

FY 2027 CDBG Agreement Execution

Board of Directors Authorization

Choose only 1 of 2 options:

Board Meeting

or

Unanimous Written Consent

(There are two different templates available.)

FY 2027 CDBG Agreement Execution

Board of Directors Authorization

Board Meeting

Template

CERTIFICATE OF SECRETARY OF

[TO BE DETERMINED], INC.,

a California corporation

The undersigned, [TO BE DETERMINED], being the Secretary of [TO BE DETERMINED], Inc., a California non-profit public benefit corporation ("Corporation"), delivers this Certificate of Secretary ("Certificate") to induce the City of San Diego, a California municipal corporation ("City"), to both: (a) consider the Corporation's proposal for Community Development Block Grant ("CDBG") funding from the City for the City's 2027 fiscal year; and (b) if the Corporation is allocated CDBG funding from the City for the City's 2027 fiscal year, enter into that certain Fiscal Year 2027 City of San Diego Community Development Block Grant Program Subrecipient Agreement, dated as of July 1, 2026, by and between the Corporation and the City ("Agreement").

The undersigned certifies to the City each of the following, with full knowledge that the City will rely upon each of the following certifications, and affirms that the City may conclusively rely on all of the following certifications:

1. The undersigned is the duly elected and acting Secretary of the Corporation;
2. Attached to this Certificate as **Exhibit A** is a true, correct and complete copy of the resolutions duly adopted by the directors of the Corporation, at a meeting of the directors on [TO BE DETERMINED], 2024, and authorizing: (a) submittal to the City of the Corporation's proposal for CDBG funding from the City for the City's 2027 fiscal year; and (b) if the Corporation is allocated CDBG funding from the City for the City's 2027 fiscal year, the Corporation's entry into, delivery and performance of the Agreement (and any and all other documents, instruments and/or agreements referred to in the Agreement and/or to be made or entered into in connection with the Agreement and/or in the implementation of the Agreement), and the consummation of the transactions contemplated by the Agreement (and any and all such other documents, instruments and/or agreements), which resolutions: (i) are in full force and effect; (ii) have been duly adopted by the directors of the Corporation at a meeting of the directors on [TO BE DETERMINED], 2024, in exactly the form set forth in **Exhibit A** attached to this Certificate and in accordance with the laws of the Corporation's state of organization and the Bylaws of the Corporation; and (iii) have not been modified, repealed, rescinded, amended or revoked since their adoption;

[Continued on following page]

3. The following named persons are the officers of the Corporation, duly elected, qualified, acting and incumbent in each of the respective capacities designated and set forth below, and the accompanying signatures of each of such officers set forth opposite their respective names are their genuine signatures, respectively, and may be accepted and relied upon by the City as such, pursuant to and in accordance with the resolutions of the Corporation referenced in numbered paragraph 2 above:

<u>Name</u>	<u>Office(s)</u>	<u>Actual Signatures</u>
_____	[ex. President/CEO]	_____
_____	[ex. Secretary]	_____
_____	[ex. Chief Financial Officer]	_____

Notwithstanding the date of this Certificate, the undersigned agrees, acknowledges, understands and affirms the continuing accuracy, truthfulness, and effectiveness of each of the matters certified in this Certificate on and as of the date(s) that: (a) the Corporation submits to the City the Corporation’s proposal for CDBG funding from the City for the City’s 2027 fiscal year; and (b) the Agreement and any and all other documents, instruments and/or agreements referred to in the Agreement and/or to be made or entered into in connection with the Agreement and/or in the implementation of the Agreement are signed by or on behalf of the Corporation and/or are otherwise given effect pursuant to the provisions of the Agreement. The certifications in this Certificate may be relied upon by the City, until the City receives written notice of any change in such certifications from the undersigned.

IN WITNESS WHEREOF, the undersigned makes this Certificate of Secretary on [TO BE DETERMINED], 2024.

