

**DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT
DIVISION OF STATE FINANCIAL ASSISTANCE**

2020 W. El Camino Avenue, Suite 670, 95833
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Sacramento, CA 94252-2054
(916) 263-2771
www.hcd.ca.gov



August 22, 2023

Eric D. Shaw, Director, Mayor's Office of Housing and Community Development
City and County of San Francisco
1 South Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Dear Eric D. Shaw:

**RE: Conditional Award Commitment and Acceptance of Terms and Conditions
Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area
Notice of Funding Availability, March 15, 2023, and as Subsequently Amended
City and County of San Francisco – San Francisco CQIA (CCSF CQIA)
Contract No. 23-IIGC-17922**

The California Department of Housing and Community Development (**Department**) issued a Notice of Funding Availability on March 15, 2023, and subsequently amended, for the Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area (**IIGC**). The Department is pleased to inform you of this conditional award to the City and County of San Francisco. This conditional award is a grant in the amount of \$45,000,000 (**Conditional Award**) for the above-referenced **Capital Improvement Project** and includes the following:

Program	Award Amount	Contract Number
Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area (IIGC)	\$45,000,000	23-IIGC-17922

The Conditional Award is based on and subject to the Applicant representations and the Terms and Conditions of Conditional Award, both as further specified and described in this notice of the Conditional Award (**Conditional Award Commitment**). This Conditional Award may only be accepted by timely delivery of a fully executed Acceptance of Terms and Conditions of Conditional Award form to the Department (an execution copy of this form is enclosed herein).

I. Applicant representations – Basis of Conditional Award

In response to the IIGC NOFA, the Recipient submitted an application for financing of the Capital Improvement Project (that application, and all communications and documentation submitted to the Department in support thereof, the **Application**).

Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area, Conditional Award
Commitment

City and County of San Francisco – *San Francisco CQIA (CCSF CQIA)*

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The Department is making this Conditional Award to the Recipient on the basis of, and in reliance upon, the representations, warranties, projections, and descriptions that the Recipient submitted as part of the Application (**Applicant representations**).

The Department may rescind this Conditional Award if the Department discovers, at any time prior to disbursement of the Conditional Award, that the Applicant representations included material misrepresentations or omissions, regardless of whether or not such misrepresentations or omissions were innocent, unintentional, and/or based upon belief.

II. Terms and Conditions of Conditional Award

The Department may rescind this Conditional Award if any of the terms and conditions enumerated in this Section II (**Terms and Conditions of Conditional Award**) are not timely satisfied. TIME IS OF THE ESSENCE IN THE SATISFACTION OF THESE TERMS AND CONDITIONS OF CONDITIONAL AWARD.

The Terms and Conditions of Conditional Award and their corresponding timelines are described below. All timelines shall be calculated in calendar days. Any deadline falling on a weekend or State of California holiday shall be extended to the next business day.

If the Terms and Conditions of this Conditional Award are timely satisfied, the Department will (i) promptly provide a written notification to the Recipient via electronic mail; and (ii) circulate an execution copy of an STD 213, Standard Agreement for all appropriate signatures and approvals in accordance with the timeline specified at Section III of this Conditional Award Commitment.

A. Timely Execution of Acceptance of Terms and Conditions of Conditional Award Form

The Recipient shall execute and deliver a copy of the enclosed Acceptance of Terms and Conditions of Conditional Award to the Department within ten (10) calendar days of the date upon this Conditional Award Commitment. The Department will deem this condition to be unsatisfied if it receives an executed Acceptance of Terms and Conditions of Conditional Award that has been substantively modified, altered, or amended in any way. The signed Acceptance of Terms and Conditions of Conditional Award form must be submitted Infill@hcd.ca.gov.

Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area, Conditional Award
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City and County of San Francisco – *San Francisco CQIA (CCSF CQIA)*

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B. Timely Delivery of Resolution and Organizational Documents

The Recipient shall deliver to the Department, within sixty (60) calendar days of the date upon this Conditional Award Commitment, legally sufficient Resolution and Organizational Documents, as further described and specified below. Specifically, the Recipient shall deliver a duly adopted authorizing resolution, as well as a complete and duly filed or adopted set of organizational documents and all amendments (**Resolution and Organizational Documents**), for each of the following entities as applicable: each Recipient entity; the ultimate Recipient of the Conditional Award funds (**Recipient**); and each separate legal entity that is part of the Recipient's or Recipient's organizational structure. Each entity's resolution must constitute, to the Department's reasonable satisfaction, an unconditional, duly adopted, and legally binding Resolution of the entity to accept the total amount of these Conditional Award funds, to fully participate in the relevant Department program, and to be legally bound by the requirements of the Department program. The Department may agree to an extension of fifteen (15) calendar days based on the Recipient's demonstration of necessity.

