

New Mexico Housing Trust Fund Loan Awards Notice of Funding Availability (NOFA) and Application Guidelines

Introduction and Background

During the 2005 legislative session the New Mexico Housing Trust Fund Act (“the Act”) was passed with unanimous support by the State’s Senate and House of Representatives. \$10 million was appropriated from the State capital outlay fund to provide initial capital for the Housing Trust Fund (“NMHTF”), with an additional \$17 million appropriated during the 2006, 2007, 2008, 2012, 2013, 2014, 2019, 2020 and 2021 legislative sessions. In November 2006, Constitutional Amendment 4 passed and its enabling legislation, the Affordable Housing Act, was amended, allowing state funds to be used to finance land and building acquisition in addition to providing or paying for the costs of infrastructure. In April 2021, the NMHTF Act was amended to expand the purpose of the program to include both the production and preservation of affordable housing.

The New Mexico Mortgage Finance Authority (“MFA”) is a governmental instrumentality separate and apart from the state, created by the New Mexico Mortgage Finance Authority Act for the purpose of financing affordable housing for low- and moderate-income New Mexico residents. The New Mexico Housing Trust Fund Act designates MFA as the administrator and trustee of the NMHTF. MFA’s Board of Directors approved the Housing Trust Fund Act Rules on September 28, 2005, and as amended on September 19, 2007, and again on May 19, 2021.

The purpose of the NMHTF is to provide flexible funding for housing initiatives in order to produce and preserve significant housing investment in the state. The Act requires that funds be awarded on a competitive basis or based on need, and that the application process encourage applicants to develop solutions that are responsive to local needs and are consistent with sound housing policy. The NMHTF may be used to finance in whole or in part projects that will provide affordable housing primarily for persons or households of low- or moderate-income.

Contact Person

Applicants are encouraged to direct questions regarding the New Mexico Housing Trust Fund Notice of Funding Availability (“NOFA”) and Funding Application Guidelines to:

Tim Martinez
New Mexico Mortgage Finance Authority
344 Fourth Street SW
Albuquerque, NM 87102
Phone: (505) 767-2258 or toll-free statewide (800) 444-6880
E-mail: tmartinez@housingnm.org

TTY/Voice: 711, or if no answer
1-800-659-8331 (English) OR 1-800-327-1857 (Spanish)

Application Submission and Due Date

Applications must be received no later than 60 days prior to a regularly scheduled meeting of the MFA Board of Directors in order to be considered at that meeting. Meetings of the MFA Board of Directors are generally held every third Wednesday of the month. With the exception of applications submitted for consideration with applications for 9% Low Income Housing Tax Credits (LIHTC), all applications submitted by the deadline for a particular meeting of the MFA Board of

Directors will be treated as one funding round and evaluated concurrently. Applications submitted with LIHTC applications will follow the approval process found in the then-current State of New Mexico Housing Tax Credit Qualified Allocation Plan (QAP) and will generally be heard at the MFA Board of Directors meeting with the accompanying 9% LIHTC application. The QAP may be downloaded from MFA's website at <https://www.housingnm.org/developers/lihtc>. Applications which were submitted for a prior funding round, but which are still pending, will be given priority over new applications. If sufficient funds are not available to fund all projects in a funding round that meet the requirements outlined in this NOFA, the project receiving the highest score will be recommended to the Board for approval, followed by the next highest scoring project, etc. until the remaining funds are no longer sufficient to fulfill the next highest scoring project's requested loan amount. The required application forms will be provided electronically and may be downloaded from MFA's website at: <https://housingnm.org/developers/rental/new-mexico-housing-trust-fund>.

Applications must be submitted either electronically through MFA's file sharing site (see below) or as hard copies. Hard copy applications shall be submitted in file folders marked "New Mexico Housing Trust Fund Loan Application" as instructed on MFA's website and may be delivered by U.S. mail, by courier service or by hand* to the following address:

MFA
Attn: Tim Martinez, Development Loan Manager
344 Fourth St. SW
Albuquerque, NM 87102

*All in person deliveries must call the main line at (505) 843-6880 to schedule a time for the drop off.

