



**California  
Community  
Land Trust  
Network**

Perpetual Home Affordability ~ Stewardship ~ Community Control

**AGENDA**

**CALIFORNIA COMMUNITY LAND TRUST NETWORK  
SPECIAL MEETING  
APRIL 19, 2018**

Conference Call  
Call-In Number: 866-528-2256  
Access Code: 8489593#

**CALL TO ORDER**

**2:30 p.m.**

**ROLL CALL**

PRESIDENT:  
VICE PRESIDENT:  
TREASURER:  
SECRETARY

MARK ASTURIAS  
DEVIKA GOETSCHIUS  
BRUCE WOLFE  
FRANCIS MCILVEEN

**ADDITIONS AND DELETIONS TO THE AGENDA**

**INTRODUCTIONS**

## **PUBLIC COMMENTS**

### **THE PRESIDENT OF THE CALIFORNIA COMMUNITY LAND TRUST NETWORK WILL CALL FOR PUBLIC COMMENTS**

Any member of the public may address the Board of the California Community Land Trust Network on items within the Board's subject matter jurisdiction, but which are not listed on the agenda during PUBLIC COMMENTS. However, no action may be taken on matters that are not part of the posted agenda. PUBLIC COMMENTS are scheduled for 15 minutes and should be limited to three minutes per person.

## **BOARD BUSINESS**

### **1. CA CLT NETWORK BANKING**

#### **RECOMMENDED ACTION:**

Adopt Resolution Authorizing Officers to open banking accounts for the CA CLT Network.

### **2. BOARD MEMBER APPOINTMENT**

#### **RECOMMENDED ACTION:**

Appoint three new Board Members, Mr. Ian Winters, Ms. Arianne Dar, and Mr. Jean Diaz to serve until Director elections at the Annual Board Meeting.

### **3. DISCUSSION ON ALL OTHER MATTERS PERTAINING TO THE CORPORATION**

#### **RECOMMENDED ACTION:**

Provide policy direction on activities of the Corporation.

## **BOARD COMMENTS**

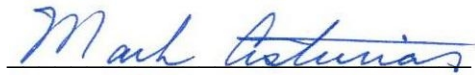
## **ADJOURNMENT**

**REQUEST FOR CALIFORNIA COMMUNITY LAND TRUST NETWORK  
BOARD ACTION**

BOARD MEETING DATE:

APRIL 19, 2018

TITLE: CA CLT NETWORK BANKING



Executive Director

RECOMMENDED ACTION:

Adopt Resolution Authorizing Officers to open banking accounts for the CA CLT Network.

BACKGROUND:

The California Community Land Trust Network (Corporation) is in need of banking accounts to conduct its business as a Corporation. The Board discussed the matter and asked the Treasurer and Secretary to investigate and open banking accounts for the Corporation. The Treasurer and Secretary have contacted various banking institutions and have been advised that the Corporation must submit a resolution granting signature authorities to officers to open accounts. Resolution 18-003, as submitted, authorizes any two officers to open and to establish accounts on behalf of the Corporation.

*Signature Authorities*

The Officers (President, Vice President, Secretary, Treasurer) shall be authorized signers for all banking transactions. This includes payments for administrative transactions, project expenses, and investments. The Treasurer shall be responsible for investments, transactions, and relationships with banking institutions. Any two officers are authorized to sign on all Land Trust transactions that are either part of the budget or for specific activities approved by the Board. This will specifically facilitate daily transaction activities and invoices for consulting and other services required to operate the Corporation. Resolution 18-003 is attached for Board consideration and will be part of the Corporation's documentation when contracting with banking institutions.

*Banking (Checking/Savings/Credit/Short Term Investments)*

On an interim basis, the Corporation funds will be retained with an institution recommended by the Secretary and Treasurer. The Secretary and Treasurer will complete their review of local banking institutions that may be able to provide a greater level of customized service that includes checking, savings, wiring capabilities, investing services, credit accounts and a dedicated client representative. Upon final review of the

services offered by these banking institutions the Committee will establish its permanent banking accounts and investments.

*Insurance*

The Board also desire insurance for the Corporation, its officers and directors. The President and Treasurer are authorized to purchase this insurance and to take all steps necessary to secure the insurance in a timely manner. Resolution 18-003 also authorizes forgery insurance to protect the officers at the Corporation's expense in conjunction with the issue of warrants and checks upon Corporation funds.

Attachment: Resolution 18-003, a Resolution of the California Community Land Trust Network Establishing Signature Authorities of Officers



RESOLUTION 18-003

A RESOLUTION OF THE CALIFORNIA COMMUNITY LAND TRUST NETWORK ESTABLISHING SIGNATURE AUTHORITIES OF OFFICERS

WHEREAS, the California Community Land Trust Network (Corporation) Board of Directors (Board) took steps to perfect the organization of the Corporation and to conduct other business on behalf of the Corporation; and

WHEREAS, the Board took steps to execute and deliver IRS Form 1023 (Application for Recognition of Exemption) recognizing the Corporation to be exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, and to execute and deliver IRS Form 2878 (Power of Attorney and Declaration of Representative) and such other documents as may be required to qualify the Corporation as a tax-exempt non-profit corporation under state and federal law; and

WHEREAS, the Internal Revenue Service, on February 28, 2018 informed the Corporation that its application for tax exempt status was approved and that the Corporation was exempt under Internal Revenue Code Section 501 (c) (3) as a public charity and the Corporation Employer Identification Number was 82-3945739; and

WHEREAS, the following persons were elected to the offices indicated next to their names, to take their respective offices on or about January 17, 2018:

<u>Name</u>	<u>Office</u>
Mark Asturias	President
Devika Goetschius	Vice President
Bruce Wolfe	Treasurer
Francis McIlveen	Secretary

WHEREAS, the Board desires to establish signature authorities for officers; and

WHEREAS, the Board desires to authorize and direct the officers to take all actions deemed necessary to open and maintain bank accounts for the Corporation; and

WHEREAS, the Board desires to secure Corporation, directors and officers insurance, and to take any and all actions necessary to secure such insurance.