Typed Name: _____

Secretary

[Seal]

EXHIBIT A

**RESOLUTION OF THE BOARD OF DIRECTORS OF
[TO BE DETERMINED], INC.**

The Board of Directors of [TO BE DETERMINED], Inc., a California non-profit public benefit corporation (“Corporation”), take the following actions and adopt the following resolutions:

WHEREAS, the Corporation intends to submit a proposal to the City of San Diego, a California municipal corporation (“City”), for Community Development Block Grant (“CDBG”) funding from the City for the City’s 2027 fiscal year; and

WHEREAS, if the Corporation is allocated CDBG funding from City for the City’s 2027 fiscal year, the Corporation intends to enter into that certain Fiscal Year 2027 City of San Diego Community Development Block Grant Program Subrecipient Agreement, dated as of July 1, 2024 (“Agreement”), with the City;

BE IT RESOLVED, by the Board of Directors of the Corporation, that the officers of the Corporation are authorized to submit a proposal on behalf of the Corporation to the City to obtain CDBG funding from the City for the City’s 2027 fiscal year; and

BE IT RESOLVED FURTHER, by the Board of Directors of the Corporation, that if the Corporation is allocated CDBG funding from the City for the City’s 2027 fiscal year, the Corporation entering into the Agreement is authorized, ratified and approved; and

BE IT RESOLVED FURTHER, by the Board of Directors of the Corporation, that if the Corporation is allocated CDBG funding from the City for the City’s 2027 fiscal year, the officers of the Corporation are authorized to: (a) sign, enter into, and deliver the Agreement on behalf of the Corporation; and (b) take all actions necessary or reasonably desirable on behalf of the Corporation to perform the Corporation’s obligations and duties under the Agreement and consummate the transactions contemplated in the Agreement.

This resolution is effective as of [TO BE DETERMINED], 2026. This resolution shall be filed with the minutes of the Board of Directors of the Corporation.

FY 2027 CDBG Agreement Execution

Board of Directors Authorization

Unanimous Written Consent

Template

CERTIFICATE OF SECRETARY OF

[TO BE DETERMINED], INC.,

a California corporation

The undersigned, [TO BE DETERMINED], being the Secretary of [TO BE DETERMINED], Inc., a California non-profit public benefit corporation ("Corporation"), delivers this Certificate of Secretary ("Certificate") to induce the City of San Diego, a California municipal corporation ("City"), to both: (a) consider the Corporation's proposal for Community Development Block Grant ("CDBG") funding from the City for the City's 2027 fiscal year; and (b) if the Corporation is allocated CDBG funding from the City for the City's 2027 fiscal year, enter into that certain Fiscal Year 2027 City of San Diego Community Development Block Grant Program Subrecipient Agreement, dated as of July 1, 2026, by and between the Corporation and the City ("Agreement").

The undersigned certifies to the City each of the following, with full knowledge that the City will rely upon each of the following certifications, and affirms that the City may conclusively rely on all of the following certifications:

1. The undersigned is the duly elected and acting Secretary of the Corporation;
2. Attached to this Certificate as **Exhibit A** is a true, correct and complete copy of the resolutions duly adopted by all of the directors of the Corporation, by unanimous written consent in lieu of a meeting, as of [TO BE DETERMINED], 2026, and authorizing: (a) submittal to the City of the Corporation's proposal for CDBG funding from the City for the City's 2027 fiscal year; and (b) if the Corporation is allocated CDBG funding from the City for the City's 2027 fiscal year, the Corporation's entry into, delivery and performance of the Agreement (and any and all other documents, instruments and/or agreements referred to in the Agreement and/or to be made or entered into in connection with the Agreement and/or in the implementation of the Agreement), and the consummation of the transactions contemplated by the Agreement (and any and all such other documents, instruments and/or agreements), which resolutions: (i) are in full force and effect; (ii) have been duly adopted by all of the directors of the Corporation by unanimous written consent in lieu of a meeting, as of [TO BE DETERMINED], 2026, in exactly the form set forth in **Exhibit A** attached to this Certificate and in accordance with the laws of the Corporation's state of organization and the Bylaws of the Corporation; and (iii) have not been modified, repealed, rescinded, amended or revoked since their adoption;