Electronic applications must be uploaded to MFA's file sharing site:
<https://local.housingnm.org/FileTransferHD/>

Use of Electronic Versions of this NOFA

This NOFA is being made available by electronic means. If accepted by such means, the applicant acknowledges and accepts full responsibility to ensure that no changes are made to the NOFA. In the event of a conflict between a version of the NOFA in the applicant's possession and the version maintained by MFA, the version maintained by MFA shall govern.

Eligible Applicants

Eligible applicants include non-profit organizations, for-profit organizations, governmental housing agencies, regional housing authorities, governmental entities, governmental instrumentalities, tribal governments, tribal housing agencies, builders, corporations, limited liability companies, partnerships, joint ventures, syndicates, associations, or other entities that can assume contractual liability and legal responsibility by executing one or more written agreements entered into with MFA.

To be eligible to receive Housing Trust Fund assistance, an applicant shall:

- Be organized under state, local, or tribal laws and provide proof of such organization and that the applicant is in good standing, as applicable;

- Have a functioning accounting system that is operated in accordance with generally accepted accounting principles or has designated an entity that will maintain such an accounting system consistent with generally accepted accounting principles;
- Have (a) no significant financial audit findings, and (b) no significant outstanding or unresolved monitoring findings from any governmental entity, or from MFA as Trustee or otherwise; or if it has any such findings, it has a certified letter from the governmental entity, MFA as Trustee or otherwise, stating that the findings are in the process of being resolved;
- Not have been suspended, debarred or otherwise restricted by any department or agency of the Federal Government or any State government from doing business with such department or agency because of misconduct or alleged misconduct;
- Have among its purposes significant activities related to providing housing or services to persons of low- or moderate-income; and
- Not have defaulted on any obligation covered by a surety or performance bond.

If a non-profit organization, an applicant shall:

- Have a primary mission to provide housing or housing related services to persons of low- or moderate- income;
- Provide proof of its 501(c)(3) tax status;
- Provide proof that it is in compliance with the Charitable Solicitations Act NMSA 1978, §57-22-1, et seq. and with the filing requirements by the New Mexico Attorney General's Office under that Act; and
- Have no part of its net earnings inuring to the benefit of any member, founder, contributor or individual.

Eligible Activities

Subject to applicable law, the NMHTF may be used to assist in financing a wide range of activities to provide affordable housing, including costs of infrastructure necessary to support and preserve affordable housing. MFA encourages contact and inquiries from potential applicants prior to and during application preparation to help assure that proposed activities are eligible. Eligible activities may include, but are not limited to:

Homeownership

- New construction or acquisition, rehabilitation, and resale of single family homes including manufactured housing.
- Home rehabilitation and maintenance, or repair of existing owner-occupied housing.
- Emergency home repair of existing owner-occupied housing.

Rental Housing

- New construction or acquisition/rehabilitation of permanent rental housing.

Special Needs Housing

- New construction or acquisition/rehabilitation of housing for special needs populations including, but not limited to, transitional, group or congregate housing, and temporary housing for the homeless.

Eligible Expenses

Subject to applicable law, NMHTF financing may be used only for reasonable and customary costs that are directly attributable and traceable to the development, acquisition, construction, rehabilitation, and/or preservation of affordable housing projects. Eligible expenses include, but are not limited to, those related to the construction or rehabilitation of modest living quarters/community spaces and basic durable household furnishings (i.e. stoves, refrigerators, & dishwashers) but not electronics, equipment or luxury (i.e. non-essential) goods.

Beneficiary Income Limits and Other Requirements

Beneficiaries or occupants of housing financed in whole or in part by the NMHTF must have incomes at or below the following limits, which the applicant shall be required to verify. The income limits and requirements vary depending on the type of housing provided.

Owner-Occupied Housing - Beneficiary households residing in units financed with NMHTF monies must have incomes at or below 80% of area median income (AMI) adjusted for household size as determined by HUD. The home must be owned and occupied by the household as a principal residence. Title to the property must be held as fee simple or a 99-year leasehold. Homes located on Tribal Land may have a 50-year lease or alternative acceptable to MFA.

