STATE OF CALIFORNIA - DEPARTMENT OF GENERAL SERVICES

STANDARD AGREEMENT

STD 213 (Rev. 04/2020)

SCO ID:

AGREEMENT NUMBER	PURCHASING AUTHORITY NUMBER (if applicable)
23-AHSC-17949	

1. This Agreement is entered into between the Contracting Agency and the Contractor named below:

CONTRACTING AGENCY NAME
Department of Housing and Community Development

CONTRACTOR'S NAME
Balboa Gateway LP, BRIDGE Housing Corporation, and City and County of San Francisco

2. The term of this Agreement is:

START DATE
Upon HCD Approval

THROUGH END DATE
11/30/2043

3. The maximum amount of this Agreement is:
$33,000,000.00

4. The parties agree to comply with the terms and conditions of the following exhibits, which are by this reference made a part of the Agreement.

EXHIBITS	TITLE	PAGES
Exhibit A	Authority, Purpose and Scope of Work	5
Exhibit B	Budget Detail and Payment Provisions	1
Exhibit C*	State of California General Terms and Conditions	GTC - 04/2017
Exhibit D	AHSC Program Terms and Conditions	23
Exhibit E	Project Specific Provisions and Special Terms and Conditions	8
	TOTAL NUMBER OF PAGES ATTACHED	37

Items shown with an asterisk (*), are hereby incorporated by reference and made part of this agreement as if attached hereto.
These documents can be viewed at https://www.dgs.ca.gov/OLS/Resources

IN WITNESS WHEREOF, THIS AGREEMENT HAS BEEN EXECUTED BY THE PARTIES HERETO.

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CONTRACTOR

CONTRACTOR NAME (if other than an individual, state whether a corporation, partnership,etc.)
See Attached

CONTRACTOR BUSINESS ADDRESS	CITY	STATE	ZIP
See Attached	See Attached	See Attached	See Attached

PRINTED NAME OF PERSON SIGNING	TITLE
See Attached	See Attached

CONTRACTOR AUTHORIZED SIGNATURE	DATE SIGNED
See Attached	See Attached

STATE OF CALIFORNIA

CONTRACTING AGENCY NAME
Department of Housing and Community Development

CONTRACTING AGENCY ADDRESS	CITY	STATE	ZIP
651 Bannon Street Suite 400	Sacramento	CA	95811

PRINTED NAME OF PERSON SIGNING	TITLE
	Contract Services Section Manager

CONTRACTING AGENCY AUTHORIZED SIGNATURE	DATE SIGNED

California Department of General Services Approval (or exemption, if applicable)

Exempt per; SCM Vol. 1 4.04.A.3 (DGS memo dated 06/12/1981)

CONTRACTOR

Balboa Gateway LP
a California limited partnership

By: Balboa Gateway LLC
a California limited liability company
Its: Managing General Partner

By: BRIDGE Housing Corporation
a California nonprofit public benefit corporation
Its: Manager

By: _____ Date: _____

Brad Wiblin
Executive Vice President

_____

Address:

600 California Street, Ste. #900
San Francisco, CA 94108

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BRIDGE Housing Corporation
a California nonprofit public benefit corporation

By: _____ Date: _____

Brad Wiblin
Executive Vice President

_____

Address:

600 California Street, Suite 900
San Francisco, CA 94108

City and County of San Francisco
a California

By: _____ Date: _____

Daniel Adams
Director, Mayor's Office of Housing and Community Development

_____

Address:

1 South Van Ness Avenue, Fifth Floor. Attn: MOHCD
San Francisco, CA 94103

STATE OF CALIFORNIA

AGREEMENT SUMMARY

STD 215 (Rev. 04/2020)

SCO ID:

