

1 BOARD OF DIRECTORS
2 OF THE CALIFORNIA HOUSING FINANCE AGENCY

3
4 RESOLUTION NO. 24-11

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 "Multifamily
18 Program") to make or acquire, or to make loans to lenders to make or acquire, mortgage loans, for
19 the 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 Multifamily Program,
24 including the making of Loans, and the payment of other costs of the Agency incident to, and
25 necessary or 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 Multifamily Program, including the making of Loans
31 and the payment of other costs of the Agency incident to, and necessary or convenient to, the
32 financing of the Multifamily Program from non-bond sources;
33

34 WHEREAS, the Agency has, by its Resolutions 19-02 related to SB2, 19-14, 20-
35 17, and 21-16 related to AB101, the authority to utilize funds related to SB2 and AB101,
36 respectively, for the implementation of a broader mixed-income strategy and shall deploy these
37 funds as part of various CalHFA programs.
38

39 NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors (the "Board")
40 of the California Housing Finance 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 from
3 external non-bond sources (“Externally-Sourced Non-Bond Funds”), including but not limited to
4 financing provided by the Federal Government, the selling or securitization of Loans within the
5 Agency’s portfolio (“Agency Loans”), the pledge of Agency Loans as collateral to secure
6 financing, assigning or participations in Agency Loans is necessary to provide sufficient funds for
7 new lending under the Multifamily Program.
8

9 Section 2. **Authorization.** The borrowing of Externally-Sourced Non-Bond Funds
10 described in Section 1 is hereby authorized to be for the purpose of financing and/or refinancing
11 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 Agency.
13

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

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

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

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

39 ARTICLE II

40 AUTHORIZATION AND TERMS OF USE OF AGENCY NON-BOND FUNDS TO 41 FINANCE THE PROGRAM

42 Section 1. **Determination of Need and Amount of Additional Funds to Finance**
43 **Programs.** The Agency is of the opinion and hereby determines that the use of the funds of the
44 Agency, from non-bond sources under Agency control, or from State of California funds
45
46

1 administered by the Agency, including but not limited to SB2, AB101, and AB128 funds, (together
2 “Agency Funds or Administered Funds”) is necessary to provide sufficient funds for new lending
3 under the Multifamily Program.
4

5 Section 2. **Authorization.** The use of Agency Funds or Administered Funds
6 described in Section 5 is hereby authorized for the purpose of financing, including loan
7 participations, carrying or warehousing, for future committed financing of the Agency by
8 Externally-Sourced Non-Bond Funds or otherwise, or by other lenders, new Loans for the
9 acquisition, construction, rehabilitation, refinancing or development of Developments, including
10 providing subordinate or gap financing and to supplement interest rates or costs of the financing
11 of Loans by the Agency as may be permitted under the statutes, regulations and/or agreements
12 governing the use of such funds.
13

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

21 ARTICLE III

22 PROVISIONS APPLICABLE TO THE USE OF EXTERNALLY SOURCED NON-BOND 23 FUNDS AND AGENCY FUNDS OR ADMINISTERED FUNDS (COLLECTIVELY “NON- 24 BOND FUNDS”) AUTHORIZED UNDER THIS RESOLUTION 25 26

27 Section 1. **Authorization of the use of Non-Bond Funds for Lending within the**
28 **Program.** The use of Non-Bond Funds is hereby authorized with regard to Multifamily Programs
29 as determined by the Executive Director.
30

31 Section 2. **Authorization of Program Documents.** The Executive Director is
32 hereby authorized and directed to execute all documents they deem necessary or appropriate in
33 connection with the Multifamily Program, including, but not limited to, regulatory agreements,
34 loan agreements, origination and servicing agreements (or other loan-to-lender documents),
35 servicing agreements, developer agreements, financing agreements, investment agreements,
36 intercreditor agreements, subordination agreements, agreements to enter into escrow and forward
37 purchase agreements, escrow and forward purchase agreements, refunding agreements, continuing
38 disclosure agreements, participation agreements and loan modification agreements, in each case
39 with such other parties as the Executive Director may select in furtherance of the objectives of the
40 Multifamily Program.
41