Workforce Housing - Workforce housing is defined as housing, owner-occupied or rental, for which there is a direct and demonstrable link between the availability of such housing and the ability of the locality to attract or retain essential service providers or those workers that are required to maintain and/or develop a viable local economy. Applicants must identify specific salary ranges earned by the beneficiaries to whom the workforce housing is targeted. Beneficiary eligibility of the households residing in units financed with NMHTF monies will be based primarily on employment with the participating employer. Although there is no prescribed income eligibility guideline for this activity; applications will be reviewed to ensure consistency with the purposes and intent of the Act. MFA policy sets the maximum household income eligible for assistance at 120% of AMI.

Rental Housing - Beneficiary households residing in units financed with NMHTF monies must initially have incomes at or below 60% of AMI adjusted for household size as determined by HUD. Rent rates for households residing in units financed with NMHTF monies will be rent-restricted. A unit is deemed "rent-restricted", when the maximum rent for such unit will not exceed 30 percent of the maximum annual income allowable for persons or households occupying such unit. If persons or households occupying such rent-restricted units pay for their own utilities, the maximum tenant-paid rent will equal the amount, reduced by the amount of the local utility costs approved by Lender. If a unit receives Federal or State project-based rental subsidy and the household pays as a contribution toward rent not more than 30 percent of the household's adjusted income, then the maximum rent (i.e. tenant contribution plus project-based rental subsidy) is the rent allowable under the Federal or State project-based rental subsidy program. Additionally, MFA requires that 60% of all rental units be for households earning no more than 120% of AMI.

Affordability Period

The NMHTF is designed to assist housing that will remain affordable on a long-term or permanent basis. MFA shall establish a required affordability period, which, as long as funding for the NMHTF

is provided by state funds, shall be in accordance with Section 5.7 E of the Affordable Housing Act Rules, a copy of which can be obtained on MFA's website. These rules require minimum affordability periods of up to 20 years, depending on the total amount of NMHTF funds awarded, during which the housing units must only be occupied by low-income or moderate-income households. Additionally, for multifamily rental projects, MFA may require an extended affordability period to match the duration of the loan term. For single family for-sale homes, the Act required deed restrictions ensuring that the unit can only be sold to qualifying individuals during the affordability period (minimum 5 years).

Housing Standards

All housing receiving NMHTF financing must meet housing standards prior to occupancy (or after completion for rehabilitation) and throughout the affordability period. Standards vary depending on the type of housing (owner-occupied, rental, special needs, *etc.*) and the type of activity. Standards must be met for both the type of housing and the type of activity which includes meeting all state and local code requirements, federal fair housing requirements, ADA, Model Energy codes as applicable and MFA's then-current design standards.

Owner-Occupied Housing - The maximum purchase prices for newly constructed or acquired units and after rehabilitation value limits may not exceed 95% of HUD median purchase price for the county in which it is located. See the following HUD website: <https://www.hudexchange.info/resource/2312/home-maximum-purchase-price-after-rehab-value/>.

Funding Terms and Conditions

All awards shall be subject to the availability of funds and applicable law. MFA will allocate only the minimum amount of funds that it determines to be necessary for the financial feasibility of a project and its viability throughout the affordability period. Applications will be underwritten and awards structured to ensure that NMHTF funds will be repaid. Principles of sound underwriting and risk management will be applied when reviewing all applications.

All NMHTF financing will be in the form of loans, which may be for interim and/or permanent financing. The terms and conditions for each loan will be based on the financing needs of each project or activity. Loan terms and conditions may range from no interest, deferred payment loans to revolving line of credit loans to loans with near-market interest rates and terms. Staff will post current underwriting guidelines on MFA's website.

All loans will be secured by mortgages and/or other appropriate liens. The recording of Land Use Restriction Agreements (LURAs) will be required for all loans. LURAs shall remain in place throughout the required affordability period regardless of the status of the loan or changes in ownership, unless equal or more restrictive restrictions are in place from other funding sources or imposed through permanent affordability mechanisms such as deed restrictions or land trusts.