[Continued on following page]

3. The following named persons are the officers of the Corporation, duly elected, qualified, acting and incumbent in each of the respective capacities designated and set forth below, and the accompanying signatures of each of such officers set forth opposite their respective names are their genuine signatures, respectively, and may be accepted and relied upon by the City as such, pursuant to and in accordance with the resolutions of the Corporation referenced in numbered paragraph 2 above:

<u>Name</u>	<u>Office(s)</u>	<u>Actual Signatures</u>
_____	[ex. President/CEO]	_____
_____	[ex. Secretary]	_____
_____	[ex. Chief Financial Officer]	_____

Notwithstanding the date of this Certificate, the undersigned agrees, acknowledges, understands and affirms the continuing accuracy, truthfulness, and effectiveness of each of the matters certified in this Certificate on and as of the date(s) that: (a) the Corporation submits to the City the Corporation’s proposal for CDBG funding from the City for the City’s 2027 fiscal year; and (b) the Agreement and any and all other documents, instruments and/or agreements referred to in the Agreement and/or to be made or entered into in connection with the Agreement and/or in the implementation of the Agreement are signed by or on behalf of the Corporation and/or are otherwise given effect pursuant to the provisions of the Agreement. The certifications in this Certificate may be relied upon by the City, until the City receives written notice of any change in such certifications from the undersigned.

IN WITNESS WHEREOF, the undersigned makes this Certificate of Secretary on **[TO BE DETERMINED]**, 2026.

 Typed Name: _____
 Secretary

[Seal]

EXHIBIT A

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
[TO BE DETERMINED], INC.**

The undersigned, being all of the members of the Board of Directors of [TO BE DETERMINED], Inc., a California non-profit public benefit corporation (“Corporation”), by signing this written consent pursuant to California Corporations Code Section 5211(b), take the following actions and adopt the following resolutions:

WHEREAS, the Corporation intends to submit a proposal to the City of San Diego, a California municipal corporation (“City”), for Community Development Block Grant (“CDBG”) funding from the City for the City’s 2027 fiscal year; and

WHEREAS, if the Corporation is allocated CDBG funding from City for the City’s 2026 fiscal year, the Corporation intends to enter into that certain Fiscal Year 2027 City of San Diego Community Development Block Grant Program Subrecipient Agreement, dated as of July 1, 2026 (“Agreement”), with the City;

BE IT RESOLVED, by the Board of Directors of the Corporation, that the officers of the Corporation are authorized to submit a proposal on behalf of the Corporation to the City to obtain CDBG funding from the City for the City’s 2027 fiscal year; and

BE IT RESOLVED FURTHER, by the Board of Directors of the Corporation, that if the Corporation is allocated CDBG funding from the City for the City’s 2027 fiscal year, the Corporation entering into the Agreement is authorized, ratified and approved; and

BE IT RESOLVED FURTHER, by the Board of Directors of the Corporation, that if the Corporation is allocated CDBG funding from the City for the City’s 2027 fiscal year, the officers of the Corporation are authorized to: (a) sign, enter into, and deliver the Agreement on behalf of the Corporation; and (b) take all actions necessary or reasonably desirable on behalf of the Corporation to perform the Corporation’s obligations and duties under the Agreement and consummate the transactions contemplated in the Agreement.

[Continued on following page]

This written consent may be signed in counterparts, is effective as of **[TO BE DETERMINED]**, 2026, and is made pursuant to California Corporations Code Section 5211(b), authorizing the taking of action by unanimous written consent of the Board of Directors of the Corporation without a meeting. The undersigned members of the Board of Directors of the Corporation waive any and all notice regarding the actions taken and resolutions adopted by this written consent, whether provided by law or the Bylaws of the Corporation. This written consent shall be filed with the minutes of the Board of Directors of the Corporation.

Directors:

Typed Name:

Typed Name:

Typed Name:

Typed Name:

Typed Name:

Typed Name: