

BUILDING BETTER PARTNERSHIPS, INC.

1455 Butte House Road
Yuba City, CA 95993
(530) 671-0220

January 23, 2024


REVISED

TO: Gustavo Becerra
Tom Goodwin
Marco Cruz
Doug Lofton
Pattra Runge

Nevada County Board of Supervisors
Sutter County Board of Supervisors
Colusa County Board of Supervisors
Yuba County Board of Supervisors
City Council, Colusa
City Council, Yuba City
City Council, Live Oak
Brant Bordsen, Legal Counsel
Appeal Democrat
The Union

NOTICE OF SPECIAL MEETING January 29, 2024

You are hereby notified that the Building Better Partnerships, Inc. Special Board Meeting is scheduled for **Monday, January 29, 2024, at 8:00 AM at Regional Housing Authority, 1455 Butte House Road, Yuba City, CA 95993.**



Gustavo Becerra
President

BUILDING BETTER PARTNERSHIPS, INC.

Special Meeting of Board of Directors

REVISED

Monday, January 29, 2024

8:00 AM

AGENDA

1. Call to order
2. Roll Call
 - Gustavo Becerra
 - Marco Cruz
 - Tom Goodwin
 - Pattra Runge
 - Doug Lofton
3. Public Participation: Members of the public shall be provided with an opportunity to address the Board of Directors on items of interest that are within the subject matter jurisdiction on the Board.
4. Approval of Minutes – November 1, 2023
5. Resolution 24-54 – Resolution, Waiver of Notice and Unanimous Consent to Action
6. Resolution 24-55 – Heather Glen Collection Loss Write-Off
7. Director’s Comments/Updates
8. Adjournment

BUILDING BETTER PARTNERSHIPS, INC.

Minutes

Special Board Meeting

November 1, 2023

1. Call to Order: President Gustavo Becerra called the meeting to order at 1455 Butte House Road, Yuba City, CA 95993 at 9:00 AM.
2. Roll Call: Board Members present were President Gustavo Becerra, Board Members Tom Goodwin, Pattra Runge, Doug Lofton and Marco Cruz.

Accountant Crystal Mirabal was also present.

3. Public Participation: None
4. Approval of Minutes – June 20, 2023: Board Member Cruz made a motion to approve the minutes of June 20, 2023, as submitted. Board Member Goodwin made the second. All were in favor by voice vote.
5. Revised Resolution 23-50 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Northview-BBP, LLC, Managing General Partner): President Becerra explained the following resolutions are for the new project in Williams, Northview Senior Apartments. He stated PNC bank will be the investor and borrower for both the construction and permanent financing. Mr. Becerra said the plans have been approved by the City of Williams. He mentioned the target to close the financing is the end of the year.

Board Member Lofton made a motion to approve Revised Resolution 23-50 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Northview-BBP, LLC, Managing General Partner). Board Member Cruz made the second. The following roll call vote was taken:

Vote: Ayes: President Gustavo Becerra, Board Members Tom Goodwin,
Pattra Runge, Doug Lofton, and Marco Cruz
Nays: None
Abstain: None
Absent: None

6. Resolution 23-51 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Building Better Partnerships, Inc.):

Board Member Lofton made a motion to approve Resolution 23-51 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Building Better Partnerships, Inc.). Board Member Cruz made the second. The following roll call vote was taken:

Vote: Ayes: President Gustavo Becerra, Board Members Tom Goodwin,
Pattra Runge, Doug Lofton, and Marco Cruz
Nays: None
Abstain: None
Absent: None

7. Resolution 23-52 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Williams Senior Associates II, Borrower):

Board Member Lofton made a motion to approve Resolution 23-52 – Resolutions for Extensions of Credit and Incumbency Certificate for Northview Senior Apartments in Williams, CA (Williams Senior Associates II, Borrower). Board Member Cruz made the second. The following roll call vote was taken:

Vote: Ayes: President Gustavo Becerra, Board Members Tom Goodwin,
Pattra Runge, Doug Lofton, and Marco Cruz
Nays: None
Abstain: None
Absent: None