Note: *A Local Public Entity, as defined in the IIGC Program Guidelines, is not required to submit a complete and duly filed or adopted set of organizational documents and amendments. Both the Conditional Award and this Conditional Award Commitment are subject to Health and Safety Code section 50406, subdivision (p), as subsequently amended.*

The Department will post resolution templates on its website as informational guidance. Please note that use of the resolution templates is not compulsory. However, use of the provided templates will assist in the timely review and approval of the Standard Agreement. While entities may choose to use modified language in their resolutions, Recipients should be aware that this may delay preparation of the Standard Agreement or, if deemed insufficient, may result in the need to submit a revised resolution.

At any point prior to disbursement, the Department may also require the Recipient to resubmit the Resolution and Organizational Documents if the original submittals were determined to be inaccurate or incomplete.

III. Delivery of Standard Agreement

In an effort to be responsive to each Recipient's closing needs and to ensure timely commitment of funds, the Department commits to delivering an execution copy of the Standard Agreement relative to this Conditional Award within ninety (90) calendar days of receiving all required documents, including all legally sufficient Resolutions and

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Commitment

City and County of San Francisco – *San Francisco CQIA (CCSF CQIA)*

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Organizational Documents, in connection with this Capital Improvement Project and as applicable.

IV. Deadline to Secure Permanent Financing

Please note that the Recipient must secure all permanent financing, including tax credits and bond allocations as set forth in the Solicitation.

Congratulations on your successful Application. For further information, please contact Lynn Jones, Climate Change Section Chief, Program Design and Implementation Branch, at Lynn.Jones@hcd.ca.gov or (916) 695-6071.

Sincerely,

A handwritten signature in blue ink that reads "Jennifer Seeger". The signature is written in a cursive style with a large initial "J".

Jennifer Seeger
Deputy Director
Division of State Financial Assistance

Enclosure: Acceptance of Terms and Conditions of Conditional Award Form

California Department of Housing and Community Development Infill Infrastructure Grant Program of 2022 NOFA, Round 10

Acceptance of Terms and Conditions of Conditional Award

City and County of San Francisco - *San Francisco CQIA (CCSF CQIA)* (“**Capital Improvement Project**”)

Infill Infrastructure Grant award totaling \$45,000,000; (“**Conditional Award**”) as detailed below:

Program	Award Amount	Contract Number
Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area (IIGC)	\$45,000,000	23-IIGC-17922

By signing this Acceptance of Terms and Conditions of Conditional Award, the Recipient acknowledges having read and fully understood the terms and conditions of the Conditional Award Commitment, dated August 22, 2023, in connection with the Capital Improvement Project.

The Recipient acknowledges having read and fully understood all of the Department’s requirements relative to the Conditional Award, including the requirements set forth in Administrative Notice Number 2022-22: Disencumbrance Policy, and the Recipient agrees to abide by and comply with those requirements.

The Recipient must acknowledge that it has reviewed and verified the accuracy of the final project report prepared by the Department no later than September 1, 2023.

The Recipient acknowledges receipt of the attached Non-Disclosure and Media Blackout Agreement (NDA).

DocuSigned by:

Eric D. Shaw
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8/23/2023 | 1:50 PM PDT

Eric D. Shaw, Director, Mayor's Office of Housing and Community Development
City and County of San Francisco - Mayor's Office of Housing and Community Development

Date

**** For HCD Use Only ****

- Authorized Representatives Verified
- All Parties Signed

Date Received: _____

STATE OF CALIFORNIA - BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY
DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT
DIVISION OF STATE FINANCIAL ASSISTANCE

GAVIN NEWSOM, Governor



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Eric D. Shaw, Director, Mayor's Office of Housing and Community Development
City and County of San Francisco
1 South Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Dear Eric D. Shaw:

**RE: Non-Disclosure and Media Blackout Agreement (NDA)
Infill Infrastructure Grant Program – Catalytic Qualifying Infill Area
Notice of Funding Availability, March 15, 2023, and as subsequently amended
City and County of San Francisco – San Francisco CQIA (CCSF CQIA)**

The California Department of Housing and Community Development (“HCD”) is in receipt of the Capital Improvement Project application named above. Your Capital Improvement Project has been reviewed by Program staff for an award.

The Infill Infrastructure Grant Program - Catalytic Qualifying Infill Area (IIGC) award is under a media and public announcement embargo until released by the Office of the Governor or otherwise notified by HCD staff. HCD will provide updates on the timing of the public award announcement and provide a social media toolkit and a quote from the HCD Director for use in local media releases.

Please reply to this email and provide the name, email, and phone number of your Public Information Officer.

Should you want to host an in-person event or press announcement, please complete HCD’s [online speaker request form \[calhcd.service-now.com\]](http://calhcd.service-now.com) to ensure the request is routed to our executive office.

Please fully execute this NDA acknowledging the requirements listed above in the event your project is awarded IIGC funding.

Date: 8/23/2023 | 1:50 PM PDT

DocuSigned by:
Eric D. Shaw
65EBDF91D096444...

Eric D. Shaw, Director, Mayor's Office of Hsg. & Community Dev.

Sincerely,

Lynn Jones, Section Chief
Program Design and Implementation Branch
Division of State Financial Assistance

cc: eric.shaw@sfgov.org