

BUTTE COUNTY AFFORDABLE HOUSING
DEVELOPMENT CORPORATION

Board of Directors Meeting

2039 Forest Avenue
Chico, CA 95928

SPECIAL MEETING AGENDA

Septemember 21, 2023
2:00 p.m.

Due to COVID-19 and California State Assembly Bill 361 that amends the Ralph M. Brown Act to include new authorization for remote meetings, including remote public comment for all local agencies. California State Assembly Bill 361 extends the provision of Governor Newsom's Executive Order N-29-20 and N-35-20 until January 2024. The meeting will be a hybrid meeting both in person at this Housing Authority office and remotely. Members of the Board of Commissioners and HACB staff will be participating either in person or remotely. The Board of Commissioners welcomes and encourages public participation in the Board meetings either in person or remotely from a safe location.

Members of the public may be heard on any items on the Commissioners' agenda. A person addressing the Commissioners will be limited to 5 minutes unless the Chairperson grants a longer period of time. Comments by members of the public on any item on the agenda will only be allowed during consideration of the item by the Commissioners. Members of the public desiring to be heard on matters under jurisdiction of the Directors, but not on the agenda, may address the Commissioners during agenda item 6.

Please join my meeting from your computer, tablet or smartphone.

<https://meet.goto.com/382914837>

You can also dial in using your phone.

Access Code:

382-914-837

United States (Toll Free):

[1 866 899 4679](tel:18668994679)

United States:

[+1 \(571\) 317-3116](tel:+15713173116)

If you have any trouble accessing the meeting agenda, or attachments; or if you are disabled and need special assistance to participate in this meeting, please email marysolp@butte-housing.com or call 530-895-4474 x.210.

Notification at least 24 hours prior to the meeting will enable the Housing Authority to make a reasonable attempt to assist you.

NEXT RESOLUTION NO. 23-11C

ITEMS OF BUSINESS

1. ROLL CALL

*Butte County Affordable Housing Development Corporation
Board of Directors*

Agenda – Special Meeting of September 21, 2023

2. AGENDA AMENDMENTS
3. CONSENT CALENDAR
4. CORRESPONDENCE
5. REPORTS FROM PRESIDENT
 - 5.1 Oleander Community Housing Apartments, Chico – Adoption of Corporate Authorizations.

Recommendation:

Resolution No. 23-11C

6. MEETING OPEN FOR PUBLIC DISCUSSION
7. MATTERS CONTINUED FOR DISCUSSION
8. SPECIAL REPORTS
9. REPORTS FROM DIRECTORS
10. MATTERS INITIATED BY DIRECTORS
11. EXECUTIVE SESSION
12. DIRECTORS' CALENDAR

Next regular meeting – November 16, 2023

13. ADJOURNMENT

September 15, 2023

Memo

To: BCAHDC Board of Directors
From: Ed Mayer, President
Subject: Resolution No 23-11C
Oleander Community Housing Apartments, Chico – Authorizing Resolution

This action item authorizes the closing of the Oleander Community Housing Apartments, Chico transaction.

BCAHDC is Managing General Partner in the partnership that will develop, own, and operate the Oleander Community Housing Apartments project. The Pacific Companies is the lead developer and partner.

The site, 2234 Esplanade, Chico is approximately 1.29 acres. It is the former site of the Regal Inn. The 38-unit project will provide newly constructed permanent supportive housing to formerly homeless households by means of 21 studio and 16 one-bedroom units. Fifteen of the units are supported by the State No Place Like Home Program, serving formerly homeless with serious mental illness. Residents will have access to contracted onsite supportive services.

The City of Chico has committed CDBG-DR monies in support of the project.

The Housing Authority has committed 37 vouchers to the project, such that extremely low-income households can be served, while the property maintains financial viability.

The project addresses two significant community needs:

- housing affordable to the extremely low income, and
- housing specifically addressing homelessness and homeless mentally ill.

The property offers a low-barrier, Housing First model housing opportunity that offers comprehensive supportive services to promote stable, independent living for some of Butte County's most vulnerable citizens.

Recommendation: Adoption of Resolution No. 23-11C

BUTTE COUNTY AFFORDABLE HOUSING DEVELOPMENT CORPORATION

RESOLUTION NO. 23-11C

OLEANDER COMMUNITY HOUSING, CHICO
CORPORATE AUTHORIZATIONS

At a duly constituted meeting of the Board of Directors (the “Board”) of Butte County Affordable Housing Development Corporation, a California nonprofit public benefit corporation (“BCAHDC”), held on September 21, 2023, the following resolutions were adopted:

WHEREAS, BCAHDC and Pacific West Communities, Inc., an Idaho corporation (“PWC”) are parties to that certain Memorandum of Agreement dated September 16, 2021 (the “MOA”) with respect to the development of an affordable housing project to be known as “Oleander Community Housing” that will contain 38 apartment units, including 1 manager’s unit, located in Chico, California (the “**Project**”); and

WHEREAS, BCAHDC is the managing general partner of Chico PSH Pacific Associates, A California Limited Partnership, a California limited partnership (the “**Partnership**”); and

