretary of the Board of Directors of the
California Housing Finance Agency