

EXHIBIT 11: *Forms, Certifications and Resolutions*

- (a) Application Summary, Form HUD-92045
- (b) Form SF-424, Application for Federal Assistance
- (c) Form SF-424 Supplement, Survey for
Ensuring Equal Opportunity for
Applicants
- (d) Form HUD-424-CB, Grant Application Detailed
Budget
- (e) Form HUD 424-CBW Grant Application Detailed
Budget Worksheet
- (f) Applicant/Recipient
Disclosure/Update Report (HUD-
2880)
- (g) Certification of Consistency with
the Consolidated Plan (HUD-2991)
- (h) Form 2994-A, You are our client
survey (*Optional- not included*)
- (i) Standard form LLL, Disclosure of Lobbying Activities
- (j) Form HUD-96010, Program Logic Model (*Included as
separate MS Excel attachment*)
- (k) Form HUD-27300, Removal of Regulatory Barriers
- (l) Form HUD-2990 Certification of Consistency with
RC/EZ/EC-II Strategic Plan
- (m) Form HUD-96011 Facsimile Transmittal with
Transmittal Receipt (*Sample of form to be used in case of
future faxes in regards to this project*)

**Multifamily Housing Assisted
Living Conversion Program
APPLICATION SUMMARY SHEET**

U.S. Department of Housing
and Urban Development
Office of Housing
Federal Housing Commissioner

OMB Approval No. 2502-0542
(exp. 8/31/2008)

Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. HUD may not collect this information, and you are not required to complete this form, unless it displays a currently valid OMB control number.

This collection of information is required for HUD's Assisted Living Conversion Program (ALCP). This program is authorized under Section 522(c) of the Appropriations Act of 2000. The information is necessary to assist HUD in determining applicant eligibility and ability to convert multifamily housing projects designated for the elderly (in whole or in part) into assisted living facilities. A thorough evaluation of an applicant's qualifications and capabilities is critical to protect the Government's financial interest and to mitigate any possibility of fraud, waste, or mismanagement of public funds. This collection of information does not collect any sensitive information. HUD does not ensure confidentiality.

Owner (Funds Recipient) Name New Haven Jewish Comm Council Housing Corp., Inc
Address 18 Tower Lane

City New Haven State CT Zip 06519-1765
Phone (Include Area Code) (203) 772-1816
Grant Contact Person (Name) Dorothy Giannini-Meyers
Phone (Include Area Code) (203) 772-1816
E-mail address dorothy@towerone.org

List the specific development(s) targeted for assistance under this grant. Use additional sheets as needed.
Development Name Tower One
Address 18 Tower Lane

City New Haven State CT Zip 06519-7164
FHA/Project Number 017-SH006 Sec.8 Number CT26M000129
Project Type (e.g., 236) 202 No. of Units 196
Location (Urban, suburban, or rural) Suburban
Number of Residents 0 Estimated Number of Frail Elderly 0
Estimated Number of Non-elderly People with Disabilities 0
Estimated Number of At-risk Elderly 0
Are you applying for a Service Coordinator Grant? Yes No
Will this development share a service coordinator with other developments? Yes No
If yes, please give name and address of the development(s) if different.

Senators 1. Christopher Dodd 2. Joseph Lieberman
Congressional Representative(s) Name(s) 1. Rose DeLaura District(s) 1. 3
2. _____ 2. _____

Application for Federal Assistance SF-424		Version 02	
* 1. Type of Submission: <input type="checkbox"/> Preapplication <input checked="" type="checkbox"/> Application <input type="checkbox"/> Changed/Corrected Application		* 2. Type of Application: <input checked="" type="checkbox"/> New <input type="checkbox"/> Continuation <input type="checkbox"/> Revision	* If Revision, select appropriate letter(s): _____ * Other (Specify) _____
* 3. Date Received: Completed by Grants.gov upon submission	4. Applicant Identifier: _____		
5a. Federal Entity Identifier: _____	* 5b. Federal Award Identifier: _____		
State Use Only:			
6. Date Received by State: _____	7. State Application Identifier: _____		
B. APPLICANT INFORMATION:			
* a. Legal Name: New Haven Jewish Comm Council Housing Corp., Inc.			
* b. Employer/Taxpayer Identification Number (EIN/TIN): 060870134	* c. Organizational DUNS: [REDACTED]		
d. Address:			
* Street1: 18 Tower Lane	_____		
Street2:	_____		
* City: New Haven	_____		
County:	_____		
* State:	CT: Connecticut		
Province:	_____		
* Country:	USA: UNITED STATES		
* Zip / Postal Code: 06519	_____		
e. Organizational Unit:			
Department Name: _____	Division Name: _____		
f. Name and contact information of person to be contacted on matters involving this application:			
Prefix: _____	* First Name: Naren	_____	
Middle Name: _____	_____		
* Last Name: Dhanodharan	_____		
Suffix: _____	_____		
Title: AOR	_____		
Organizational Affiliation: GDA Assisted Living Consultants, LLC			
* Telephone Number: 413-565-7144	Fax Number: 413-565-7145	_____	
* Email: naren@gdaconsultants.com			

Application for Federal Assistance SF-424

Version 02

9. Type of Applicant 1: Select Applicant Type:

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

* Other (specify):

*** 10. Name of Federal Agency:**

US Department of Housing and Urban Development

11. Catalog of Federal Domestic Assistance Number:

14.314

CFDA Title:

Assisted Living Conversion for Eligible Multifamily Housing Projects

*** 12. Funding Opportunity Number:**

FR-5200-N-10

* Title:

Assisted Living Conversion Program (ALCP) for Eligible Multifamily Housing Projects

13. Competition Identification Number:

ALCP-10

Title:

14. Areas Affected by Project (Cities, Counties, States, etc.):

New Haven, New Haven County, Connecticut

*** 15. Descriptive Title of Applicant's Project:**

Renovation of elderly housing units into assisted living units to enable elders to "age in place". The upgrades will add full accessibility to the converted units.

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

Application for Federal Assistance SF-424 Version 02

16. Congressional Districts Of:
* a. Applicant * b. Program/Project

Attach an additional list of Program/Project Congressional Districts if needed.

17. Proposed Project:
* a. Start Date: * b. End Date:

18. Estimated Funding (\$):

* a. Federal	<input type="text" value="6,048,306.00"/>
* b. Applicant	<input type="text" value="0.00"/>
* c. State	<input type="text" value="0.00"/>
* d. Local	<input type="text" value="0.00"/>
* e. Other	<input type="text" value="0.00"/>
* f. Program Income	<input type="text" value="0.00"/>
* g. TOTAL	<input type="text" value="6,048,306.00"/>

*** 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**
 a. This application was made available to the State under the Executive Order 12372 Process for review on
 b. Program is subject to E.O. 12372 but has not been selected by the State for review.
 c. Program is not covered by E.O. 12372.

*** 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes", provide explanation.)**
 Yes No

21. *By signing this application, I certify (1) to the statements contained in the list of certifications and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances** and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**
 ** I AGREE
** The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

Authorized Representative:

Prefix: * First Name:
Middle Name:
* Last Name:
Suffix:
* Title:
* Telephone Number: Fax Number:
* Email:
* Signature of Authorized Representative: * Date Signed:

Application for Federal Assistance SF-424

Version 02

*** Applicant Federal Debt Delinquency Explanation**

The following field should contain an explanation if the Applicant organization is delinquent on any Federal Debt. Maximum number of characters that can be entered is 4,000. Try and avoid extra spaces and carriage returns to maximize the availability of space.

SURVEY ON ENSURING EQUAL OPPORTUNITY FOR APPLICANTS

OMB No. 1890-0014 Exp. 2/28/2009

Purpose: The Federal government is committed to ensuring that all qualified applicants, small or large, non-religious or faith-based, have an equal opportunity to compete for Federal funding. In order for us to better understand the population of applicants for Federal funds, we are asking nonprofit private organizations (not including private universities) to fill out this survey.