8. Resolution 23-53 – Resolution, Waiver of Notice and Unanimous Consent to Action:

Board Member Lofton made a motion to approve Resolution 23-53 – Resolution, Waiver of Notice and Unanimous Consent to Action. Board Member Cruz made the second. The following roll call vote was taken:

Vote: Ayes: President Gustavo Becerra, Board Members Tom Goodwin,
Pattra Runge, Doug Lofton, and Marco Cruz
Nays: None
Abstain: None
Absent: None

9. Director's Comments/Updates:

10. Adjournment: The meeting was adjourned at 9:10 AM.

BUILDING BETTER PARTNERSHIPS, INC.

1455 Butte House Road
Yuba City, CA 95993
(530) 671-0220

RESOLUTION 24-54

RESOLUTION, WAIVER OF NOTICE AND UNANIMOUS CONSENT TO ACTION

The Board of Directors of Building Better Partnerships, Inc., a California nonprofit public benefit corporation (“BBP”), which is the sole member and manager of 1st Street-BBP, LLC, a California limited liability company (“Managing General Partner”), by this writing approves the following resolutions and consent to their adoption and individually and collectively waive any right to notice of any meeting required, if any:

WHEREAS, the Managing General Partner was organized for the purpose, among others, of developing and operating low-income housing and specifically for the development and operation of a 32-unit low-income senior housing project in Wheatland, California known as Wheatland Senior Apartments (the “Project”) which will be owned by Wheatland Senior Associates, a California Limited Partnership, a California limited partnership (the “Project Owner”); and

WHEREAS, the Managing General Partner is governed by an Operating Agreement dated as of August 25, 2023 executed by BBP, acting as the sole member and manager of the Managing General Partner; and

WHEREAS, it has been proposed that BF Wheatland Senior, LLLP, a Delaware limited liability limited partnership, and BFIM Special Limited Partner, Inc. a Florida corporation and/or their affiliates, successors, or assigns (collectively, the “Limited Partner”) be admitted as the limited partners of the Project Owner; and

WHEREAS, the Project Owner will be the borrower under the terms of certain loan documents with various lenders and other related documents for the Project as described herein.

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

RESOLVED, that BBP in its own capacity, and/or as the sole member and manager of the Managing General Partner in its capacity as the managing general partner of the Project Owner and/or on behalf of the Project Owner is hereby authorized and empowered to execute and deliver all project investment closing documents and due diligence materials requested by the Limited Partner in connection with its investment in the Project Owner, including without limitation, the First Amended and Restated Agreement of Limited Partnership, the Development Agreement, the Guaranty Agreement, the Purchase Option Agreement, the Supervisory Management Agreement, the Partnership Management Agreement, the Incentive Lease-Up Agreement, and the Closing Certificate (collectively, the “Equity Documents”); and further

RESOLVED, that BBP in its own capacity, and/or as the sole member and manager of the Managing General Partner in its capacity as the managing general partner of the Project Owner and/or on behalf of the Project Owner is hereby authorized and empowered to execute all documents necessary for the funding of the Project financing, including without limitation, the financing to be provided by (i) a construction loan from Umpqua Bank, an Oregon state-chartered bank, (ii) a permanent loan from TPC Insurance Services, Inc., an Idaho corporation, (iii) a construction and permanent loan of HOME funds from the City of Wheatland (the "City"), and (iv) a City Fee Deferral loan from the City (collectively, the "Project Financing"), such documents include, without limitation, all loan agreements, notes, mortgages, deeds of trust, affidavits, certificates, indemnity agreements, loan commitments, guarantees, assignments, security agreements, subordination agreements, partnership borrowing authorizations, and any and all other documents required by any lender providing Project Financing (the "Financing Documents"); and further

RESOLVED, that BBP in its own capacity, and/or as the sole member and manager of the Managing General Partner in its capacity as the managing general partner of the Project Owner and/or on behalf of the Project Owner is hereby authorized and empowered to execute all other documents, instruments, certificates and the like, deemed necessary or appropriate in connection with the transactions contemplated by this resolution, such documents include, without limitation, all development agreements, acquisition agreements, property management agreements, construction contracts, tax credit applications, certifications and reservation letters (collectively, the "Ancillary Documents" and together with the Equity Documents and the Financing Documents, the "Documents"); and further