☐ CHECK HERE IF ADDITIONAL PAGES ARE ATTACHED

AGREEMENT NUMBER	AMENDMENT NUMBER
23-AHSC-17949	

1. CONTRACTOR'S NAME
Balboa Gateway LP, BRIDGE Housing Corporation, and City and County of San Francisco

2. FEDERAL I.D. NUMBER
N/A

3. AGENCY TRANSMITTING AGREEMENT
Department of Housing and Community Development

4. DIVISION, BUREAU, OR OTHER UNIT
Financial Assistance

5. AGENCY BILLING CODE
N/A

6a. CONTRACT ANALYST NAME

6b. EMAIL

6c. PHONE NUMBER

7. HAS YOUR AGENCY CONTRACTED FOR THESE SERVICES BEFORE?
☑ NO ☐ YES (If Yes, enter prior contractor name and agreement number)

PRIOR CONTRACTOR NAME
N/A

PRIOR AGREEMENT NUMBER
N/A

8. BRIEF DESCRIPTION OF SERVICES
Land-use, housing, transportation, and land preservation projects to support infill and compact development that reduce greenhouse gas ("GHG") emissions.

9. AGREEMENT OUTLINE *(Include reason for Agreement: Identify specific problem, administrative requirement, program need or other circumstances making the Agreement necessary; include special or unusual terms and conditions.)*
The AHSC Program, funded from the Greenhouse Gas Reduction Fund, will assist project areas by providing grants and/or loans, or any combination thereof, that will achieve GHG emissions reductions and benefit Disadvantaged Communities through increasing accessibility between destinations resulting in fewer vehicle miles traveled through shortened or reduced trip length or mode shift from Single Occupancy Vehicle use to transit, bicycling or walking.

10. PAYMENT TERMS *(More than one may apply)*

☐ Monthly Flat Rate ☐ Quarterly ☐ One-Time Payment ☑ Progress Payment
☐ Itemized Invoice ☐ Withhold 0% ☐ Advanced Payment Not To Exceed
☐ Reimbursement/Revenue $ $ 0.00 or 0%
☐ Other (Explain)

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11. PROJECTED EXPENDITURES

FUND TITLE	ITEM	FISCAL YEAR	CHAPTER	STATUTE	PROJECTED EXPENDITURES
Greenhouse Gas Reduction Fund	2240 601 3228 Cat.	2023/2024	36	2014	$ 33,000,000.00

OBJECT CODE 22402000/45302 = $33,000,000.00 5438000 - Loans, Transfers and Other Disbursements

AGREEMENT TOTAL $ 33,000,000.00

OPTIONAL USE

AMOUNT ENCUMBERED BY THIS DOCUMENT
$ 33,000,000.00

I certify upon my own personal knowledge that the budgeted funds for the current budget year are available for the period and purpose of the expenditure stated above.

PRIOR AMOUNT ENCUMBERED FOR THIS AGREEMENT
$ 0.00

TOTAL AMOUNT ENCUMBERED TO DATE
$ 33,000,000.00

ACCOUNTING OFFICER'S SIGNATURE	ACCOUNTING OFFICER'S NAME *(Print or Type)*	DATE SIGNED

STATE OF CALIFORNIA

AGREEMENT SUMMARY

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12. AGREEMENT

AGREEMENT	TERM FROM	TERM THROUGH	TOTAL COST OF THIS TRANSACTION	BID, SOLE SOURCE, EXEMPT
Original		11/30/2043	$ 33,000,000.00	Exempt
Amendment No. 1				
Amendment No. 2				
Amendment No. 3				
		TOTAL	**$ 33,000,000.00**	

13. BIDDING METHOD USED:

☐ Request for Proposal (RFP) *(Attach justification if secondary method is used)*
☐ Use of Master Service Agreement
☐ Invitation for Bid (IFB)
☑ Exempt from Bidding *(Give authority for exempt status)*
☐ Sole Source Contract *(Attach STD. 821)*
☑ Other *(Explain)* SCM Vol 1, 5.80, B.2.b

Note: Proof of advertisement in the State Contracts Register or an approved form STD.821, Contract Advertising Exemption Request, must be attached.