Upon receipt, the survey will be separated from the application. Information provided on the survey will not be considered in any way in making funding decisions and will not be included in the Federal grants database. While your help in this data collection process is greatly appreciated, completion of this survey is voluntary.

Instructions for Submitting the Survey: If you are applying using a hard copy application, please place the completed survey in an envelope labeled "Applicant Survey." Seal the envelope and include it along with your application package. If you are applying electronically, please submit this survey along with your application.

Applicant's (Organization) Name: New Haven Jewish Community Council Housing Corp., Inc.

Applicant's DUNS Number: [REDACTED]

Grant Name: Assisted Living Conversion Program

CFDA Number: 14.314

1. Does the applicant have 501(c)(3) status?

Yes No

2. How many full-time equivalent employees does the applicant have? (Check only one box).

3 or Fewer 15-50
 4-5 51-100
 6-14 over 100

3. What is the size of the applicant's annual budget?

(Check only one box.)

Less Than \$150,000
 \$150,000 - \$299,999
 \$300,000 - \$499,999
 \$500,000 - \$999,999
 \$1,000,000 - \$4,999,999
 \$5,000,000 or more

4. Is the applicant a faith-based/religious organization?

Yes No

5. Is the applicant a non-religious community-based organization?

Yes No

6. Is the applicant an intermediary that will manage the grant on behalf of other organizations?

Yes No

7. Has the applicant ever received a government grant or contract (Federal, State, or local)?

Yes No

8. Is the applicant a local affiliate of a national organization?

Yes No

SF 424 Supplement

Grant Application Detailed Budget		U.S. Department of Housing and Urban Development										OMB Approval No. 2501-0017 (exp. 01/31/2008)		
		Functional Categories										Year 1: []	Year 2: []	Year 3: []
Name of Project/Activity:		Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8	Column 9				
		HUD Share	Applicant Match	Other HUD Funds	Other Fed Share	State Share	Local/Other Share	Other	Program Income	Total				
a. Parametel (Direct Labor)	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	0.00
b. Fringe Benefits														0.00
c. Travel														0.00
d. Equipment (only items > \$5,000 depreciated value)														0.00
e. Supplies (only items w/depreciated Value < \$5,000)														0.00
f. Contractual														0.00
g. Construction														0.00
1. Administration and legal expenses		22,500.00												22,500.00
2. Land, structures, rights-of way, appraisals, etc.														0.00
3. Relocation expenses and payments		384,486.00												384,486.00
4. Architectural and engineering fees		280,000.00												280,000.00
5. Other architectural and engineering fees		5,000.00												5,000.00
6. Project inspection fees														0.00
7. Site work														0.00
8. Demolition and removal		35,000.00												35,000.00
9. Construction		4,429,388.00												4,429,388.00
10. Equipment		200,000.00												200,000.00
11. Contingencies		450,000.00												450,000.00
12. Miscellaneous														0.00
h. Other (Direct Costs)		241,932.00												241,932.00
i. Subtotal of Direct Costs														6,048,306.00
j. Indirect Costs (% Approved Indirect Cost Rate %)														
Grand Total (Year 1):														6,048,306.00
Grand Total (All Years):														6,048,306.00

Grant Application Detailed Budget Worksheet

Detailed Description of Budget											
5. Supplies and Materials (Items under \$5,000 Depreciated Value)											
	Quantity	Unit Cost	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
5a. Consumable Supplies			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
Subtotal - Consumable Supplies			0.00	0.00	0.00						0.00
5b. Non-Consumable Materials	Quantity	Unit Cost	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
Subtotal - Non-Consumable Materials			0.00	0.00	0.00						0.00
Total Supplies and Materials Cost			0.00	0.00	0.00						0.00
6. Consultants (Type)	Days	Rate per Day	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
Total Consultants Cost			0.00	0.00	0.00						0.00
7. Contracts and Sub-Grantees (List individually)	Quantity	Unit Cost	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
			0.00								
Total Subcontracts Cost			0.00	0.00	0.00						0.00

Grant Application Detailed Budget Worksheet

Detailed Description of Budget											
8. Construction Costs	Quantity	Unit Cost	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
8a. Administrative and legal expenses											
Organizational Insurance			5,000.00	5,000.00							
Cost Certification			10,000.00	10,000.00							
Legal			5,000.00	5,000.00							
			2,500.00	2,500.00							
			0.00	0.00							
Subtotal - Administrative and legal expenses			22,500.00	22,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
8b. Land, structures, rights-of way, appraisal, etc											
			0.00	0.00							
			0.00	0.00							
			0.00	0.00							
Subtotal - Land, structures, rights-of way, ...			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
8c. Relocation expenses and payments											
Relocation			35,100.00	35,100.00							
Lost Revenue/Vacancy			349,386.00	349,386.00							
			0.00	0.00							
			0.00	0.00							
Subtotal - Relocation expenses and payments			384,486.00	384,486.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
8d. Architectural and engineering fees											
Architect - Design			210,000.00	210,000.00							
Architect - Supervision			70,000.00	70,000.00							
			0.00	0.00							
			0.00	0.00							
Subtotal - Architectural and engineering fees			280,000.00	280,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
8e. Other architectural and engineering fees											
Survey/Engineering			5,000.00	5,000.00							
			0.00	0.00							
			0.00	0.00							
Subtotal - Other architectural and engineering fees			5,000.00	5,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Form HUD-424-CBW (2/2013)

Grant Application Detailed Budget Worksheet

Item Description	Quantity	Unit Cost	Estimated Cost	HUD Share	Applicant Match	Other HUD Funds	Other Federal Share	State Share	Local/Tribal Share	Other	Program Income
8f. Project inspection fees			0.00								
Subtotal - Project inspection fees			0.00								
8g. Site work			0.00								
Subtotal - Site work			0.00								
8h. Demolition and removal Hazardous material			35,000.00								
Subtotal - Demolition and removal			35,000.00								
8i. Construction			4,318,712.00								
Permit/Fees			76,754.00								
Bond Premium			33,922.00								
Subtotal - Construction			4,429,388.00								
8j. Equipment			200,000.00								
AMPO/FFE			200,000.00								
Subtotal - Equipment			200,000.00								
8k. Contingencies			450,000.00								
Rehab Contingency			450,000.00								
Subtotal - Contingencies			450,000.00								
8l. Miscellaneous			5,805,374.00								
Subtotal - Miscellaneous			5,805,374.00								
Total Construction Costs			10,904,772.00								

form HUD-424-CBW (2/2003)

Grant Application Detailed Budget Worksheet

Detailed Description of Budget		
Analysis of Total Estimated Costs	Estimated Cost	Percent of Total
1 Personnel (Direct Labor)	0.00	0.00%
2 Fringe Benefits	0.00	0.00%
3 Travel	0.00	0.00%
4 Equipment	0.00	0.00%
5 Supplies and Materials	0.00	0.00%
6 Consultants	0.00	0.00%
7 Contracts and Sub-Grantees	0.00	0.00%
8 Construction	5,806,374.00	96.00%
9 Other Direct Costs	241,932.00	4.00%
10 Indirect Costs	0.00	0.00%
Total:	6,048,306.00	100.00%
Federal Share:	6,048,306.00	100.00%
Match (Expressed as a percentage of the Federal Share):	0.00	0.00%

**Applicant/Recipient
 Disclosure/Update Report**

U.S. Department of Housing
 and Urban Development

OMB Approval No. 2510-0011 (exp. 8/31/2009)

Instructions. (See Public Reporting Statement and Privacy Act Statement and detailed instructions on page 2.)

Applicant/Recipient Information Indicate whether this is an Initial Report or an Update Report

1. Applicant/Recipient Name, Address, and Phone (include area code):
 New Haven Jewish Comm Council Housing Corp., Inc.
 18 Tower Lane New Haven CT 06519-1765
 () - (203) 772-1816

2. Social Security Number or Employer ID Number:
 060870134

3. HUD Program Name
 Assisted Living Conversion program

4. Amount of HUD Assistance Requested/Received
 \$6,048,306.00

5. State the name and location (street address, City and State) of the project or activity:
 Tower One 18 Tower Lane New Haven CT 06519-7164

Part I Threshold Determinations

1. Are you applying for assistance for a specific project or activity? These terms do not include formula grants, such as public housing operating subsidy or CDBG block grants. (For further information see 24 CFR Sec. 4.3).
 Yes No
2. Have you received or do you expect to receive assistance within the jurisdiction of the Department (HUD), involving the project or activity in this application, in excess of \$200,000 during this fiscal year (Oct. 1 - Sep. 30)? For further information, see 24 CFR Sec. 4.9
 Yes No.

If you answered "No" to either question 1 or 2, Stop! You do not need to complete the remainder of this form. However, you must sign the certification at the end of the report.

Part II Other Government Assistance Provided or Requested / Expected Sources and Use of Funds.

Such assistance includes, but is not limited to, any grant, loan, subsidy, guarantee, insurance, payment, credit, or tax benefit.

Department/State/Local Agency Name and Address	Type of Assistance	Amount Requested/Provided	Expected Uses of the Funds
US Department of HUD	Sec. 8 Rental Assistance	\$1,935,792.00	Restricted to Operating Expenses
US Department of HUD	RSCG 2005, 2007	\$226,735.00, \$65,218.00	Resident Serv Coord Position
(Note: Use Additional pages if necessary.) US Dept HUD	ALCP 2005 IV, V, VI	\$2,017,304.00, \$2,017,304.00, \$2,017,304.00	ALCP Conversion

Part III Interested Parties. You must disclose:

- All developers, contractors, or consultants involved in the application for the assistance or in the planning, development, or implementation of the project or activity and
- any other person who has a financial interest in the project or activity for which the assistance is sought that exceeds \$50,000 or 10 percent of the assistance (whichever is lower).

Alphabetical list of all persons with a reportable financial interest in the project or activity (For individuals, give the last name first)	Social Security No. or Employee ID No.	Type of Participation in Project/Activity	Financial Interest in Project/Activity (\$ and %)

(Note: Use Additional pages if necessary.)

Certification

Warning: If you knowingly make a false statement on this form, you may be subject to civil or criminal penalties under Section 1001 of Title 18 of the United States Code. In addition, any person who knowingly and materially violates any required disclosures of information, including intentional non-disclosure, is subject to civil money penalty not to exceed \$10,000 for each violation. I certify that this information is true and complete.

Signature: [REDACTED] Date: (mm/dd/yyyy)
 06/02/2008

Certification of Consistency with the Consolidated Plan

U.S. Department of Housing
and Urban Development

I certify that the proposed activities/projects in the application are consistent with the jurisdiction's current, approved Consolidated Plan.
(Type or clearly print the following information:)

Applicant Name: New Haven Jewish Community Council Housing Corp

Project Name: Tower One

Location of the Project: 18 Tower Lane

New Haven, CT 06519

Name of the Federal
Program to which the
applicant is applying: US Department of HUD Assisted Living Conversion Program

Name of
Certifying Jurisdiction: City of New Haven, Connecticut

Certifying Official
of the Jurisdiction
Name: John DeStefano, Jr.

Title: Mayor

Signature: [REDACTED]

Date: 6-17-08

DISCLOSURE OF LOBBYING ACTIVITIES

Approved by OMB
 0348-0046

Complete this form to disclose lobbying activities pursuant to 31 U.S.C. 1352
 (See reverse for public burden disclosure.)

1. Type of Federal Action: <input type="checkbox"/> a. contract <input checked="" type="checkbox"/> b. grant c. cooperative agreement d. loan e. loan guarantee f. loan insurance		2. Status of Federal Action: <input checked="" type="checkbox"/> a. bid/offer/application b. initial award c. post-award		3. Report Type: <input checked="" type="checkbox"/> a. initial filing b. material change For Material Change Only: year _____ quarter _____ date of last report _____	
4. Name and Address of Reporting Entity: <input type="checkbox"/> Prime <input type="checkbox"/> Subawardee Tier _____, if known:			5. If Reporting Entity in No. 4 is a Subawardee, Enter Name and Address of Prime:		
Congressional District, if known: 3rd			Congressional District, if known:		
6. Federal Department/Agency:			7. Federal Program Name/Description: CFDA Number, if applicable: _____		
8. Federal Action Number, if known:			9. Award Amount, if known: \$		
10. a. Name and Address of Lobbying Registrant (if individual, last name, first name, MI):			b. Individuals Performing Services (including address if different from No. 10a) (last name, first name, MI):		
<p>* This Form Is Not Applicable, No Lobbying Activities To Report</p>					
11. Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when this transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.			Signature: _____ Print Name: <u>Lloyd Nurick</u> Title: <u>Chairman</u> Telephone No.: <u>(203)772-1816</u> Date: <u>06/02/2008</u>		
Federal Use Only:					Authorized for Local Reproduction Standard Form LLL (Rev. 7-97)

America's Affordable Communities Initiative	U.S. Department of Housing and Urban Development	OMB approval no. 2535-0120 (exp. 06/30/2010)
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Public reporting burden for this collection of information is estimated to average 3 hours. This includes the time for collecting, reviewing, and reporting the data. The information will be used for encourage applicants to pursue and promote efforts to remove regulatory barriers to affordable housing. Response to this request for information is required in order to receive the benefits to be derived. This agency may not collect this information, and you are not required to complete this form unless it displays a currently valid OMB control number.

Questionnaire for HUD's Initiative on Removal of Regulatory Barriers

Part A. Local Jurisdictions. Counties Exercising Land Use and Building Regulatory Authority and Other Applicants Applying for Projects Located in such Jurisdictions or Counties [Collectively, Jurisdiction]

	1	2
1. Does your jurisdiction's comprehensive plan (or in the case of a tribe or TDHE, a local Indian Housing Plan) include a "housing element? A local comprehensive plan means the adopted official statement of a legislative body of a local government that sets forth (in words, maps, illustrations, and/or tables) goals, policies, and guidelines intended to direct the present and future physical, social, and economic development that occurs within its planning jurisdiction and that includes a unified physical plan for the public development of land and water. If your jurisdiction does not have a local comprehensive plan with a "housing element," please enter no. If no, skip to question # 4.	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
2. If your jurisdiction has a comprehensive plan with a housing element, does the plan provide estimates of current and anticipated housing needs, taking into account the anticipated growth of the region, for existing and future residents, including low, moderate and middle income families, for at least the next five years?	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
3. Does your zoning ordinance and map, development and subdivision regulations or other land use controls conform to the jurisdiction's comprehensive plan regarding housing needs by providing: a) sufficient land use and density categories (multifamily housing, duplexes, small lot homes and other similar elements); and, b) sufficient land zoned or mapped "as of right" in these categories, that can permit the building of affordable housing addressing the needs identified in the plan? (For purposes of this notice, "as-of-right," as applied to zoning, means uses and development standards that are determined in advance and specifically authorized by the zoning ordinance. The ordinance is largely self-enforcing because little or no discretion occurs in its administration.). If the jurisdiction has chosen not to have either zoning, or other development controls that have varying standards based upon districts or zones, the applicant may also enter yes.	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
4. Does your jurisdiction's zoning ordinance set minimum building size requirements that exceed the local housing or health code or is otherwise not based upon explicit health standards?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

<p>5. If your jurisdiction has development impact fees, are the fees specified and calculated under local or state statutory criteria? If no, skip to question #7. Alternatively, if your jurisdiction does not have impact fees, you may enter yes.</p>	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
<p>6. If yes to question #5, does the statute provide criteria that sets standards for the allowable type of capital investments that have a direct relationship between the fee and the development (nexus), and a method for fee calculation? <i>NA</i></p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>7. If your jurisdiction has impact or other significant fees, does the jurisdiction provide waivers of these fees for affordable housing? <i>NA</i></p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>8. Has your jurisdiction adopted specific building code language regarding housing rehabilitation that encourages such rehabilitation through graduated regulatory requirements applicable as different levels of work are performed in existing buildings? Such code language increases regulatory requirements (the additional improvements required as a matter of regulatory policy) in proportion to the extent of rehabilitation that an owner/developer chooses to do on a voluntary basis. For further information see HUD publication: "Smart Codes in Your Community: A Guide to Building Rehabilitation Codes" (www.huduser.org/publications/destech/smartcodes.html)</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>9. Does your jurisdiction use a recent version (i.e. published within the last 5 years or, if no recent version has been published, the last version published) of one of the nationally recognized model building codes (i.e. the International Code Council (ICC), the Building Officials and Code Administrators International (BOCA), the Southern Building Code Congress International (SBCI), the International Conference of Building Officials (ICBO), the National Fire Protection Association (NFPA)) without significant technical amendment or modification. In the case of a tribe or TDHE, has a recent version of one of the model building codes as described above been adopted or, alternatively, has the tribe or TDHE adopted a building code that is substantially equivalent to one or more of the recognized model building codes?</p> <p>Alternatively, if a significant technical amendment has been made to the above model codes, can the jurisdiction supply supporting data that the amendments do not negatively impact affordability.</p>	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
<p>10. Does your jurisdiction's zoning ordinance or land use regulations permit manufactured (HUD-Code) housing "as of right" in all residential districts and zoning classifications in which similar site-built housing is permitted, subject to design, density, building size, foundation requirements, and other similar requirements applicable to other housing that will be deemed realty, irrespective of the method of production?</p>	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes

<p>11. Within the past five years, has a jurisdiction official (i.e., chief executive, mayor, county chairman, city manager, administrator, or a tribally recognized official, etc.), the local legislative body, or planning commission, directly, or in partnership with major private or public stakeholders, convened or funded comprehensive studies, commissions, or hearings, or has the jurisdiction established a formal ongoing process, to review the rules, regulations, development standards, and processes of the jurisdiction to assess their impact on the supply of affordable housing?</p>	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
<p>12. Within the past five years, has the jurisdiction initiated major regulatory reforms either as a result of the above study or as a result of information identified in the barrier component of the jurisdiction's "HUD Consolidated Plan?" If yes, attach a brief list of these major regulatory reforms.</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>13. Within the past five years has your jurisdiction modified infrastructure standards and/or authorized the use of new infrastructure technologies (e.g. water, sewer, street width) to significantly reduce the cost of housing?</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>14. Does your jurisdiction give "as-of-right" density bonuses sufficient to offset the cost of building below market units as an incentive for any market rate residential development that includes a portion of affordable housing? (As applied to density bonuses, "as of right" means a density bonus granted for a fixed percentage or number of additional market rate dwelling units in exchange for the provision of a fixed number or percentage of affordable dwelling units and without the use of discretion in determining the number of additional market rate units.)</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>15. Has your jurisdiction established a single, consolidated permit application process for housing development that includes building, zoning, engineering, environmental, and related permits? Alternatively, does your jurisdiction conduct concurrent, not sequential, reviews for all required permits and approvals?</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>16. Does your jurisdiction provide for expedited or "fast track" permitting and approvals for all affordable housing projects in your community?</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>17. Has your jurisdiction established time limits for government review and approval or disapproval of development permits in which failure to act, after the application is deemed complete, by the government within the designated time period, results in automatic approval?</p>	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Yes
<p>18. Does your jurisdiction allow "accessory apartments" either as: a) a special exception or conditional use in all single-family residential zones or, b) "as of right" in a majority of residential districts otherwise zoned for single-family housing?</p>	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Yes
<p>19. Does your jurisdiction have an explicit policy that adjusts or waives existing parking requirements for all affordable housing developments?</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>20. Does your jurisdiction require affordable housing projects to undergo public review or special hearings when the project is otherwise in full compliance with the zoning ordinance and other development regulations?</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<p>Total Points:</p>		

Part B. State Agencies and Departments or Other Applicants for Projects Located in Unincorporated Areas or Areas Otherwise Not Covered in Part A

	1	2
1. Does your state, either in its planning and zoning enabling legislation or in any other legislation, require localities regulating development have a comprehensive plan with a "housing element?" If no, skip to question # 4	<input type="checkbox"/> No	<input type="checkbox"/> Yes
2. Does your state require that a local jurisdiction's comprehensive plan estimate current and anticipated housing needs, taking into account the anticipated growth of the region, for existing and future residents, including low, moderate, and middle income families, for at least the next five years?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
3. Does your state's zoning enabling legislation require that a local jurisdiction's zoning ordinance have a) sufficient land use and density categories (multifamily housing, duplexes, small lot homes and other similar elements); and, b) sufficient land zoned or mapped in these categories, that can permit the building of affordable housing that addresses the needs identified in the comprehensive plan?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
4. Does your state have an agency or office that includes a specific mission to determine whether local governments have policies or procedures that are raising costs or otherwise discouraging affordable housing?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
5. Does your state have a legal or administrative requirement that local governments undertake periodic self-evaluation of regulations and processes to assess their impact upon housing affordability address these barriers to affordability?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
6. Does your state have a technical assistance or education program for local jurisdictions that includes assisting them in identifying regulatory barriers and in recommending strategies to local governments for their removal?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
7. Does your state have specific enabling legislation for local impact fees? If no skip to question #9.	<input type="checkbox"/> No	<input type="checkbox"/> Yes
8. If yes to the question #7, does the state statute provide criteria that sets standards for the allowable type of capital investments that have a direct relationship between the fee and the development (<i>nexus</i>) and a method for fee calculation?	<input type="checkbox"/> No	<input type="checkbox"/> Yes
9. Does your state provide significant financial assistance to local governments for housing, community development and/or transportation that includes funding prioritization or linking funding on the basis of local regulatory barrier removal activities?	<input type="checkbox"/> No	<input type="checkbox"/> Yes

<p>10. Does your state have a mandatory state-wide building code that a) does not permit local technical amendments and b) uses a recent version (i.e. published within the last five years or, if no recent version has been published, the last version published) of one of the nationally recognized model building codes (i.e. the International Code Council (ICC), the Building Officials and Code Administrators International (BOCA), the Southern Building Code Congress International (SBCI), the International Conference of Building Officials (ICBO), the National Fire Protection Association (NFPA)) without significant technical amendment or modification?</p> <p>Alternatively, if the state has made significant technical amendment to the model code, can the state supply supporting data that the amendments do not negatively impact affordability?</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>11. Has your jurisdiction adopted specific building code language regarding housing rehabilitation that encourages such rehabilitation through graduated regulatory requirements applicable as different levels of work are performed in existing buildings? Such code language increases regulatory requirements (the additional improvements required as a matter of regulatory policy) in proportion to the extent of rehabilitation that an owner/developer chooses to do on a voluntary basis. For further information see HUD publication: "<i>Smart Codes in Your Community: A Guide to Building Rehabilitation Codes</i>" (www.huduser.org/publications/destech/smartcodes.html)</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>12. Within the past five years has your state made any changes to its own processes or requirements to streamline or consolidate the state's own approval processes involving permits for water or wastewater, environmental review, or other State-administered permits or programs involving housing development. If yes, briefly list these changes.</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>13. Within the past five years, has your state (i.e., Governor, legislature, planning department) directly or in partnership with major private or public stakeholders, convened or funded comprehensive studies, commissions, or panels to review state or local rules, regulations, development standards, and processes to assess their impact on the supply of affordable housing?</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>14. Within the past five years, has the state initiated major regulatory reforms either as a result of the above study or as a result of information identified in the barrier component of the states' "Consolidated Plan submitted to HUD?" If yes, briefly list these major regulatory reforms.</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>15. Has the state undertaken any other actions regarding local jurisdiction's regulation of housing development including permitting, land use, building or subdivision regulations, or other related administrative procedures? If yes, briefly list these actions.</p>	<input type="checkbox"/> No	<input type="checkbox"/> Yes
<p>Total Points:</p>		

**Certification of
Consistency with
the RC/EZ/EC-IIs
Strategic Plan**

U.S. Department of Housing
and Urban Development

I certify that the proposed activities/projects in this application are consistent with the strategic plan of a federally-designated empowerment zone (EZ), designated by HUD or by the United States Department of Agriculture (USDA), the tax incentive utilization plan for an urban or rural renewal community (RC) designated by HUD, or the strategic plan for an enterprise community (EC-II) designation in round II by USDA.

(Type or clearly print the following information)

Applicant Name New Haven Jewish Community Council Housing Corp

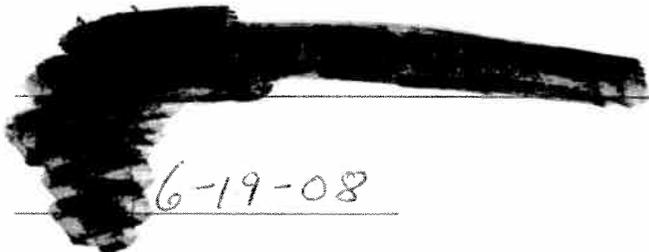
Name of the Federal
Program to which the
applicant is applying HUD Assisted Living Conversion Program

Name of RC/EZ/EC-II New Haven, CT Empowerment Zone

I further certify that the proposed activities/projects will be located within the RC/EZ/EC-II identified above and are intended to serve the residents of the designated area. (2 points)

Name of the
Official Authorized
to Certify the RC/EZ/EC-II John DeStefano, Jr.

Title Mayor

Signature 

Date (mm/dd/yyyy) 6-19-08

Facsimile Transmittal

U. S. Department of Housing
and Urban Development
Office of Department Grants
Management and Oversight

OMB Approval No. 2525-0118
exp. Date (5/30/2008)

1210256965-6939

* Name of Document Transmitting:

1. Applicant Information:

* Legal Name:
* Address:
* Street1:
Street2:
* City:
County:
* State:
* Zip Code: * Country:

2. Catalog of Federal Domestic Assistance Number:

* Organizational DUNS: CFDA No.:
Title:
Program Component:

3. Facsimile Contact Information:

Department:
Division:

4. Name and telephone number of person to be contacted on matters involving this facsimile.

Prefix: * First Name:
Middle Name:
* Last Name:
Suffix:
* Phone Number:
Fax Number:

* 5. Email:

*** 6. What is your Transmittal? (Check one box per fax)**

a. Certification b. Document c. Match/Leverage Letter d. Other

* 7. How many pages (including cover) are being faxed?

Transaction Report					
Send Transaction(s) completed					
No. TX	Date/Time	Destination	Duration P. #	Result	Mode
387	JUN-25	19:36 18004831010	0'00'09" 001	OK	N ECM

Facsimile Transmittal

1210256965-6939

U. S. Department of Housing
and Urban Development
Office of Department Grants
Management and Oversight

OMB Approval No. 2525-0118
exp. Date (5/30/2009)

* Name of Document Transmitting: Sample Form - No Document Attached

1. Applicant Information:

* Legal Name: New Haven Jewish Comm Council Housing Corp., Inc.

* Address:

* Street1: 18 Tower Lane

Street2: _____

* City: New Haven

County: _____

* State: CT, Connecticut

* Zip Code: 06519 * Country: USA: UNITED STATES

2. Catalog of Federal Domestic Assistance Number:

* Organizational DUNS: [REDACTED] CFDA No.: 14.314

Title: Assisted Living Conversion for Eligible Multifamily Housing Projects

Program Component: _____

3. Facsimile Contact Information:

Department: _____

Division: _____

4. Name and telephone number of person to be contacted on matters involving this facsimile.

Prefix: _____ * First Name: Naren

Middle Name: _____

* Last Name: Dhamodharan

Suffix: _____

* Phone Number: 413-565-7144

Fax Number: 413-565-7145

* 5. Email: naren@gdaconsultants.com

* 6. What is your Transmittal? (Check one box per fax)

a. Certification b. Document c. Match/Leverage Letter d. Other

* 7. How many pages (including cover) are being faxed? 1

Development

008 Pending

Component Name:

Evaluation Tools

7

Accountability

Development

008 Pending

Component Name:

Evaluation Tools

7

Accountability

Development

008 Pending

Component Name:

Evaluation Tools

7

Accountability

Development

008 Pending

Component Name:

Evaluation Tools

7

Accountability

Development

008 Pending

Component Name:

Evaluation Tools

7

Accountability

EXHIBIT 2

Your Legal Status:

- (a) Articles of Incorporation (or other organizational documents), or self-certification*
- (b) By-laws, or self certification*

1516
RA 21



State of Connecticut
Office of Secretary of the State

Pauline R. Kemer, Secretary of the State of Connecticut, and keeper of the seal thereof, DO HEREBY CERTIFY, that the records of incorporation of

NEW HAVEN JEWISH COMMUNITY COUNCIL HOUSING CORPORATION

NONSTOCK corporation under the Connecticut General Statutes was filed in this office on SEPTEMBER 22, 1963. The following comprises a list of amendments changing the name of the corporation filed in this office as of the date of this certificate:

AMENDMENTS CHANGING THE NAME TO

FILED
1963
SEP 22

As far as the records of this office reveal, the corporation is in existence and in good standing.

In testimony whereof, I have hereunto set my hand and affixed the Great Seal of the

State of Connecticut, at Hartford, this
17th day of August 1993.

[Redacted Signature]

Secretary of the State



1516
RA 21

STATE OF CONNECTICUT }
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record
in this Office.
In Testimony whereof, I have hereunto set my hand,
and affixed the Seal of said State, at Hartford,
this 15th day of July A.D. 1992

SECRETARY OF THE STATE

Vol 59

ARTICLES OF INCORPORATION

§11 THE NEW HAVEN JEWISH COMMUNITY COUNCIL HOUSING CORPORATION
NEW HAVEN, CONNECTICUT

FIRST: This is to certify that we,

- Ivyling Blum, 1638 Chapel Street, New Haven, Conn.
- Harvin Gold, 132 Temple Street, New Haven, Conn.
- Jack Bernstein, 139 Church Street, New Haven, Conn.

all being of full age, 21, under and by virtue of the laws of the State of Connecticut associate ourselves with the intention of forming a Non-Stock, Non-Profit corporation to provide rental housing and related facilities and services for use and occupancy by elderly families and elderly persons under the conditions hereinafter set forth.

SECOND: The name of the corporation is The New Haven Jewish Community Council Housing Corporation. The Corporation shall commence business with the filing of these articles. The principal office of the corporation shall be located at 132 Temple Street, New Haven, Connecticut. The statutory agent for service of the corporation, is Benjamin W. Levy, whose Post Office address is 132 Temple Street, New Haven, Connecticut.

THIRD: The nature of the activities to be conducted or the purposes to be promoted or carried out are as follows:

- (a) To provide for elderly families and elderly persons on a non-profit basis rental housing and related facilities and services especially designed to meet the physical, social and economic needs of the aged and contribute to their health, happiness, well-being and usefulness in longer living.
- (b) To plan, construct, operate, maintain and manage rental housing and related facilities and services for elderly families and elderly persons.

corporation, its successors and assigns so long as they have under Section 204 of the Statute Act of 1909, as amended, is continuing and for such further period of time as may be agreed to by the corporation.

ARTICLE III The affairs of the corporation shall be managed by a Board of Directors, consisting of not less than seven directors elected by the members of the corporation in the manner provided by the By-Laws. The qualifications of the directors together with their terms of office, manner of election, removal, change of number, filling of vacancies and of newly created directorships, powers, duties and liabilities shall, except as otherwise provided in these Articles or by the laws of the State of Connecticut, be as prescribed by the By-Laws.

The names and post office addresses of the persons who shall serve as directors until their successors are duly qualified are as follows:

- Robert V. Adams, 30 New Street, New Haven, Conn.
- Josh Karmaton, 129 Church Street, New Haven, Conn.
- Irving Knapp, 1050 Chapel Street, New Haven, Conn.
- Marvin Gold, 132 Temple Street, New Haven, Conn.
- Samuel I. Hartman, 30 New Street, New Haven, Conn.
- Bernard P. Kopland, 132 Temple Street, New Haven, Conn.
- Leonor Manias, 30 Crescent Street, New Haven, Conn.

The directors shall elect the regular officers of the corporation in the manner provided in the By-Laws. The directors and officers shall serve without compensation.

ARTICLE IV The membership shall be of one or more persons who shall be entitled to exercise the rights and duties of a member. The qualifications for membership shall be as prescribed in the By-Laws. The qualifications for membership shall be as prescribed in the By-Laws. The qualifications for membership shall be as prescribed in the By-Laws. The qualifications for membership shall be as prescribed in the By-Laws.

ARTICLE I
Section 1. The name of this corporation shall be [illegible]
Section 2. The purpose of this corporation shall be [illegible]
Section 3. The business of this corporation shall be [illegible]
Section 4. The capital of this corporation shall be [illegible]
Section 5. The shares of this corporation shall be [illegible]
Section 6. The directors of this corporation shall be [illegible]
Section 7. The officers of this corporation shall be [illegible]
Section 8. The powers and duties of the directors shall be [illegible]
Section 9. The powers and duties of the officers shall be [illegible]
Section 10. The corporation shall not have or incur
liability in any way [illegible] in the event of dissolution,
liquidation or other termination of the assets of this corporation,
the assets shall be distributed to non-profit and charitable
organizations or institutions as may be designated by the directors,
to be used for purposes similar to those of this corporation.

Section 11. [illegible]
Section 12. [illegible]
Section 13. [illegible]
Section 14. [illegible]
Section 15. [illegible]
Section 16. [illegible]
Section 17. [illegible]
Section 18. [illegible]
Section 19. [illegible]
Section 20. [illegible]
Section 21. [illegible]
Section 22. [illegible]
Section 23. [illegible]
Section 24. [illegible]
Section 25. [illegible]
Section 26. [illegible]
Section 27. [illegible]
Section 28. [illegible]
Section 29. [illegible]
Section 30. [illegible]
Section 31. [illegible]
Section 32. [illegible]
Section 33. [illegible]
Section 34. [illegible]
Section 35. [illegible]
Section 36. [illegible]
Section 37. [illegible]
Section 38. [illegible]
Section 39. [illegible]
Section 40. [illegible]
Section 41. [illegible]
Section 42. [illegible]
Section 43. [illegible]
Section 44. [illegible]
Section 45. [illegible]
Section 46. [illegible]
Section 47. [illegible]
Section 48. [illegible]
Section 49. [illegible]
Section 50. [illegible]

Irving Hosen, we, the undersigned, do subscribe and
acknowledge this Certificate of Incorporation and accordingly
have hereunto set our hands this 18th day of August, 1965.

(Irving Hosen) [Signature]
(Marvin Gold) [Signature]
(Jack Bernstein) [Signature]

STATE OF CONNECTICUT
COUNTY OF NEW HAVEN, SS New Haven, September 11, 1965.

Personally appeared Irving Hosen, Marvin Gold and
Jack Bernstein, and made oath in the truth of the foregoing
certificate by them signed before me.

[Signature]
Commissioner of the Superior Court

NEW HAVEN JEWISH COMMUNITY COUNCIL
HOUSING CORPORATION
A/K/A TOWER ONE

NEW HAVEN JEWISH FEDERATION
HOUSING CORPORATION
A/K/A TOWER EAST

18 TOWER LANE
NEW HAVEN, CONNECTICUT 06519

BY LAWS

ARTICLE I

NAME AND LOCATION OF CORPORATION

Section 1

The name of this Corporation is the New Haven Jewish Community Council Housing Corporation. Its principal office is located at 18 Tower Lane, New Haven, Connecticut, 06519.

ARTICLE II

PURPOSE

Section I

The purpose of this Corporation is to provide rental housing and related services that contribute to the basic needs of elderly persons, on a non-profit basis.

ARTICLE III

MEMBERSHIP

Section I

The Corporation shall have no members.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Number and Eligibility

The affairs of the Corporation shall be governed by a Board of Directors that shall consist of 29 Directors and no more than 5 Honorary Directors who shall, collectively, be broadly representative of community interest and professional experience.

Section 2. Governing Powers

The Board of Directors shall have all of the powers and duties necessary or appropriate for the administration of the affairs of the Corporation and may do all such acts and things not prohibited by law or by the Certificate of Incorporation or by these By-Laws.

Section 3. Election and Term of Office

(a) The 29 directors (as distinguished from the Honorary Directors) shall include 21 At-Large Directors, 3 Federation Directors and 5 Resident Directors (3 Resident Directors from Tower One, and 2 Resident Directors from Tower East.)

(b) Honorary Directors and Special Honorary Directors may be elected at an Annual Meeting of the Board of Directors if nominated by a Nominating Committee that was appointed at least 90 days earlier by the President. The term of an Honorary Director or a Special Honorary Director shall be three years. Unless indicated to the contrary

herein, an Honorary Director shall be treated in all respects as any other director, including the right to vote. Unless indicated to the contrary herein, a Special Honorary Director shall be treated in all respects as any other director except that such a director shall not have the right to vote or to be counted towards a quorum.

(c) All elections shall be by majority vote of those directors present.

All directors shall take office upon their election.

All categories of directors shall serve no more than two full successive terms. However, Special Honorary Directors shall not be limited as to the number of terms. A person serving as an officer or chairperson of a committee of the Board of Directors may be a member of the Board of Directors for two successive terms in addition to the time served in any office or committee chair. No person other than a past president may be a member of the Board of Directors for more than twelve consecutive years. Any member after a lapse of one year following said two consecutive terms may be eligible for nomination to the Board of Directors.

(d) Seven (7) At-Large Directors shall be elected for three-year terms by the Board of Directors at each Annual Meeting. Vacancies in any unexpired term of an At-Large Director shall be filled at the next Annual Meeting by election of additional At-Large Directors for the remaining portion of the unexpired term. A Nominating Committee

appointed by the President shall nominate one or more candidates for each At-Large Director opening prior to the election for that office.

(e) Each Federation Director shall have a one-year term, from Annual Meeting to Annual Meeting. Nomination of up to 3 Federation Directors for each year may be submitted by the New Haven Jewish Federation, Inc. to the Corporation each year prior to the Annual Meeting. If fewer than 3 Federation Directors should be nominated prior to the Annual Meeting, the seats shall remain vacant until the lacking nomination is submitted to the Corporation by the New Haven Jewish Federation, Inc. A Federation appointed director shall not be entitled to serve more than six consecutive one-year terms.

(f) The 5 Resident Directors shall have one-year terms from Annual Meeting to Annual Meeting. Resident Directors from each Tower (i.e. each of Tower One and Tower East) shall be selected to serve on the Corporation's Board of Directors following an election in which each resident shall be entitled to cast such number of votes as there are resident directors within the Tower in which such voting resident resides (i.e. Tower One residents shall be entitled to cast up to three votes for separate candidates for resident director from Tower One and Tower East residents shall be entitled to cast two votes for separate candidates for resident director from Tower East). Those candidates from each Tower receiving the highest number of votes as

there are Resident Director positions available in such Tower shall be seated on the Corporation's Board of Directors. Those residents in each Tower receiving the next highest number of votes shall be designated as alternates in the event that a Resident Director is unable to complete his or her term of office in accordance with Article IV, Section 4(c). Any resident wishing to have his or her name placed on the ballot shall submit a petition, signed by at least twenty residents eligible to vote for such resident in support of such resident's candidacy, to the Corporation's Activity and Occupancy Manager at least 7 days before the date on which elections are held. Each resident shall be entitled to sign petitions for an unlimited number of resident director candidates from such Tower in which the resident resides. Each resident shall vote in person by placing a ballot in a slot in a locked container situated in a centrally located area of the facility. The locked container shall be opened and the ballots shall be counted under the supervision of the Corporation's Secretary. The election of Resident Directors shall be held not less than ten, nor more than 30 days before the Annual Meeting of the Corporation's Board of Directors. Notices to residents concerning deadlines for submitting petitions for candidacy for a position on the corporation's Board of Directors, as well as the election date and election procedures shall be conspicuously posted in designated areas of the facility and otherwise widely disseminated to residents. A Resident

Director shall not be entitled to serve more than six consecutive one-year terms as a director.

Section 4. Vacancies

(a) Vacancies in an At-Large seat for any reason other than the removal of a Director by vote of the Board of Directors shall be filled until the next Annual Meeting by a vote of a majority of the remaining Directors at the next duly called meeting, even though they may constitute less than a quorum. Each person so elected shall be a Director until a successor is elected in accordance with Section 3 (c) and (d).

(b) Vacancies in a Federation seat for any reason shall be filled by the submission of a proper nomination by the Jewish Federation of Greater New Haven to the Corporation. The nominee shall assume his or her position at the start of the next meeting of the Board of Directors.

(c) Vacancies in the Resident component of the Board of Directors caused by any reason shall be filled by the resident of the Tower receiving the next highest number of votes at the most recent annual election of Resident Directors, and who is willing to serve. The nominee shall assume his or her position at the start of the next meeting of the Board of Directors. In the event that there are no other resident candidates to fill the vacancy, the position shall remain vacant until the next annual election.

(d) A vacancy in a Honorary Director's or Special Honorary Director's term shall not be filled.

Section 5. Removal of Directors

(a) Each Director is under a good faith obligation to remain on the Board of Directors only so long as his or her schedule permits the time required to attend to duties as a Director. Any Director absent from three consecutive Board of Directors Meetings and all committee meetings within that time period will be deemed to have resigned from the Board of Directors without any further action of the Board.

(b) At any Annual Meeting or any meeting for which due notice has been given, any Director may be removed with or without cause by a vote of the majority of the entire membership of the Board of Directors. Any Director whose removal has been proposed, shall be given an opportunity to be heard prior to the vote on removal.

(c) If an At-Large Director is removed, a successor may then and there be elected to fill the remainder of the original three-year term. If a Federation Director or a Resident Director is removed, the vacancy may be filled by the respective nominating organization, or procedure as stated above, except that a person so removed may not be nominated as his or her own successor during the period of his or her original term as Director.

Section 6. Conflict of Interest

Any time any matter comes before the board in which any officer or director has any direct or indirect monetary or financial interest such director must disclose the interest and he or she shall remove himself or herself from the

discussion and shall not vote on any motion regarding the matter.

Section 7. Compensation

No compensation shall be paid to Directors or Officers for their services as such. Directors and Officers may be reimbursed for actual expenses incurred by them in the performance of their duties.

Section 8. Insurance

The Corporation shall maintain Officers and Directors insurance.

ARTICLE V

OFFICERS

Section 1. Designation

The principal officers of the Corporation, who shall be directors, shall be a Chair of the Board, Chair of the Board-Elect, who may also be a vice-chair, 3 Vice-chairs, a Secretary, a Treasurer, Assistant Secretary, and Assistant Treasurer, all of whom shall be elected by the Board of Directors.

Section 2. Election of Officers

The officers of the Corporation shall be elected annually from the membership of the Board of Directors at its Annual Meeting. Officers shall serve for a term of one year until their successors are elected and shall qualify. Vacancies occurring in offices shall be filled by the Board of Directors in the same manner as a vacancy in an at-large seat of the Board of Directors (Article IV, Section 4(a)).

The Board of Directors shall appoint such temporary or acting officer as may be necessary during the temporary absence or disability of a regular officer.

Section 3. Number of Terms

An individual may stay in any office for two consecutive terms unless the Board of Directors shall vote to extend the length or number of terms.

Section 4 Vacancies

Except as otherwise provided in these By-laws, in case the office of any director or of the Chair of the Board, Chair of the Board-elect, any Vice-Chair, Secretary, Treasurer or other officer, appointed by the Board becomes vacant due to death, resignation or removal, the vacancy may be filled for the unexpired term by action of the sole remaining directors in office, though such remaining directors are less than a quorum, though the number of directors acting is less than a quorum, and though such a majority is less than a quorum or the required minimum number of approving directors. A vacancy created by an increase in the number of Directorships shall be filled for the unexpired term by action of Directors.

Section 5. Removal

At any Annual Meeting or any meeting for which due notice has been given, any Officer may be removed with or without cause by a vote of the majority of the entire membership of the Board of Directors. Any Officer whose

removal has been proposed shall be given an opportunity to be heard prior to the vote on removal.

Section 6. Chair of the Board

The Chair of the Board shall preside at all meetings of the Board of Directors and shall see that all resolutions and actions adopted by the Board are carried into effect. The Chair of the Board shall be an ex-officio member of all committees of the Board with voting power. The Chair of the Board shall also perform such other duties as may be required by these By-Laws or as may hereafter be delegated by the Board of Directors.

Section 7. Chair of the Board-Elect

The Chair of the Board-Elect shall assist the Chair of the Board in performing the Chair of the Board's duties as and when requested by the Chair of the Board and shall perform such other duties as are delegated to him or her by the Chair of the Board. The Chair of the Board-Elect shall perform the duties of the Chair of the Board in the event of the Chair of the Board's absence or incapacity. Upon the expiration of the Chair of the Board's final term, the Chair of the Board-Elect shall automatically become the nominee for the office of Chair of the Board for a 1-year term subject to election at the annual meeting of members. Any vacancy in the office of the Chair of the Board-Elect with a term of less than one year remaining shall be filled for the unexpired term by the Board of Directors in its discretion from a nominee submitted by the Executive Committee.

Section 8. Vice-Chairs

There shall be 3 Vice-Chairs. Vice-Chair, Budget and Finance; Vice-Chair, Facilities; and Vice-Chair Resident Services. The Vice-Chairs shall also perform such other duties as shall be prescribed by the Chair of the Board or Board of Directors.

Section 9. Secretary

(a) Secretary

The Secretary shall keep the minutes of all meetings of the Board of Directors and of the Executive Committee. The Secretary shall have custody of the seal of the Corporation, and of such other books and records of the Corporation as the Board of Directors may provide. The Secretary shall count the ballots during the annual election of Resident Directors. The Secretary shall perform such other duties as the Board of Directors may prescribe.

(b) Assistant Secretary

In the absence of the Secretary, the Assistant Secretary shall perform the duties required of the Secretary and other duties as prescribed by the Board of Directors.

Section 10. Treasurer

(a) Treasurer

The Treasurer shall have the care and custody of the corporate funds and securities, and shall keep full and accurate account of all receipts and disbursements in books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name of and to the credit

of the Corporation in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render an account of all his or her transactions as Treasurer and of the financial condition of the Corporation whenever called upon to do so.

(b) Assistant Treasurer

In the absence of the Treasurer, the Assistant Treasurer shall perform the duties required of the Treasurer and such other duties as prescribed by the Board of Directors.

ARTICLE VI

PRESIDENT/CEO

Section I

The Board of Directors shall employ a President/CEO, to be the chief executive and administrative officer of the organization. Said President/CEO shall be properly qualified.

The Board of Directors shall from time-to-time, fix the amount and form of compensation for said President/CEO and shall set forth duties and authorities.

The President/CEO shall be directly responsible to the Board of Directors for the operation of the organization, and, for the carrying out of the policies and programs duly authorized by the Board of Directors.

The President/CEO shall appoint and dismiss staff in conformity with the policies and procedures adopted, and the appropriations authorized by the Board of Directors.

The President/CEO shall attend all meetings of the Board of Directors, and shall report on his or her activities, the activities of the organization, and any special problems encountered in the administration thereof.

He or she shall be a member, ex-officio, of all committees of the organization, except the Nominating Committee.

ARTICLE VII

COMMITTEES

Section 1. Executive Committee

The Executive Committee shall consist of the Chair of the Board, Chair-Elect, Vice-Chair, Budget and Finance, Vice-Chair, Facilities, Vice-Chair, Resident Services, Secretary, Treasurer, and Immediate Past-Chair of the Board, and no more than five (5) additional members of the Board of Directors who may be designated by the President. Any member of the Executive Committee who is not also an officer may be removed by the Chair of the Board by written notice to said member. The Executive Committee shall have a maximum of 13 members.

Section 2. Powers of the Executive Committee

During the intervals between meetings of the Board of Directors, and subject to such limitations as may be provided by law, The Corporation's Certificate of

Incorporation, these By-Laws, or by resolution of the Board of Directors, the Executive Committee shall have and may exercise all the authority of the Board of Directors. The Executive Committee shall make a full report of all actions which it has taken to the next meeting of the Board of Directors, which actions may be reviewed by the Board of Directors.

Section 3. Meetings of the Executive Committee

Meetings of the Executive Committee may be held at such time and place as may be from time-to-time determined by the Executive Committee upon the giving of notice personally, or in writing, at least one (1) day prior to the date of the meeting. Presence of at least three-fourths of the members at a meeting shall constitute a waiver of notice.

Section 4. Quorum of the Executive Committee

A quorum shall be 5 members of the Executive Committee.

Section 5. Standing Committees

The Chair of the Board shall appoint a Nominating Committee and appoint other such committees as he or she deems appropriate.

Section 6. Ad Hoc Committees

The Chair of the Board may from time-to-time appoint such Ad-hoc committees as he or she deems appropriate.

ARTICLE VIII

MEETINGS

Section 1. Place of Meetings

Meetings of the Board of Directors shall be held at the principal office or place of business of the Corporation or at such other suitable place as may be designated by the Chair of the Board.

Section 2. Annual Meetings

Annual Meetings shall be held on the second Wednesday of October of each year, except that if such a day is a legal holiday the meeting shall be held on the following business day. The Chair of the Board may postpone the date of the Annual Meeting to a date not more than 30 days thereafter. Elections of Directors shall be held at Annual Meetings in accordance with Article IV, Section 3, and the Board of Directors may transact such other business of the Corporation as may properly come before it.

Section 3. Regular Meetings

Regular meetings of the Board of Directors may be held at such time and place as shall be determined by the President, but at least 5 meetings shall be held during each fiscal year.

Section 4. Notice of Meetings

(a) The Secretary shall give a notice of the Annual Meeting by mail or facsimile setting forth the time and

place where it is to be held, to each Director at his or her address or facsimile number as it appears in the records of the Corporation or, if no such address or number appears, at his or her last known place of address, at least 7 but not more than 30 days prior to such meeting. The delivery of notices in these manners shall be considered notice served.

(b) The Secretary shall give written notice of each regular meeting to each Director to be received at least 3 days prior to the day named for such meeting.

Section 5. Special Meetings

The Chair of the Board may call a special meeting of the Board of Directors upon written notice by mail or facsimile to be received by each Director at least 3 days prior to the day named for such meeting. The notice shall state the time, place and purpose of the meeting. A special meeting of the Board of Directors shall be called by the Chair of the Board or Secretary in like manner and on like notice on the written request of at least seven Directors to the President.

Section 6. Waiver of Notice

Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be a waiver of notice by him or her of the time and place thereof. If two-thirds of the Directors are present at any meeting of the Board, no notice shall be

required and any business may be transacted at such meeting. To the extent permitted by law, any lawful action of the Board of Directors may be taken without a meeting if written consent to such action is signed by all members of the Directors and filed with the minutes of the Board.

Section 7. Quorum

At all meetings of the Board of Directors, a majority of the total number of Directors, present in person or by proxy shall constitute a quorum. In the event that a quorum is not present any business conducted at such a meeting may be ratified upon motion at the next meeting at which a quorum is present.

Section 8. Order of Business

(a) Except as otherwise provided by law or in these By-Laws, the order of business at meetings shall be according to Roberts' Rules of Order.

Section 9. Voting

(a) At every meeting of the Board of Directors, each Director present, in person, or by proxy, shall have the right to cast one vote on each question or motion. The vote of the majority of those present, in person, or by proxy, shall decide any question or motion brought before such meeting, unless the question or motion is one upon which, by law, the Certificate of Incorporation, or these By-Laws, a different vote is required, in which case such express provision shall govern and control.

(b) Every Director may authorize another Director to act for him or her by proxy in all matters, including waiving notice of any meeting, voting or participating in a meeting, or expressing consent or dissent without a meeting. Every proxy shall be signed and dated by the Director or his or her attorney-in-fact and shall be revocable at the pleasure of the Director executing it, except as otherwise provided by law. Except as otherwise provided by law, no proxy shall be voted after the expiration of three months from its date.

ARTICLE IX

AMENDMENTS

Section 1.

Except as otherwise required by law, these By-Laws may be amended at any regular meeting of the Board of Directors or at any special meeting called for that purpose, provided that written notice of the proposed amendment(s) shall have been given by mail or facsimile transmission at least ten (10) days prior to such meeting. Such amendment(s) shall require an affirmative vote of two-thirds of the members of the Board of Directors. Such vote shall be taken at a duly constituted meeting of the Board of Directors. No amendment shall be made which conflicts with the Certificate of Incorporation or the Regulatory Agreement.

ARTICLE X
CORPORATE SEAL

Section 1.

The Board of Directors shall provide a suitable corporate seal containing the name of the Corporation, which seal shall be in charge of the Secretary. If so directed by the Board of Directors, a duplicate of the seal may be kept and used by the Treasurer, or any Assistant Secretary or Assistant Treasurer.

ARTICLE XI
FISCAL MANAGEMENT

Section 1. Fiscal Year

The fiscal year of the Corporation shall begin on the first day of July of every year, except that the first fiscal year of the Corporation shall begin at the date of incorporation. The commencement date of the fiscal year herein established shall be subject to change by the Board of Directors.

Section 2. Books and Accounts

Books and accounts of the Corporation shall be kept under the direction of the Treasurer of the Corporation in accordance with all obligations of the Corporation.

Section 3. Auditing and Reports

At the close of each fiscal year, the books and records of the Corporation shall be audited in accordance with all obligations of the Corporation. The Chair of the Board of the Corporation shall cause to be prepared annually a full

and correct statement of the affairs of the Corporation, including a balance sheet and financial statement of operations for the preceding fiscal year, which shall be presented to the Board of Directors and filed with the Secretary of the Corporation.

Section 4. Execution of Corporate Documents

All notes and contracts shall be executed on behalf of the Corporation by either the Chair of the Board or Chair of the Board-Elect and attested by the Secretary or Treasurer. When deemed necessary by the Chair of the Board, prior authorization of the Board of Directors shall be obtained to execute such notes and contracts.

Section 5. Fidelity Bonds

All officers and employees of the Corporation having custody or control of Corporate funds shall furnish adequate fidelity bonds. The premiums on such bonds shall be paid by the Corporation.

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