

SAMPLE Joint Venture Activities and Legal Documents

Phase	What are we doing?	What are the risks?	Legal controlling document of process	Outcome Document
1. Concept/ RFQ / Selection	<ul style="list-style-type: none"> ● Proposal to LAND OWNER 	<ul style="list-style-type: none"> ● Staff time ● \$10K in consultant fees 	<ul style="list-style-type: none"> ● MOU with SENIOR PARTNER (non-binding) 	
2. Site Control with LAND OWNER	<ul style="list-style-type: none"> ● Negotiate DDA with LAND OWNER (and possible ENA -Exclusive Negotiating Agreement) ● Community Outreach ● Form placeholder limited partnership (will eventually admit tax credit limited partner) ● Form JUNIOR PARTNER entity to serve as co-general partner? 	<ul style="list-style-type: none"> ● Staff time ● Legal costs, \$50K ● Costs for formation of entities 	<ul style="list-style-type: none"> ● MOU with SENIOR PARTNER (non-binding) ● ENA with LAND OWNER? (LAND OWNER will provide if applicable) ● Partnership agreement; secretary of state filings ● Co-GP formation documents 	<ul style="list-style-type: none"> ● ENA (LAND OWNER will provide if applicable) ● DDA (binding, with LAND OWNER) ● Formation documents and related filings for partnership and co-GP
3. Design/ Entitlements / Due Diligence	<ul style="list-style-type: none"> ● Design work ● Community Outreach ● Applications for approvals ● Environmental reports ● Title and survey ● Misc planning 	<ul style="list-style-type: none"> ● Staff time ● Design fees & other predevelopment costs (approximately \$300 to 500K) ● Title company ● Surveyor ; Misc challenges ● Water district easements ● Costs for related review 	<ul style="list-style-type: none"> ● DDA (binding, with LAND OWNER) 	<ul style="list-style-type: none"> ● Entitlements from LAND OWNER or Zoning Dept (binding) ● Environmental review
4. Competitive Financing	<ul style="list-style-type: none"> ● Funding Applications ● RFP for tax credit investors and construction lenders 	<ul style="list-style-type: none"> ● Staff time ● \$200 to \$300K in predevelopment costs ● Legal costs 	<ul style="list-style-type: none"> ● Lender term sheets ● Investor letter of intent ● Public funding award letters/materials 	<ul style="list-style-type: none"> ● Funding awards: tax credit allocations, bond allocations, loan agreements with various lenders and public agencies (binding) ● Amended and Restated Limited Partnership agreement and related

				ancillary documents (with tax credit investor as limited partner)
5. Building Permits / Construction Documents	<ul style="list-style-type: none"> • Design work (architecture and engineering agreements) • Construction drawings • Land acquisition 	<ul style="list-style-type: none"> • Staff time • Design fees & other predevelopment costs (Another \$500 to \$700K for a total of \$1.2M in predevelopment) 	<ul style="list-style-type: none"> • DDA (binding, with LAND OWNER) • LAND OWNER conditions of approvals 	<ul style="list-style-type: none"> • Building permits (binding) • Land title transfer; ground lease or deed • Use restrictions (related to LAND OWNER requirements for land title transfer)
6. Construction	<ul style="list-style-type: none"> • Building stuff! 	<ul style="list-style-type: none"> • Various: completion guarantees, cost increases, etc. 	<ul style="list-style-type: none"> • LP Agreement (binding) • DDA (binding, ongoing provisions) • General Contractor (binding) • Loan documents 	<ul style="list-style-type: none"> • Form of operations period agreements are drafted/finalized at this time.
7. Completion/ Operations/ Partnership project documents	<ul style="list-style-type: none"> • Leasing up and operating the property 	<ul style="list-style-type: none"> • Various: general liability, operating guarantees, tax credit recapture guarantees, environmental indemnity agreements, compliance. 	<ul style="list-style-type: none"> • LP Agreement (binding) • DDA (binding, ongoing) • Lease Agreement for office space (binding) • Residential tenant leases • Management Agreement (binding) • Various loan and regulatory agreements • Guarantees 	

General notes:

- Cost estimates are based on a reasonable development timeline and lack of legal challenges or unforeseen conditions/ environmental constraints