RESOLVED, that any and all Documents to be executed on behalf of BBP in its own capacity, and/or as the sole member and manager of the Managing General Partner in its capacity as the managing general partner of the Project Owner and/or on behalf of the Project Owner, are authorized to be executed by any of the following persons, individually, without the others, each acting as an "Authorized Representative" of the Corporation:

Gustavo Becerra, as the President
of BBP

Tom Goodwin, as the Vice President
of BBP

Pattra Runge, as the Secretary
of BBP

Marco Cruz, as the Secretary
of BBP; and further

RESOLVED, that each Authorized Representative, acting alone, is authorized to negotiate, execute, and deliver on behalf of BBP in its own capacity, and/or as the sole member and manager of the Managing General Partner in its capacity as the managing general partner of the Project Owner and/or on behalf of the Project Owner, such other agreements, certificates, and documents, and to take or authorize to be taken all such other actions the Authorized Representative shall deem

necessary or desirable to carry out the transactions contemplated by the foregoing resolutions (such determination to be conclusively demonstrated by the signature of the Authorized Representative on such document); and

FINALLY RESOLVED, that the foregoing resolutions are effective upon adoption and to the extent any action, agreement, document or certification has heretofore been taken, executed, delivered or performed by BBP, Managing General Partner or Project Owner, the same is hereby ratified and affirmed.

[signature page to follow]

This RESOLUTION, WAIVER OF NOTICE AND UNANIMOUS CONSENT TO ACTION is presented at a Special Meeting of the Board of Directors, passed and adopted this 29th day of January, 2024 by the following vote:

- AYES:
- NAYS:
- ABSTAINED:
- ABSENT:

ATTEST: _____
Gustavo Becerra, President

BUILDING BETTER PARTNERSHIPS, INC.

1455 Butte House Road
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RESOLUTION 24-55

A RESOLUTION OF THE BOARD OF DIRECTORS OF BUILDING BETTER PARTNERSHIPS, INC. AUTHORIZING HEATHER GLEN COLLECTION LOSS WRITE-OFF IN THE AMOUNT OF \$127.00

WHEREAS, Building Better Partnerships, Inc. operates housing in conjunction with the Regional Housing Authority of Sutter and Nevada Counties and the Yuba-Sutter Mental Health; and

WHEREAS, operations of this housing includes the collection of monthly rental amounts; and

WHEREAS, Building Better Partnerships, Inc. makes every attempt to collect outstanding balances; and

WHEREAS, Exhibit A provides a list of uncollectible accounts for the period ending December 31, 2023 and is made a part of this resolution;

BE IT THEREFORE RESOLVED that the Board of Directors of Building Better Partnerships, Inc. authorizes the President to write-off as collection losses the tenant receivables listed on Exhibit A totaling \$127.

This Resolution is to take effect immediately.

This Resolution is presented at the Special Meeting of the Board of Directors, passed and adopted this 29th day of January 2024 by the following vote:

AYES:
NAYS:
ABSTAINED:
ABSENT:

ATTEST: _____
Gustavo Becerra, President

(SEAL)

**Heather Glen
Collection Loss Write Off
Period: December 2023**

<u>Tenant</u>	<u>Address</u>	<u>Date</u>		<u>Monthly Rent</u>	<u>Rent Owed</u>	<u>Late Fee's</u>	<u>Damages</u>	<u>Utilities</u>	<u>Legal Fee's</u>	<u>Total Owed</u>	<u>Payback Agreement</u>	
		<u>Move In</u>	<u>Move Out</u>									
T0024945	814 F Street #3A - Marysville	05/10/21	10/09/23	\$ 340.00	\$ -	\$ -	\$ 127.00			\$ 127.00	No	
											127	
											\$ 127.00	Total Write Off

Tenants listed with Payback Agreement's failed to honor the Agreement.

Utility costs incurred by PHA from tenant move-in date until transferred to tenant's name. Those charges are then billed to the tenant.