RESOLUTION NO. RES-2023-165

RESOLUTION OF THE COUNCIL OF THE CITY OF SANTA ROSA AUTHORIZING EXECUTION OF STANDARD AGREEMENTS FOR THE AFFORDABLE HOUSING AND SUSTAINABLE COMMUNITIES PROGRAM FOR THE ROSELAND VILLAGE HOUSING PROJECT AND DELEGATION OF AUTHORITY TO THE CITY MANAGER TO NEGOTIATE AND EXECUTE A SEPARATE IMPLEMENTATION AND MUTUAL INDEMNIFICATION AGREEMENT

WHEREAS, the State of California, the Strategic Growth Council (SGC) and the Department of Housing and Community Development (HCD) issued a Notice of Funding Availability dated November 1, 2019 (NOFA), under the Affordable Housing and Sustainable Communities (AHSC) Program established under Division 44, Part 1 of the Public Resources Code commencing with Section 75200; and

WHEREAS, the SGC is authorized to approve funding allocations for the AHSC Program, subject to the terms and conditions of the NOFA, Program Guidelines, Application Package, and Standard Agreement, and the HCD is authorized to administer the approved funding allocations of the AHSC Program; and

WHEREAS, the City of Santa Rosa (City) applied for AHSC Program funds as a Joint Applicant with MidPen Housing (MidPen) and Sonoma-Marin Area Rail Transit (SMART) for the purposes of delivering the Roseland Village Housing Project, which includes the Roseland Village housing project and related bicycle and pedestrian improvements; SMART rail extension and multi-use path improvements; and improvements to bicycle and pedestrian infrastructure, and transit service and amenities (the "Project"); and

WHEREAS, the AHSC Program requires that the joint applicants for AHSC funding be held jointly and severally liable for completion of the project(s); and

WHEREAS on July 20, 2020, the HCD awarded MidPen, SMART and the City loan funds in the amount of $15,685,007 and grant funds in the amount of $10,095,616 for a total award of $25,780,623; and

WHEREAS, the AHSC Program requires that City to jointly execute with MidPen and SMART two California Standard Agreements ("Standard Agreements"), one Standard Agreement for the grant funds and one Standard Agreement for the loan funds; and

WHEREAS, each of the Standard Agreements make the City, MidPen and SMART jointly and severally liable for completion of the Project; and

WHEREAS, the City wishes to delegate authorization to submit and execute all required AHSC program documents and any amendments thereto, including the Standard Agreements containing joint and several liability provisions, for the Roseland Village Housing Project to the City Manager or designee; and

WHEREAS, the City wishes to delegate authority to the City Manager or designee to negotiate and execute a separate Implementation and Mutual Indemnification Agreement (Joint Parties Agreement) with AHSC recipients, which may include MidPen, SMART, and Sonoma County Community Development Commission to provide further protections for each AHSC recipient.

NOW, THEREFORE, BE IT RESOLVED that the Council of the City of Santa Rosa authorizes the City Manager to execute the two State of California Standard Agreements, which include joint and several liability provisions, in a total amount not to exceed $25,780,623 for all Roseland Village Project components, and to execute any and all other documents required or deemed necessary or appropriate to secure the AHSC Program funds from HCD and all amendments thereto, subject to approval as to form by the City Attorney.

BE IT FURTHER RESOLVED that the Council delegates authority to the City Manager or designee to negotiate and execute an Implementation and Mutual Indemnity Agreement between the City of Santa Rosa and other AHSC recipients, which may include MidPen Housing, Sonoma-Marin Area Rail Transit, and Sonoma County Community Development Commission, to provide further individual awardee protections against joint and several liability, provided such Agreement is subject to approval as to form by the City Attorney.

BE IT FURTHER RESOLVED that the Council authorizes the Chief Financial Officer to increase appropriations based on the award assigned to the City to the following JL Project Keys: $980,000 to JL 17647 and $465,000 to JL 17648 for Transportation and Public Works Department projects, and $800,000 to JL 45160 and $1,150,000 to JL 45167 for Transit Division projects.

IN COUNCIL DULY PASSED this 26th day of September, 2023.

AYES: (7) Mayor N. Rogers, Vice Mayor MacDonald, Council Members Alvarez, Fleming, Okrepkie, C. Rogers, Stapp

NOES: (0)

ABSENT: (0)

ABSTAIN: (0)

ATTEST: _____ APPROVED: _____
Deputy City Clerk Mayor

APPROVED AS TO FORM: _____
Interim City Attorney