



Agenda

Tuesday, January 26, 2021

Place: County Board of Supervisors Chambers
Kings County Government Center, Hanford, CA

Time: 11:15 a.m. or upon adjournment of CalPFA Board Meeting

CALPFA CDC PUBLIC MEETING PROTOCOL IN RESPONSE TO CORONAVIRUS COVID-19

California Governor Gavin Newsom issued Executive Orders N-25-20 and N-29-20 on March 12, 2020 and March 17, 2020, respectively, relating to the convening of public agency meetings in light of the COVID-19 pandemic. The California Public Finance Authority hereby provides notice that it will convene its regularly scheduled public meetings by teleconference going forward, except as described below, until further notice.

Pursuant to the Executive Orders, and to maintain the orderly conduct of the meeting, the California Public Finance Authority will allow the Board of Directors, staff and interested members of the public to attend the meeting telephonically or by the Internet, and to participate in the meeting to the same extent as if they were present in the Board's Chambers. Members of the public who choose to attend the meeting virtually, using certain digital or landline phones, may listen to the audio broadcast of the meeting, but will not be able to comment during the meeting. Only those members of the public who cannot participate virtually, due to a need for a special accommodation (vision, hearing, etc.), may attend the meeting in the Board Chambers where efforts will be made to allow adequate social distancing and to ensure that exposed surfaces are sanitized. No more than 10 individuals will be allowed in the Board Chambers at a time. To secure the accommodation consistent with the American's with Disabilities Act and to attend in person, interested parties will need to contact the Clerk of the Board as directed below no later than 8:30 a.m. the morning of the meeting.

Members of the public who wish to observe the meeting virtually can do so via the worldwide web at: <https://youtu.be/-l69lPwK-5Y> or go to www.countyofkings.com and click on the "Join Meeting" link.

Members of the public who wish to comment may submit written comments on any matter within the Board's subject matter jurisdiction, regardless of whether it is on the agenda for Board consideration or action, and those comments will be entered into the administrative record of the meeting. To submit written comments by U.S. Mail or email for inclusion in the meeting record, they must be received by the Clerk of the Board of Supervisors no later than 9:00 a.m. on the morning of the noticed meeting. To submit written comments by email, please forward them to either bosquestions@co.kings.ca.us. To submit such comments by U.S. Mail, please forward them to: Clerk of the Board of Supervisors, County of Kings, 1400 W. Lacey Blvd., Hanford, CA 93230

To comment during the meeting by telephone or the Internet, E-mail the Clerk of the Board at any time before or during the meeting at bosquestions@co.kings.ca.us for a phone number, access code and meeting link.

1. **CALL TO ORDER**
ROLL CALL – Clerk to the Board

2. **NEW BUSINESS**
A. Consideration of execution of dissolving the California Public Finance Authority Community Development Corporation, among other matters. (Staff – Scott Carper)



CALIFORNIA
PUBLIC
FINANCE
AUTHORITY
COMMUNITY
DEVELOPMENT
CORPORATION

3.

PUBLIC COMMENT

Any person may directly address the Board at this time on any item on the agenda, or on any other items of interest to the public, that is within the subject matter jurisdiction of the Board. Five (5) minutes are allowed for each item.

4.

STAFF UPDATES

5.

ADJOURNMENT

Adjourn as the California Public Finance Authority Community Development Corporation.

**RESOLUTION OF THE BOARD OF DIRECTORS OF
CALPFA COMMUNITY DEVELOPMENT CORPORATION
A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION
APPROVING THE DISSOLUTION OF THE CORPORATION**

The Board of Directors (the “**Board**”) of CalPFA Community Development Corporation, a California nonprofit public benefit corporation (the “**Corporation**”), pursuant to requisite authority, does hereby take the following actions, and authorizes, approves and agrees to the adoption of the following resolutions:

WHEREAS, the Corporation was formed as a nonprofit public benefit corporation by the filing of Articles of Incorporation with the Secretary of State of California on March 6, 2017;

WHEREAS, the Corporation never (i) incurred any known debts or liabilities, (ii) acquired any known assets, or (iii) entered into any transactions; and

WHEREAS, the Board wishes to dissolve the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes and approves the dissolution of the Corporation pursuant to the California Corporations Code.

RESOLVED FURTHER, that the Officers of the Corporation, each acting alone, are authorized and directed to make such filings and applications, and to execute and deliver such documents and instruments and to do such acts and things as such Officer deems necessary in order to obtain such licenses, authorizations and permits as are necessary or desirable to complete the dissolution of the Corporation.

RESOLVED FURTHER, the signature of any Officer on any document or instrument, or the performance of any such actions, shall be conclusive evidence of such Officer's authority to take such actions or execute such document or instrument on behalf of the Corporation.

RESOLVED FURTHER, that any and all acts heretofore taken by any Officer of the Corporation in connection with the matters authorized by the foregoing resolutions are hereby ratified, confirmed, adopted and approved by the Board.

[continues on following page]

RESOLVED FURTHER, that this Resolution shall take effect immediately upon its passage.

