

AMENDMENT #1
GRANT AGREEMENT FOR ACQUISITION OF PROPERTY BEHIND
FORMER ST. JEAN'S CHURCH

This AMENDMENT made as of August 22, 2001 by and between CASCAP, Inc., a non-profit organization having a usual place of business located at 678 Massachusetts Avenue, Cambridge, MA 02139 (hereinafter "CASCAP" or the "Grantee") and the City of Newton, a corporation organized and existing under the laws of the Commonwealth of Massachusetts, acting by and through its Director of Planning and Development or his designated staff, but without personal liability to him, (hereinafter the "City"), collectively, the "parties".

Witnesseth:

- 1) **Attachment A.** Attachment A: Scope of Services, is changed by deleting the existing and inserting the attached Attachment A: Scope of Services (Amendment 1) in its place.
- 2) **Attachment B.** Attachment B: Compensation & Budget is changed by deleting paragraph 1 Project Budget and replacing it with the following :

1. Project Budget (Amendment 1)

The CITY hereby agrees to provide Community Development Block Grant funds to the GRANTEE in the amount of **eight hundred thousand dollars (\$800,000)** in the form of a grant, said amount to be subject to the terms of this Agreement.

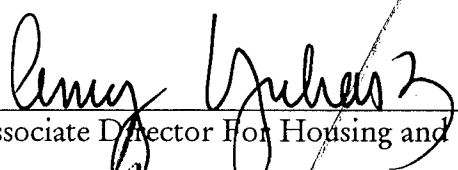
- 3) All other provisions of said Agreement not amended remain in full force.

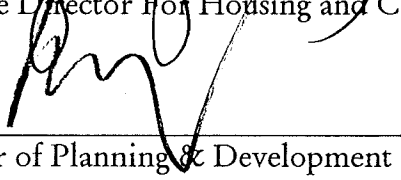
IN WITNESS WHEREOF the parties hereto have executed this Agreement in five sets as of the day first written above effective when executed by His Honor the Mayor in the City of Newton, Middlesex County, Massachusetts.

GRANTEE: CASCAP, Inc.


BY: 
Executive Director

CITY OF NEWTON:
Reviewed and Authorized

BY: 
Associate Director For Housing and Community Development

BY: 
Director of Planning & Development

I certify that additional funds are available within Acct. #15G114C5336 in the amount of \$100,000.00 for this Agreement per HUD letter of Credit No. 8600B030, Grant No. B99-MC-25-0019 in the amount of \$2,627,000.

BY: 
Comptroller of Accounts

Approved as to legal form and character

BY: 
Assistant City Solicitor

CONTRACT APPROVED

BY: _____ / _____
Mayor Date

**ATTACHMENT A
SCOPE OF SERVICES
(Amendment 1)**

1. General

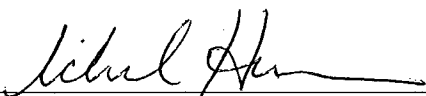
The Contractor shall use funds from this agreement to acquire approximately 33,000 square feet of land behind the former St. Jean's Church on Watertown Street in Nonantum for the purpose of developing 35 units of elder housing utilizing HUD Section 202 funds. This grant is conditioned upon the Grantee's acceptance of the following conditions:

1. The Grantee shall use the Grant funds to purchase the property at the rear of 245 Watertown Street of approximately 33,000 square feet (the "Property"). If the Grantee is unable to secure site control on or before January 1, 2002, the Grant shall be canceled.
2. The Grantee shall apply for funding in the 2000 funding round from the U.S Department of Housing and Urban Development for a Section 202 elderly housing development.
3. In the event the Grantee is not successful in obtaining HUD 202 funding in the year 2000, or is for any reason at any time during the project unable to continue on the project to bring it to completion, the Grantee shall promptly assign its interest in the Property to the City of Newton or its designee.
4. From HUD 202 Fund Reservation until Initial Occupancy of the completed development, CASCAP, Inc. shall be the sole sponsor of the project and shall retain control of the development process.
5. CASCAP, Inc. shall be entitled to a reasonable developer fee to be paid solely from the proceeds of the development and consistent with state and federal standards for developer fee.
6. The Grantee shall appoint an advisory committee consisting of Newton residents acceptable to the City to offer advice to CASCAP in developing elderly housing on the Property.
7. The Grantee shall convey control of the entity that owns the Property to the advisory committee upon initial occupancy of the completed development.
8. Purchase and sale and closing documents shall be submitted to the City for review and approval prior to their execution.