NOW, THEREFORE, the Board of Directors of the California Community Land Trust Network DOES HEREBY RESOLVE as follows:

CA CLT Network Resolution 18-003

SECTION 1. For the orderly administration of Corporation business it is desirable that officers of the Corporation be granted authority to draw or sign Corporation warrants and checks for the payment of Corporation funds.

SECTION 2. It is hereby determined that any two officers may establish accounts at the official depositories of the Corporation and that either the President, the Vice President, Secretary or Treasurer shall draw or sign Corporation warrants and checks upon Corporation funds for the payment of legal demands against the Corporation.

SECTION 3. Each of the officers is hereby authorized and the officers are collectively directed to take any and all actions they deem necessary or advisable to open and maintain deposit accounts at official depositories of the Corporation.

SECTION 4. Any of the above officers are authorized to execute signature cards at the official depositories of the Corporation. Each of the officers is hereby authorized and the officers are collectively directed to execute and certify signature cards, signature certifications and similar documents necessary to establish the foregoing persons as authorized signatories in their capacities as officers.

SECTION 5. The signature of any one officer shall be required to draw or sign Corporation checks for monthly administrative expenditures.

SECTION 6. The Board may secure directors and officers insurance for the Corporation in commercially standard amounts and to take such actions, including the negotiation, modification, drafting and execution of any and all documents as deemed advisable in order to obtain such insurance.

SECTION 7. The Board may obtain forgery insurance protecting the President, Vice President, Secretary, Treasurer and Executive Director and all funds of the Corporation subject to withdrawal against forgery. The Board may also require faithful performance bonds to be provided at Corporation expense for Corporation officials in conjunction with the issuance of warrants and checks upon Corporation funds and undertake such additional protective measures as may be recommended from time to time by Corporation legal counsel.

SECTION 8. The Treasurer shall report to the Board at its regular meetings any warrants and checks that draw upon Corporation funds that have not been previously reported to the Board at a prior regular meeting.

SECTION 9. Each of the officers is hereby authorized and the officers are collectively directed to do and perform any and all such acts, including execution of any and all documents and certifications, as such officers shall deem necessary or advisable, to carry out the purposes and intent of this Resolution. Any actions taken by such officers or other agents prior to the date of this Resolution that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deed of the Corporation.

CA CLT Network Resolution 18-003

SECTION 10. Nothing in this Resolution shall be construed as a limitation on, affecting the validity of, or impacting in any manner, any previously paid debts and obligations of the Corporation paid prior to the adoption of this Resolution. The authority to draw upon Corporation funds set forth in this Resolution may be modified by subsequent resolution duly adopted by the Board.

PASSED AND ADOPTED by the Board of the California Community Land Trust Network at special meeting held on the 19th of April, 2018.

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MARK ASTURIAS  
PRESIDENT OF THE CALIFORNIA COMMUNITY LAND TRUST NETWORK

ATTEST:

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FRANCIS MCILVEEN  
SECRETARY OF THE CALIFORNIA COMMUNITY LAND TRUST NETWORK

STATE OF CALIFORNIA    )  
COUNTY OF ALAMEDA    )       SS  
CITY OF BERKELEY        )

I, Francis McIlveen, Secretary of the California Community Land Trust Network, DO HEREBY CERTIFY that the foregoing resolution was duly adopted at a regular meeting of the Board of the Irvine Community Land Trust, held on the 19<sup>th</sup> day of April, 2018.

AYES:

NOES:

ABSENT:

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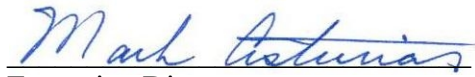
FRANCIS MCILVEEN  
SECRETARY OF THE CALIFORNIA COMMUNITY LAND TRUST NETWORK

**REQUEST FOR CALIFORNIA COMMUNITY LAND TRUST NETWORK  
BOARD ACTION**

BOARD MEETING DATE:

APRIL 19, 2018

TITLE: BOARD MEMBER APPOINTMENT



Executive Director

RECOMMENDED ACTION:

Appoint three new Board Members, Mr. Ian Winters, Ms. Arianne Dar, and Mr. Jean Diaz to serve until Director elections at the Annual Board Meeting.

BACKGROUND:

The California Community Land rust Network (Network) elected directors in October of 2017 at the Annual Conference of the Network. The four directors that were elected were deemed to be the incorporating directors for purposes of establishing the Network as a 501 (c) (3) nonprofit. It was acknowledged that following incorporation the Board of Director would be increased and as per the adopted Bylaws the number of directors shall be not less than five or more than eleven.

To implement the Bylaws provision for the number of directors it is recommended the Board appoint at least three more directors to assist the Corporation with its activities until the annual election of Directors in September. Three new directors are recommended that will represent the north and south portions of the state. Ms. Arianne Dar is with the Bolinas Community Land Trust, which is located in Marin County. Mr. Ian Winter is with Northern Community Land Trust, which is located in Berkeley. Both Ms. Dar and Mr. Winter will represent northern California. Mr. Jean Diaz is with the San Diego Community Land Trust, which is located in Lemon Grove. Mr. Diaz will represent southern California.