42 The Executive Director is hereby authorized to enter into, for and in the name and
43 on behalf of the Agency, one or more mortgage sale agreements with such purchasers as the
44 Executive Director may select in accordance with the objectives of the Multifamily Program. Any
45 such sale of Loans may be on either a current or a forward purchase basis.
46

1 The Executive Director is hereby authorized to enter into, for and in the name and
2 on behalf of the Agency, contracts to conduct foreclosures of mortgages owned or serviced by the
3 Agency with such attorneys or foreclosure companies as the Executive Director may select in
4 accordance with the objectives of the Multifamily Program.
5

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

15 Section 3. **Authorization of Credit Facilities.** The Executive Director is hereby
16 authorized to enter into, for and in the name and on behalf of the Agency, one or more short-term
17 or long-term credit facilities, including but not limited to repurchase agreements, together with any
18 extensions or other amendments thereto, for the purposes of making or financing the purchase of
19 Loans and/or mortgage-backed securities on an interim basis. The Agency may pledge its General
20 Obligation as a credit support for said Credit Facilities. Any such credit facility may be from any
21 appropriate source as determined by the Director of Financing and approved by the Executive
22 Director; provided, however, that the aggregate outstanding principal amount of credit facilities
23 authorized under this resolution, as amended from time to time, may not at any time exceed
24 \$1,000,000,000.
25

26 Section 4. **Ratification of Prior Actions; Not a Repeal of Prior Resolutions.** All
27 actions previously taken by the officers of the Agency in connection with the implementation of
28 the Multifamily Program, the execution and delivery of related financial agreements and related
29 program agreements and the implementation of any credit facilities as described above are hereby
30 approved and ratified.
31

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

40 Section 5. **Authorization of Related Actions and Agreements.** The Executive
41 Director, any other persons authorized in writing by the Executive Director are hereby authorized
42 and directed, jointly and severally, to do any and all things and to execute and deliver any and all
43 agreements and documents which they deem necessary or advisable in order to consummate the
44 borrowing of Externally-Sourced Non-Bond Funds and otherwise to effectuate the purposes of this
45 resolution including executing and delivering any amendment or supplement to any agreement or
46 document relating to the Externally-Sourced Non-Bond Funds in any manner that would be

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

16
17 This resolution shall constitute full, separate, complete and additional authority for
18 the execution and delivery of all agreements and instruments described in this resolution, without
19 regard to any limitation in the Agency's regulations and without regard to any other resolution of
20 the Board that does not expressly amend and limit this resolution.

21
22 Section 6. **Additional Delegation.** All actions by the Executive Director approved
23 or authorized by this resolution may be taken by the Chief Deputy Director of the Agency, the
24 Director of Financing of the Agency or any other person specifically authorized in writing by the
25 Executive Director and except to the extent otherwise taken by another person shall be taken by
26 the Chief Deputy Director during any period in which the office of the Executive Director is
27 vacant; provided, however that reference title Executive Director, Chief Deputy Director, and
28 Director of Financing shall include any persons servicing in such capacities, respectively on an
29 acting or interim basis..

30
31 Section 7. **Duration of Authority.** The authority granted under this resolution
32 shall remain in full force and effect until June 30, 2025.

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. 24-11 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 March, 2024 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, Cabildo, Cervantes, Grant (for Moss), Limon, Henning (for Ma), Russell, Feigles (for Sin), Sotelo, Velasquez, White, Williams
- NOES: None
- ABSTENTIONS: None
- ABSENT: Prince

IN WITNESS WHEREOF, I have executed this certificate hereto this 21st day of March, 2024.

ATTEST: Claire Taurainen
CLAIRE TAURIAINEN
Secretary of the Board of Directors of the
California Housing Finance Agency