WHEREAS, it has been determined to be in the best interests of BCAHDC for the Partnership to acquire, develop, construct, own and operate the Project; and

WHEREAS, it has been determined to be in the best interests of BCAHDC to assist in the acquisition, construction and development of the Project by the Partnership by: (i) consenting to the withdrawal of the initial limited partner from the Partnership and facilitating the admission of CREA Oleander Community Housing, LP, a Delaware limited partnership, CREA SLP, LLC an Indiana limited liability company, and/or their affiliate(s), or substitute investors (collectively, “**Investor**”), as 99.99% limited partner(s) in the Partnership in exchange for capital contributions to the Partnership in an amount not to exceed \$7,000,000, and (ii) amending and restating the agreement of limited partnership of the Partnership (the “**Partnership Agreement**”) to provide for such other matters as may be required by the Investor (collectively, the “**Syndication**”); and

WHEREAS, it has been determined to be in the best interests of BCAHDC, as sub-developer, to enter into a subdevelopment agreement with the developer of the Project, PWC, or, in the alternative, for BCAHDC, as co-developer, to enter into a development agreement with the Partnership (in either case, the “**Development Agreement**”); and

WHEREAS, it has been determined to be in the best interests of BCAHDC for the Partnership to obtain the following financings for the Project, which will be secured by, among other things, liens on the Project (“**Secured Financings**”):

- (a) A construction loan from Umpqua Bank in an amount not to exceed \$9,000,000.

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*Butte County Affordable Housing Development Corporation
Resolution No. 23-11C - Oleander Community Housing, Chico
September 21, 2023*

- (b) A loan of CDBG or alternative funds from the City of Chico in the principal amount not to exceed \$6,031,626.
- (c) A loan of NHLP or alternative funds from the California Department of Housing and Community Development in the principal amount not to exceed \$3,471,998.

WHEREAS, as a condition of the Secured Financings and the Syndication, the lenders of the Secured Financings and the Investor may require that BCAHDC and/or the Partnership assign fees from the Project and/or the Partnership or pledge other interests in the Project, including, as to BCAHDC, its general partnership interest in the Partnership, as security for the Secured Financings and the Syndication (the “**Security Assignments**”), and it has been determined to be in the best interests of BCAHDC and the Partnership, to make and enter into the Security Assignments; and

WHEREAS, it has been determined to be in the best interests of BCAHDC, on its own behalf, and in its capacity as the managing general partner of the Partnership, on behalf of the Partnership, to execute and deliver any and all documents or agreements necessary or advisable for the acquisition, development, financing, construction, rehabilitation, management, operation and maintenance of the Project, including, but not limited to, all grant deeds, deeds of trust, UCC financing statements, loan agreements, promissory notes, indemnities, subordination agreements, loan documents, regulatory agreements, assignments of rents, leases, income and profits, general assignments, construction contracts, architect agreements, grant agreements, development agreements, sub-development agreements, management agreements, service contracts, housing assistance payments contracts, partnership agreements, and similar or related agreements for housing subsidies, title-related indemnities and affidavits and any other types of agreements (collectively, the “**Project Documents**”).

NOW, THEREFORE, BE IT RESOLVED by the Board that BCAHDC, for itself and in its capacity as the Managing General Partner of the Partnership, does hereby approve and is authorized to enter into the following transactions and documents, as applicable:

1. Partnership Agreement and the Syndication;
2. Development Agreement;
3. Secured Financings;
4. Security Assignments;
5. Project Documents;
6. Such other documents, agreements and contracts deemed necessary or advisable by an Officer in furtherance of these resolutions and/or to assist in the development of the Project (collectively, the “**Transaction Documents**”), using his or her own independent judgment; and

BE IT FURTHER RESOLVED, that the Board of BCAHDC hereby authorizes each of (a) Edward S. Mayer, President of BCAHDC, (b) Marysol Perez, Secretary of BCAHDC, and (c) Hope Stone, Chief Financial Officer of BCAHDC (each, an “**Officer**”), each acting alone to accept the Transaction Documents subject to any minor conforming, technical or clarifying changes approved by an Officer; and that each Officer is hereby further authorized and directed to take such further

actions and execute and record such documents as are necessary to accept the Transaction Documents on behalf of BCAHDC and the Partnership; and

BE IT FURTHER RESOLVED, that all actions previously taken by BCAHDC and the Partnership, and any of their employees, officers and agents, in connection with the Project or the transactions described herein are hereby ratified and approved.

PASSED AND ADOPTED this 21st day of September 2023 by the following vote:

AYES: _____ NOES: _____ ABSTENTIONS: _____ ABSENT: _____

Signature of Attesting Officer:

Edward S. Mayer, President

SECRETARY'S CERTIFICATION

I, the Secretary of BCAHDC, hereby certify that the foregoing is a true copy of Resolution No. 23-__ adopted by the Board of Directors of Butte County Affordable Housing Development Corporation, a California nonprofit public benefit corporation, and that said Resolution No. 23-__ is in full force and effect, and the Board of Directors has, and at the time of the adoption of the Resolution No. 23-__ had, full power and authority to adopt such resolutions.

Marysol Perez, Secretary

Date