Passed and adopted, effective as of January 26, 2021, by the consent of the Board of Directors of the Corporation by the following vote:

AYES: _____ NAYS: _____ ABSTAIN: _____ ABSENT: _____

SECRETARY'S CERTIFICATION

The undersigned, Secretary of CALPFA Community Development Corporation does hereby attest and certify that the foregoing Resolution is a true, full and correct copy of a resolution duly adopted at a meeting of said Corporation which was duly convened and held on the date stated thereon, and that said document has not been amended, modified, repealed or rescinded since its date of adoption and is in full force and effect as of the date hereof.

CALPFA Community Development Corporation

By: _____
Joe Neves, Secretary

Date: _____



Secretary of State

DISS NP

Nonprofit Certificate of Dissolution

(California Nonprofit Corporation ONLY)

IMPORTANT — Read Instructions before completing this form.

There is No Fee for filing a Nonprofit Certificate of Dissolution

Copy Fees – First page \$1.00; each attachment page \$0.50; Certification Fee - \$5.00 plus copy fees

Attorney General Letter: All nonprofit public benefit and religious nonprofit corporations are required to get a letter from the California Attorney General's office waiving objections to the nonprofit corporation's distribution of assets, or confirming the nonprofit corporation has no assets. If your corporation is a public benefit or religious corporation, you must attach that letter to this Nonprofit Certificate of Dissolution (see instructions).

This Space For Office Use Only

1. Corporate Name (Enter the exact name of the nonprofit corporation as it is recorded with the California Secretary of State.)

CALPFA COMMUNITY DEVELOPMENT CORPORATION

2. 7-Digit Secretary of State Entity Number

4000904

3. Election

The dissolution was made by a vote of ALL of the members, or if there are no members, by a vote of ALL of the directors of the California nonprofit corporation.

Note: If the above box is not checked, a Nonprofit Certificate of Election to Wind Up and Dissolve (Form ELEC NP) must be filed prior to or together with this Nonprofit Certificate of Dissolution. (California Corporations Code sections 6611, 8611, 9680 and 12631.)

4. Debts and Liabilities

(Check the applicable statement. Only one box may be checked. If second box is checked, you must include the required information in an attachment.)

- The known debts and liabilities have been actually paid or paid as far as its assets permitted.
The known debts and liabilities have been adequately provided for in full or as far as its assets permitted by their assumption. Included in the attachment to this certificate, incorporated herein by this reference, is a description of the provisions made and the name and address of the person, corporation or government agency that has assumed or guaranteed the payment, or the depository institution with which deposit has been made.
The nonprofit corporation never incurred any known debts or liabilities.

5. Required Statements

(Do not alter the Required Statements – ALL must be true to file Form DISS NP.)

- The nonprofit corporation has been completely wound up and is dissolved.
All final returns required under the California Revenue and Taxation Code have been or will be filed with the California Franchise Tax Board.
For Mutual Benefit or General Cooperative Corporations ONLY: The known assets have been distributed to the persons entitled thereto or the nonprofit corporation acquired no known assets.

6. Read, Verify, Date and Sign Below

(See Instructions for signature requirements. Do not use a computer generated signature.)

The undersigned is the sole director or a majority of the directors now in office. I declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Signature lines with Date, Signature, and SEE ATTACHED Type or Print Name fields.

**SIGNATURE PAGE
TO
NONPROFIT CERTIFICATE OF DISSOLUTION
(FORM DISS NP)
OF
CALPFA COMMUNITY DEVELOPMENT CORPORATION**

The undersigned is the sole director or a majority of the directors now in office. I declare under penalty of perjury under the laws of the State of California that the matters set forth in the certificate are true and correct of my own knowledge.

Date

Signature

Craig Pederson

Date

Signature

Joe Neves

Date

Signature

Rich Valle

Date

Signature

Doug Verboon

Date

Signature

Richard Fagundes



Secretary of State

ELEC NP

Nonprofit Certificate of Election to Wind Up and Dissolve

(California Nonprofit Corporation ONLY)

IMPORTANT — Read Instructions before completing this form.

There is No Fee for filing a Nonprofit Certificate of Election to Wind Up and Dissolve

Copy Fees – First page \$1.00; each attachment page \$0.50; Certification Fee - \$5.00 plus copy fees

This Space For Office Use Only

1. Corporate Name (Enter the exact name of the nonprofit corporation as it is recorded with the California Secretary of State.)

2. 7-Digit Secretary of State Entity Number

3. Election

(Check the applicable statement. Only one box may be checked. If the first box is checked, enter the number of members (do not enter the percentage of members). Note: This Form ELEC NP is not required when the vote to dissolve was made by all of the members, or if the nonprofit corporation has no members, by all of the directors, and that fact is noted on the Nonprofit Certificate of Dissolution (Form DISS NP).)

- Three checkbox options for election methods: majority of members, board of directors with majority of members, or no members.

4. Required Statement (This Statement is required. Do not alter.)

The nonprofit corporation has elected to wind up and dissolve.

5. Read, Verify, Date and Sign Below (See Instructions for signature requirements. Do not use a computer generated signature.)

I declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge and that I am authorized by California law to sign.

Three signature lines with fields for Date, Signature, and Type or Print Name.