14. SUMMARY OF BIDS *(List of bidders, bid amount and small business status) (If an amendment, sole source, or exempt, leave blank.)*

15. IF AWARD OF AGREEMENT IS TO OTHER THAN THE LOWER BIDDER, PLEASE EXPLAIN REASON(S). *(If an amendment, sole source, or exempt, leave blank.)*

16. WHAT IS THE BASIS FOR DETERMINING THAT THE PRICE OR RATE IS REASONABLE?
N/A

17a. JUSTIFICATION FOR CONTRACTING OUT *(Check one)*

☐ Contracting out is based on cost savings per Government Code 19130(a). The State Personnel Board has been so notified.
☐ Contracting out is justified based on Government Code 19130(b). When this box is checked, a completed JUSTIFICATION - CALIFORNIA CODE OF REGULATIONS, TITLE 2, SECTION 54760 must be attached to this document.
☑ Not Applicable (Interagency / Public Works / Other _____)

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17b. EMPLOYEE BARGAINING UNIT NOTIFICATION **N/A**

☐ *By checking this box, I hereby certify compliance with Government Code section 19132(b)(1).*

AUTHORIZED SIGNATURE	SIGNER'S NAME *(Print or Type)*	DATE SIGNED
N/A	**N/A**	**N/A**

18. FOR AGREEMENTS IN EXCESS OF $5,000: Has the letting of the agreement been reported to the Department of Fair Employment and Housing? ☐ No ☐ Yes ☑ N/A

19. HAVE CONFLICT OF INTEREST ISSUES BEEN IDENTIFIED AND RESOLVED AS REQUIRED BY THE STATE CONTRACT MANUAL SECTION 7.10? ☐ No ☐ Yes ☑ N/A

20. FOR CONSULTING AGREEMENTS: Did you review any contractor evaluations on file with the DGS Legal Office? ☐ No ☐ Yes ☑ N/A

21. IS A SIGNED COPY OF THE FOLLOWING FILE AT YOUR AGENCY FOR THIS CONTRACTOR?

A. Contractor Certification Clauses ☐ No ☐ Yes ☑ N/A

B. STD.204 Vendor Data Record ☐ No ☑ Yes ☐ N/A

22. REQUIRED RESOLUTIONS ARE ATTACHED ☐ No ☑ Yes ☐ N/A

23. IS THIS A SMALL BUSINESS AND/OR A DISABLED VETERAN BUSINESS CERTIFIED BY DGS? ☐ No ☐ Yes

SB/DVBE Certification Number: **N/A**

24. ARE DISABLED VETERANS BUSINESS ENTERPRISE GOALS REQUIRED?
(If an amendment, explain changes, if any) **N/A**
☐ No *(Explain Below)* ☐ Yes _____ % of Agreement

25. IS THIS AGREEMENT (WITH AMENDMENTS) FOR A PERIOD OF TIME LONGER THAN THREE YEARS? **N/A**
☐ No ☐ Yes *(If Yes, provide justification below)*

I certify that all copies of the referenced Agreement will conform to the original Agreement sent to the Department of General Services.

SIGNATURE	NAME/TITLE *(Print or Type)*	DATE SIGNED
	Contracts Office / Contracts Analyst	

STATE OF CALIFORNIA

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JUSTIFICATION - CALIFORNIA CODE OF REGULATIONS, TITLE 2, SECTION 547.60
In the space provided below, the undersigned authorized state representative documents, with specificity and detailed factual information, the reasons why the contract satisfies one or more of the conditions set forth in Government Code section 19130(b). Please specify the applicable subsection. Attach extra pages if necessary.

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The undersigned represents that, based upon his or her personal knowledge, information or belief the above justification correctly reflects the reasons why the contract satisfies Government Code section 19130(b).

SIGNATURE	NAME/TITLE *(Print or Type)*	DATE SIGNED	
PHONE NUMBER	STREET ADDRESS		
EMAIL	CITY	STATE	ZIP