Funding Limits and Restrictions

Awards of NMHTF funds are contingent on sufficient appropriations and authorization being made by the state of New Mexico and are further subject to applicable law. If these are not available any loan or other agreement between MFA and any successful, eligible applicant shall terminate upon written notice being given by MFA to the applicant. MFA's decision as to whether sufficient appropriations are available or whether NMHTF assistance may be awarded subject to applicable law shall be accepted by any applicant and shall be final.

Maximum Funding Amount - There is no cap on funding amounts. However, MFA, in its discretion, may set limits on the amount of NMHTF funding to be awarded per application, per NOFA, per quarter, per year, or otherwise. See MFA's website at <https://housingnm.org/developers/nm-housing-trust-fund> for current limits.

Underwriting Guidelines - Refer to MFA's Universal Multifamily Initial Underwriting Supplement for all applicable NMHTF loan underwriting guidelines.

Evaluation of Applications and Documentation

Subject to applicable law, the Housing Trust Fund Act Rules, the Affordable Housing Act Rules, and the MFA Rules and Regulations, applications will be evaluated by MFA staff using the criteria listed below and by the New Mexico Housing Trust Fund Advisory Committee, with final selection to be made by MFA's Board of Directors.

Staff may contact applicants for clarification of information provided. In the event of a tie score, staff will recommend approval based on the income level of households served (i.e. the lower the average AMI percentage, the higher the weight), financial need, lowest per square foot building cost and other factors as determined by staff. MFA shall enter into loan agreements and related agreements with the applicants whose applications are deemed to be most advantageous to the achieving the goals of the NMHTF. The loan and related agreements shall include provisions for adequate security against the loss of NMHTF funds in the event that a successful applicant abandons or otherwise fails to complete a project and further shall include remedies and default provisions in the event of the unsatisfactory performance by the successful applicant.

Threshold Requirements

To be considered for funding, an applicant must first demonstrate that it meets each of the following threshold criteria:

1. The application is complete and legible, including all schedules and attachments, and is submitted by the application deadline.
2. The application complies with all applicable requirements established in these Guidelines and NOFA.
3. The applicant provides sufficient evidence of its ability to undertake and complete the proposal in the areas of financing, acquiring, rehabilitating, developing, and/or managing an affordable housing project.
4. The application provides sufficient evidence that the proposed project is financially and technically feasible and includes a proposed budget and performance schedule for the proposed project.

Applications that do not meet all of the threshold requirements will not receive further consideration for funding and will be returned to the applicant.

Ranking Criteria

Applicants will be scored based on the criteria in Exhibit A "Application Ranking Criteria". Applications must score at least 57 out of 112 possible points otherwise the application will be rejected.

Application Format and Instructions to Applicants

All proposals must include the items requested in the application checklist on MFA's website located at <https://housingnm.org/developers/nm-housing-trust-fund>. The checklist includes, but is not limited to, such items as application, schedules, resumes, audits, narrative, certifications, and disclosures.

Incurred Expenses

MFA shall not be responsible for any expenses incurred by an applicant in applying for NMHTF funding. All costs incurred by an applicant in the preparation, transmittal or presentation of any application or material submitted in response to this NOFA will be borne solely by the applicant.

Award Notice

MFA shall provide written notice of the award to all applicants within 15 days of the date of the award. The award shall be contingent upon signing final loan documents.

Application Confidentiality

Prior to the application deadline, MFA encourages inquiries and contacts with its Contact Person from potential applicants regarding the NOFA or sound housing project policies and procedures. MFA shall not disclose any information regarding a proposed application provided during such inquiries and contacts to any third party, except as may be required under MFA's Request to Inspect Documents policy. After the application deadline and until awards are made and notice given to all applicants, MFA will not disclose the contents of any application or discuss the contents of any proposal with an applicant or potential applicant, so as to make the contents of any offer available to competing or potential applicants, except as may be required under MFA's Request to Inspect Documents policy.

After awards have been made and notice given to all applicants, all applications shall be available and open to the public for review.

Irregularities in Applications

MFA may waive technical irregularities in the form of proposal of any applicant selected for award which do not alter the price, quality or quantity of the services offered. Note especially that the date and time of application submission as indicated herein under "Application Submission and Due Date" cannot be waived under any circumstances.