SCHEDULE G (Amendment 1)

ATTESTATION CLAUSE

Pursuant to Massachusetts General Laws Chapter 62C Section 49A, I certify under the penalties of perjury that I, to my best knowledge and belief, have filed all Massachusetts tax returns and paid all Massachusetts taxes required under law. *



Signature

CASCAP Inc.

Name of Contractor

Social Security Number
or Federal Identification Number

09/06/01

Date

*Legislation enacted by the Commonwealth of Massachusetts, effective July 1, 1983, requires that the above Attestation be signed by all contractors doing business with municipalities.

CLERK'S CERTIFICATE

The undersigned, being the duly elected Clerk of CASCAP, Inc., (the "Corporation"), hereby certifies that the following votes have been duly adopted by unanimous consent of the directors of the Corporation in accordance with the By-Laws of the Corporation. Consents from each of the directors of the Corporation are on file with the records of the Corporation to adopt the following votes:

VOTED: That the Corporation approves of the borrowing of up to \$50,000.00 from the Massachusetts Housing Partnership Fund Board ("MHP") upon the terms and conditions of MHP's commitment letter dated June 4, 2001, all to meet pre-development expenses related to the development of 35 units of rental housing for low-income elders to be located at 243-245 Watertown Street, Newton, MA.

VOTED: That the Corporation approves of the acquisition of the vacant parcel of land containing approximately 30,500 square feet located in the rear of 243-245 Watertown Street, Newton, MA, all upon the terms and conditions of a Purchase and Sale Agreement between the Corporation and the Roman Catholic Archbishop of Boston, a corporation sole (the "Archdiocese") dated May 17, 2000 as amended by amendments dated May 18, 2000, December 29, 2000 and September 24, 2001.

VOTED: That the Corporation approves of the acceptance of a grant of up to \$800,000.00 from the City of Newton, MA upon the terms and conditions of the City's commitment letter to the Corporation as amended, a copy of which is on file with the records of the Corporation, all to meet the acquisition price of the land referred to in the foregoing vote.

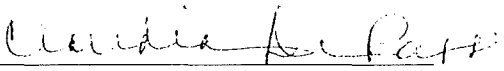
VOTED: That any of the following officers, to wit, Thomas Sadtler, President; Patricia Giulino, Vice President; Hilma Unterberger, Vice President; Douglas Muir, Treasurer; or Michael Haran, Executive Director, be and hereby are authorized and directed in the name and on behalf of the Corporation, under its corporate seal affixed if requested or required, (a) to sign, seal, execute, acknowledge and deliver loan documents, and such other or like instruments, documents, notices and certifications in connection with, arising out of, in confirmation of or in furtherance of the transactions authorized by the foregoing votes, all in such form and containing such terms, provisions and conditions as may be necessary and proper to effectuate the purchase, financing and development of the land referred to in the foregoing votes; (b) to sign, acknowledge and deliver such documents and/or certificates as may be necessary to complete the purchase, financing and development of the foregoing premises.

VOTED: That the foregoing persons be and they are hereby authorized and directed in the name and on behalf of the Corporation to sign, seal and deliver such other contracts, agreements, applications and other instruments of every nature, which may be necessary or proper to consummate the transactions authorized by the foregoing votes.

VOTED: That the signature of any of the foregoing persons shall be conclusive evidence of the approval of the form, of all of the terms, provisions, conditions and of the signing, execution, ensealing and delivery thereof for, in the name of, and on behalf of the Corporation.

I further certify that the foregoing votes have not been rescinded or modified and remain in full force and effect.

Dated at Cambridge, Massachusetts this ___5th___ day of October, 2001



Claudia De Pass, Assistant Clerk

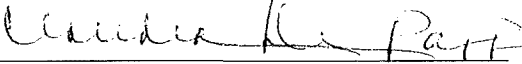
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Attachment F (Amendment 1)
Certificate of Authority and List of Officers

At a meeting of the Board of Directors of CASCAP, Inc. on *November 3, 1998, at which a majority of the Directors were present, it was voted that Michael Haran be and hereby is authorized to execute contracts and bonds in the name and on behalf of said Corporation, and affix its corporate seal thereto; and the execution of any contract or obligation in this Corporation's name and on its behalf by such officer shall be valid and binding upon this corporation.

*This date must be **on or before**
the date of the contract


Attest:



Claudia De Pass, Assistant Clerk

Place of business: CASCAP, Inc.
678 Massachusetts Ave.
Cambridge, MA 02139

I hereby certify that the above vote has not been amended or rescinded and remains in full force and effect as of this date **September 11, 2001.**



Claudia De Pass, Assistant Clerk

CASCAP, INC.
CLERK'S CERTIFICATE

I, Claudia De Pass, hereby certify that the attached hereto is a true copy of votes taken at a meeting on November 3, 1998 of the Board of Directors of CASCAP, Inc. (the "Corporation"), in accordance with its By-laws, which a majority of the Directors attended and were present throughout; that I am duly elected and serving as assistant clerk of said Corporation; that the aforesaid votes have not been amended, modified or revoked and remain in full force and effect at the date hereof.

WHEREAS: The Board of Directors of CASCAP, Inc. (the "Corporation") convened a meeting and voted to amend the By-laws to allow one signature only pertaining to all corporate documents. The signature would be that of the executive director, Michael Haran.



Claudia De Pass, Assistant Clerk

Dated:

9/17/01

Board of Directors

Serving as a Member Since:

Thomas Sadtler, President	1977
Douglas Muir, Treasurer	1973
Patricia Giulino, Vice-President	1977
Hilma Unterberger, Vice-President	1989
Nanette Glenny, Clerk	1988
Betsey Eltonhead, Member	1987
Howard Friedman, Member	1985
Cindy Starks, Member	2001

ACORD CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YY)
10/19/2001

PRODUCER (508)655-0522 FAX (508)655-8853
Carlin Insurance
 233 West Central Street
 Natick, MA 01760

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

INSURERS AFFORDING COVERAGE

INSURED **CASCAP, Inc.**
 678 Massachusetts Ave
 Cambridge, MA 02139

INSURER A: **The CNA Companies**
 INSURER B: **Eastern Casualty**
 INSURER C:
 INSURER D:
 INSURER E:

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS
A	GENERAL LIABILITY	HSF1095868891	07/01/2001	07/01/2002	EACH OCCURRENCE \$ 1,000,000
	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY				FIRE DAMAGE (Any one fire) \$ 100,000
	<input type="checkbox"/> CLAIMS MADE <input checked="" type="checkbox"/> OCCUR				MED EXP (Any one person) \$ 15,000
					PERSONAL & ADV INJURY \$ 1,000,000
					GENERAL AGGREGATE \$ 3,000,000
					PRODUCTS - COMP/OP AGG \$ 3,000,000
					GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC
A	AUTOMOBILE LIABILITY	SAP1095876473	07/01/2001	07/01/2002	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000
	<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per person) \$
	<input type="checkbox"/> ALL OWNED AUTOS				BODILY INJURY (Per accident) \$
	<input checked="" type="checkbox"/> SCHEDULED AUTOS				PROPERTY DAMAGE (Per accident) \$
	<input checked="" type="checkbox"/> HIRED AUTOS				
<input checked="" type="checkbox"/> NON-OWNED AUTOS					
	GARAGE LIABILITY				AUTO ONLY - EA ACCIDENT \$
	<input type="checkbox"/> ANY AUTO				OTHER THAN EA ACC AGG \$
A	EXCESS LIABILITY	HSF1095868891	07/01/2001	07/01/2002	EACH OCCURRENCE \$ 1,000,000
	<input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE				AGGREGATE \$ 1,000,000
	<input type="checkbox"/> DEDUCTIBLE				
	<input type="checkbox"/> RETENTION \$				
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY	WC93601010	07/01/2001	07/01/2002	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTH-ER
					E.L. EACH ACCIDENT \$ 500,000
					E.L. DISEASE - EA EMPLOYEE \$ 500,000
					E.L. DISEASE - POLICY LIMIT \$ 500,000
	OTHER				

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/EXCLUSIONS ADDED BY ENDORSEMENT/SPECIAL PROVISIONS

CERTIFICATE HOLDER

ADDITIONAL INSURED; INSURER LETTER:

CANCELLATION

Newton City Hall
 Att: Eileen McGettigan
 Law Dept.
 1000 Commonwealth Ave.
 Newton, MA 02459

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

Rosemary Fulham

Rosemary Fulham