

RESOLUTION NO. _____

BOARD OF SUPERVISORS, COUNTY OF SAN MATEO, STATE OF CALIFORNIA

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RESOLUTION AUTHORIZING AND DIRECTING THE DIRECTOR OF THE DEPARTMENT OF HOUSING, OR DESIGNEE, A) TO EXECUTE AN AMENDMENT TO THE HOMEKEY PROGRAM STANDARD AGREEMENT EXECUTED BETWEEN THE COUNTY OF SAN MATEO (COUNTY) AND THE STATE OF CALIFORNIA DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT (“STATE HCD”) TO ADD MP SHORES LANDING, LLC (PROPOSED LESSEE OF GROUND LEASE WITH THE COUNTY), A WHOLLY-OWNED AND CONTROLLED SUBSIDIARY OF MIDPEN HOUSING CORPORATION, AS A THIRD PARTY TO THE AGREEMENT; AND B) AUTHORIZING THE DIRECTOR OF THE DEPARTMENT OF HOUSING, OR DESIGNEE, TO EXECUTE ANY AND ALL OTHER DOCUMENTS AND/OR AMENDMENTS REQUIRED BY STATE HCD TO EXECUTE AN AMENDMENT TO THE STANDARD AGREEMENT AND RECEIVE AUTHORIZATION FROM STATE HCD TO ENTER INTO A GROUND LEASE WITH MP SHORES LANDING, LLC

RESOLVED, by the Board of Supervisors of the County of San Mateo, State of California, that

WHEREAS, the Homekey Program (“Homekey”), administered by the State of California Housing and Community Development Department (“State HCD”), provided funding to rapidly sustain and expand the inventory of housing for people experiencing homelessness or at risk of homelessness and impacted by COVID-19; and

WHEREAS, with authorization from the Board, the Department of Housing (“DOH”), on behalf of the County, applied for and received a funding award from Homekey, Round 1, to help finance the acquisition of the property previously known as TownePlace Suites and now known as Shores Landing, located at 1000 Twin Dolphin Drive, in Redwood City (Assessor Parcel Number 095-222-230) (the “Property” or “Shores Landing”); and

WHEREAS, with authorization from the Board on December 3, 2020, DOH acquired the Property using Homekey funds and local Coronavirus Aid, Relief, and Economic Security (CARES) Act funds; and

WHEREAS, the Property is a 95-unit permanent affordable housing site for extremely low-income seniors (62+ years of age) earning at or below 30% of the Area Median Income, as well as seniors who may have experienced homelessness or are at risk of homelessness, and provide wrap around services to qualified residents through programs like the County's Whole Person Care Program in addition to services to medically frail seniors; and

WHEREAS, DOH issued a Request for Qualifications, and MidPen Housing Corporation and its affiliated entities (collectively, "MidPen") were selected as the operator and manager of the Property because of their experience and skills of securing long-term funding for the Property, to utilize a thoughtful approach in working with the local community and neighborhood groups, and to utilize their existing network of partners to assist in the full-service operation and management of the Property, including provision of services the residents may need to remain stably housed and for the Project to have a positive impact upon the surrounding community; and

WHEREAS, on March 23, 2021, pursuant to Resolution No. 078081, the Board authorized DOH to execute an Exclusive Negotiating Agreement with MP Land Holdings, LLC, an affiliated entity of MidPen and its Agent, pursuant to which the parties agreed to negotiate a management agreement that was executed on April 13, 2021 (the "Original Management Agreement"), which sets forth the responsibilities of MidPen and the County regarding the operation and management of the Property, including the

development of a Project budget and the establishment of a bank account or other similar mechanism that allows MidPen to access \$1,500,000 of Measure K funding being provided by the County as start-up funding for expenses related to the operation and management of the Property; and

WHEREAS, on March 23, 2021, pursuant to Resolution No. 078081, the Board also authorized DOH to negotiate and execute a Lease agreement to eventually transfer to MidPen, or a wholly-owned and controlled subsidiary of MidPen, an ownership interest in the Property at such time that the Project has achieved sustainable operations or as the Parties may mutually agree, and any and all documents necessary to implement the same; and

NOW, THEREFORE, IT IS HEREBY DETERMINED AND ORDERED that the Director of DOH, or designee, is authorized to execute an amendment to the Homekey Program Standard Agreement executed between the County of San Mateo and the State of California Department of Housing and Community Development (“State HCD”) to add MP Shores Landing, LLC (proposed Lessee of Ground Lease with the County), a wholly-owned and controlled subsidiary of MidPen, as a third party to the agreement; and

BE IT FURTHER RESOLVED THAT the Director of DOH, or designee, is authorized to execute any and all other documents and/or amendments required by State HCD to execute an amendment to the Standard Agreement and receive authorization to enter into a Ground Lease with MP Shores Landing, LLC.

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