Responsibility of Applicants

If an applicant who otherwise would have been awarded funds is found not to be a responsible applicant, a determination setting forth the basis of the finding shall be prepared, and the applicant disqualified from receiving the award.

A responsible applicant means an applicant who submits an application that conforms in all material respects to the requirements of this NOFA and the NMHTF application and who has furnished, when required, information and data to prove that the applicant's financial resources, production or service facilities, personnel, service reputation and experience are adequate to make satisfactory delivery of the services described in this NOFA.

Protest

Any applicant who is aggrieved in connection with this NOFA or the award of a loan agreement pursuant to the NMHTF application process may protest to MFA. The protest must be written and addressed to the Contact Person. The protest must be delivered to MFA within 5 business days after the notice of award or decline. Upon the timely filing of a protest, the Contact Person shall give notice of the protest to all applicants who appear to have a substantial and reasonable prospect of being affected by the outcome of the protest. The applicants receiving notice may file responses to the protest within 5 business days of notice of protest. A committee appointed by MFA's Board Chair shall review the protest and responses to the protest and shall make a recommendation to MFA's Board of Directors regarding the disposition of the protest.

MFA's Board of Directors shall make a final determination regarding the disposition of the protest. Applicants or their representatives shall not communicate with MFA's Board of Directors, the committee or staff members regarding any proposal under consideration, except when specifically permitted to present testimony to the committee of MFA's Board of Directors. A proposal will be deemed ineligible if the applicant or any person or entity acting on behalf of applicant attempts to influence members of MFA's Board of Directors, the committee or staff members during any portion of the review process, or does not follow the prescribed Application and Protest process.

Third-Party Code of Conduct

Applicant shall conduct themselves in a manner consistent with MFA's Third-Party Code of Conduct which is attached hereto as Exhibit B.

Applicant shall promptly disclose information MFA may reasonably request relating to conflicts or potential conflicts of interest.

Exhibit A – Application Ranking Criteria

	Ranking Criteria	Self Score	MFA Score
1	<p>Leverage - Maximum points: 12 The higher of NMHTF construction or permanent loan as a percentage of total development cost (TDC) per MFA underwriting: Zero to 10% = 12 points Greater than 10% to 20% = 8 points Greater than 20% to 30% = 6 points Greater than 30% to 40% = 4 points Greater than 40% = 2 points</p>		
2	<p>Cost Effectiveness - Maximum points: 12</p> <p>A. <i>Homeownership</i>: If the proposed average sales price for affordable units (i.e. serving 80% AMI or below) is below HUD’s median purchase price for the county in which it is located:</p> <ul style="list-style-type: none"> • 85% to 90% of median = 6 points, • Less than 85% of median = 12 points. <p>B. <i>Rental</i>: Points will be awarded based on the average total development cost (minus land, reserves and commercial costs) divided by total units compared to MFA’s LIHTC round cost data for new construction as of the date the application is received. The applicant will receive 12 points if costs are at or below the average cost (see http://www.housingnm.org/developers/nm-housing-trust-fund, “Info for Scoring Criterion #2”). Two points will be deducted for each 10% (rounded upwards) by which the project exceeds the average.</p>		
3	<p>Need - Maximum points: 12 (partial points allowed) Based on the degree to which the applicant has demonstrated the need and market for the proposed affordable housing project per information acceptable to MFA. Points will be allocated for the following documentation that demonstrates demand for the project:</p> <ul style="list-style-type: none"> • Market study = 10 points • Waiting lists from market comparables = 2 points • Recent governmental study = 2 points • Another form of documentation acceptable to MFA = up to 12 points 		
4	<p>Readiness - Maximum points: 12 (partial points allowed) Based on the degree to which the applicant has demonstrated readiness to proceed. Points will be allocated for the following documentation:</p> <ul style="list-style-type: none"> • Site control = 4 points • Zoning approval or other proof of permissible zoning = 4 points • Preliminary site and building design = 4 points 		
5	<p>Sustainability & Energy Efficiency - Maximum points: 12</p> <p>A. <i>Homeownership</i>:</p> <ul style="list-style-type: none"> • Energy Star certification or LEED certification (of any level) = 12 points • Other sustainability/energy efficiency certifications or ratings acceptable to MFA = up to 12 points 		

	<i>B. Rental:</i> Home Energy Rating System (HERS) score exceeds a sufficient HERS rating as stipulated in the then-current MFA Design Standards= 12 points		
6	Repayment Term - Maximum points: 10 Full repayment of NMHTF funds within: 15 years or less = 5 points 10 years or less = 8 points 3 years or less = 10 points		
7	Low Income Targeting - Maximum points: 12 Serving the lowest area median income (AMI) households. <i>A. Homeownership:</i> <ul style="list-style-type: none"> At least 25% of total units at or below 80% AMI = 8 points or below 80% AMI with an additional 15% or more of total units at or below 60% AMI = 12 points <i>B. Rental:</i> <ul style="list-style-type: none"> At least 50% of total units at or below 50% AMI = 8 points or below 50% AMI with an additional 15% of total units at or below 40% AMI = 12 points 		
8	Underserved Populations - Maximum points: 12 (no partial points) Twelve points total available for Permanent Supportive Housing, Special Needs, or Senior projects, defined as follows: <i>A. Permanent Supportive Housing</i> – Projects that combine housing with voluntary support services that build independent living and tenancy skills to address chronic needs, including housing individuals experiencing homelessness and/or disabled individuals. <i>B. Special Needs</i> – Projects that received points under the MFA Qualified Allocation Plan’s LIHTC Special Needs category when originally funded. <i>C. Senior</i> – Projects that qualify for an exemption from familial status discrimination under the Fair Housing Act. To qualify for this exemption, Projects must be: (i) provided under any state or federal program that HUD has determined to be specifically designed and operated to assist elderly persons (as defined in the state or federal program); or (ii) intended for, and solely occupied by persons 62 years of age or older; or (iii) intended and operated for occupancy by persons 55 years of age or older in compliance with the Housing for Older Persons Act (HOPA), 24 CFR Part 100 Final Rule.		
9	Location - Maximum points: 12 (no partial points) Twelve points total available for Tribal or Rural Housing projects, defined as follows: <i>A. Tribal</i> – Projects located on tribal lands, or <i>B. Rural</i> – Projects located outside of the boundaries of Bernalillo County, the City of Rio Rancho, the City of Las Cruces, the City of Santa Fe, the City of Farmington or the City of Roswell.		
10	New Mexico Non-Profit: Maximum points: 6 (no partial points) Either the borrower or its controlling parent is an eligible New Mexico non-profit organization, tribal entity, or housing authority.		
	Total Possible Points = 112 (minimum 57 required)		

Exhibit B – MFA Third-Party Code of Conduct

A. Preamble. The New Mexico Mortgage Finance Authority (“MFA”), an instrumentality of the state government, exists to serve the citizens of the State of New Mexico. To maintain the respect, trust, and confidence of the public, and consistent with MFA’s commitment to conduct its business in an ethical and legal manner, MFA requires that all Third Parties doing business with MFA comply with this Third-Party Code of Conduct and otherwise uphold the highest standards of ethics and behavior.

B. Purpose. The purpose of this Code of Conduct is to provide general guidelines and a minimum standard of conduct for Third Parties doing business with MFA.

C. Definitions. For the purpose of this Third-Party Code of Conduct, the following words and phrases shall have the following meanings:

"MFA Employee" means any person employed directly by MFA and any person employed through a staffing agency or by contract and for whom MFA has the right to direct and control the work performed.

"MFA Member" means a Member, and with respect to an ex-officio Member, his or her proxy, of the Board of Directors of the MFA.

"MFA Management" means the Executive Director/Chief Executive Officer, Chief Housing Officer, Chief Financial Officer, Chief Lending Officer and Director of Human Resources employed by the MFA.

"Transaction" means any transaction including, but not limited to any sale, purchase, or exchange of tangible or intangible property or services; any loan, loan commitment or loan guarantee; any sale, purchase, or exchange of mortgage loans, notes, or bonds; or any other business arrangement or contract therefor.

D. Conflicts of Interest. Third Parties should avoid engaging in any activity that would conflict, interfere, or even create the appearance of a conflict with their business with MFA. Third Parties must disclose any potential conflicts to MFA in writing as soon as practicable upon discovery or recognition. Examples of potential conflicts include, but are not limited to:

- Engaging in a conflict-of-interest transaction prohibited by Section F of MFA’s Code of Conduct, which can be found at: (website reference to be added)
- Providing gifts and entertainment to any MFA Employee, MFA Management or MFA Member in an attempt to improperly influence MFA business decisions.

MFA shall not enter into any Transaction with a former MFA Member or former MFA Management for a period of one (1) year after such person ceases to be an MFA Member or MFA Management, except with prior approval of a disinterested majority of all current MFA Members.

To the extent applicable, Third-Party shall disclose conflicts of interest required pursuant to state or federal law, including but not limited to 2 CFR 200.112.

E. Anti-Discrimination and Anti-Harassment Policy. MFA is committed to maintaining an employment environment in which all individuals are treated with respect and dignity and expects the same from Third Parties doing business with MFA. MFA expects that Third Parties will maintain a workplace where employment-related decisions are based on performance, ability, or other legitimate, non-discriminatory bases and are never based on race, color, national origin, ancestry, citizenship status, religion, sex, sexual orientation, gender identity, age, physical or mental disability, serious medical condition, marital status, status with regard to public assistance, veteran status, or any other legally-protected status. MFA also maintains and expects Third Parties to maintain a workplace that is free of unlawful harassment. This includes harassment based upon any of the above legally-protected status (such as age, sex, religion, national origin, etc.) and which creates an intimidating, hostile, or offensive working environment. This also includes sexual harassment which is defined as unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature when submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment, submission to or rejection of such conduct by an individual is used as a basis for employment decisions affecting such individual; or such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidated, hostile, or offensive working environment. MFA will also not tolerate any form of unlawful discrimination or harassment of an MFA Employee by any Third-Party including by its employees, owners, managers, members, directors, agents, or representatives.

F. Confidential Information and Intellectual Property. Third Parties doing business with MFA must protect any confidential or proprietary information that belongs either to MFA or any other third-party with whom MFA does business, if such other third-party has provided MFA with confidential or proprietary information. Confidential or proprietary information includes, but is not limited to, any non-public financial information, business processes and systems, intellectual property, personally identifiable information of MFA's customers, and personally identifiable or private information about any MFA Employee, MFA Member, MFA Management, third-party, or customer, such as identity, medical, employment, or financial information. To the extent necessary for a Third-Party to share MFA's confidential or proprietary information with a sub-contractor, MFA expects the Third-Party to implement adequate controls at a level no less than those set forth in this Third-Party Code of Conduct with such sub-contractor. Third Parties must not infringe upon the intellectual property rights of other companies or organizations. Third Parties must return all confidential and proprietary information in their possession to MFA when the contractual relationship between MFA and the Third-Party has terminated, unless otherwise specified by contract. The obligation to protect MFA's confidential and proprietary information continues even after any business relationship between MFA and the Third-Party ends.

MFA may require that Third Parties sign a separate confidentiality and non-disclosure agreement.

G. Onsite Visitor Requirements. While on MFA's premises, Third Parties must comply with all MFA rules and procedures, including security measures and requests. These may include but are not limited to:

- Registering with reception.
- Accessing only authorized areas unless accompanied by an MFA Employee.

- Promptly reporting known security violations and property loss or damage.
 - Complying with all MFA facility requirements, including maintaining a substance-free and violence-free workplace.
 - Any public health and safety policies in effect, including wearing a face mask.
- H. Compliance with Laws, Regulations, Policies and Procedures and Contracts.** All Third Parties must comply with all applicable state and federal laws, codes, and regulations and MFA's policies and procedures to the extent applicable to the Third-Party and must not violate any terms and conditions established by contract with MFA.
- I. Business Integrity.** Any and all forms of illegal or inappropriate activity by a Third-Party doing business with MFA, including, but not limited to, corruption, misrepresentation, extortion, embezzlement, or bribery, are strictly prohibited and may result in termination of any or all agreements with MFA.

OFFEROR ACKNOWLEDGMENT

DATE