



NOTICE OF BOARD MEETING

Board of Directors

Director Anne Griffith
Director Mark Tortorich
Director Patricia Wells

In accordance with Article IV, Section 4.11, of the Bylaws of the Oakland Affordable Housing Preservation Initiatives, Inc., NOTICE IS HEREBY GIVEN that the **Regular Meeting of the Board of Directors** will be held as follows:

RAMP BOARD OF DIRECTORS REGULAR MEETING

**Thursday, October 27, 2022, 4:30 p.m. or
Immediately at the conclusion of the OAHPI meeting**

Tele-Conference

NOTE: Pursuant to Assembly Bill No.361 [(Chapter 165, Statutes of 2021) approved by the Governor on September 16, 2021]] a local legislative body is authorized to hold public meetings remotely via teleconferencing without complying with the teleconferencing requirements imposed by the Ralph M. Brown Act when a legislative body of a local agency holds a meeting during proclaimed state emergencies, and make public meetings accessible “via a call-in option or an internet-based service option” to all members of the public seeking to access and attend the meeting, offer public comment, and address the legislative body.

Join Zoom Meeting Online:

<https://oakha-org.zoom.us/j/81783713339?pwd=TEh6UENBVFIFTzdIR0hrU0ZZOVFvUT09>
ID (access code): 817 8371 3339 Meeting Passcode: 504449

To participate by Telephone: 1 (669) 219-2599
ID (access code): 817 8371 3339

Meeting Passcode: 504449#

If you need special assistance to participate in the meeting, please contact RAMP at (510) 874-1510 (English TTY 510-874-1599). Notification at least 48 hours prior to the meeting will enable RAMP Board of Directors to make reasonable accommodations to ensure accessibility.

All public comment on action items will be taken at the public comment portion of the meeting. You may comment via zoom by “raising your hand” or by submitting an e-mail to publiccomments@oakha.org or call using the zoom participant number.

- You may request to make a public comment by “raising your hand” through Zoom’s video conference or phone feature, as described below. Requests will be received only during the designated times in which to receive such requests and only for eligible Agenda items. Public comments will be subject to the appropriate time limit of three (3) minutes.
- To comment by Zoom video conference, click the "Raise Your Hand" button to request to speak when Public Comment is being taken on the eligible Agenda item. You will then be unmuted, during your turn, and allowed to make public comments. After the allotted time of three (3) minutes, you will then be re-muted. Instructions on how to “Raise Your Hand” is available at: <https://support.zoom.us/hc/en-us/articles/205566129> - Raise-Hand-In-Webinar.
- To comment by phone, please call on one of the phone numbers listed below. You will be prompted to “Raise Your Hand” by pressing “*9” to request to speak when Public Comment is being taken on the eligible Agenda Item. You will then be unmuted, during your turn, and allowed to make public comments. After the allotted time of three (3) minutes, you will then be re-muted. Please unmute yourself by pressing *6. Instructions of how to raise your hand by phone are available at: <https://support.zoom.us/hc/en-us/articles/201362663> - Joining-a-meeting-by-phone.



AGENDA

Regular Meeting

October 27, 2022, 4:30 p.m. or
Immediately after the OAHPI Meeting

- I. Roll Call
- II. Approval of Minutes
 - A. Approval of Minutes of the Special Board Meeting of August 25, 2022
 - B. Approval of Minutes of the Special Board Meeting of September 29, 2022
- III. Recognition of people wishing to address the Board of Directors
- IV. Old or Unfinished Business
- V. Modifications to the Agenda
(Allows for any change in the order of business or the announcement of the postponement or continuation of agenda items.) The Board can only take action on items listed on this agenda unless a finding is made that an emergency exists or a need arose after agenda posting.
- VI. New Business
 - A. Consideration of a resolution to approve the Oak Groves Senior Housing, L.P., 2023 annual operating budget.
 - B. Consideration of a resolution to approve and execute a contract with Armanino LLP to complete the financial statements and tax returns for Oak Groves Senior Housing, L.P., for a contract term of five (5) years and a contract amount not to exceed \$105,800.
 - C. Consent Agenda:
Items on the Consent Agenda are considered routine and do not require separate discussion. If a Director wishes to have discussion, or if a member of the public wishes to comment on any consent item, the item may be removed from the consent agenda and considered separately. Questions or clarifications may be considered by the Directors without removal from the Consent Agenda. The Consent Agenda is adopted in one motion.
 1. Adopt a resolution authorizing the Executive Director to making findings

authorizing continued remote teleconference meetings of the Board of Commissioners Pursuant to Brown Act Provisions, as amended by Assembly Bill Number 361.

VII. Adjournment

DocuSigned by: **RAMP HOUSING, INC.**
tom deloye
116957342B4A40E

Tom Deloye, Secretary



DRAFT

**MINUTES OF SPECIAL MEETING
BOARD OF DIRECTORS OF THE
RAMP HOUSING, INC.**

Thursday, August 25, 2022

Special Meeting

NOTE: In accordance with Governor Newsom's issued Executive Order N-29-20, dated March 17, 2020, Suspending Brown Act Requirements for public meetings due to Coronavirus (COVID-19), a local legislative body is authorized to hold public meetings via teleconferencing and make public meetings accessible "telephonically or electronically" to all members of the public seeking to observe and to address the legislative body.

Tom Deloye called the meeting to order at 4:06 p.m.

I. Roll Call

Present 3 - Director Griffith, Director Tortorich, and Director Wells joined the meeting via teleconference.

II. Approval of Minutes Approval of Minutes of the Special Meeting of July 22, 2022

On approval of the minutes of the July 22, 2022 Special Meeting moved by Director Tortorich, seconded by Director Griffith. The motion carried by the following vote.

Ayes 3 – Griffith, Tortorich, Wells

III. Recognition of people wishing to address the Board of Directors

There were no persons wishing to address the Directors.

IV. Old or Unfinished Business

There were no old or unfinished business items.

V. Modifications to the Agenda

There were no modifications to the Agenda.

VI. New Business

- A. Discussion and possible adoption of resolution of the Board of Directors of the RAMP Housing, Inc. making findings authorizing the continued remote teleconference meetings of the Board of Directors pursuant to the Brown Act Provisions, as amended by Assembly Bill Number 361.

Tom Deloye, Secretary of RAMP Housing, presented the resolution for consideration to continue remote teleconference meetings of the Board of Directors pursuant to Brown Act Provisions, as amended by Assembly Bill Number 361.

Having no further questions from the Board, Director Wells moved to approve item VI.A., which was seconded by Director Tortorich. The motion carried by the following vote.

Ayes 3 – Griffith, Tortorich, Wells

VII. Adjournment

There being no further business to come before the Board, the meeting was moved to adjourn by Director Tortorich and seconded by Director Griffith. The meeting adjourned at 4:10 p.m.

RAMP HOUSING, INC.

Tom Deloye, Secretary



DRAFT

**MINUTES OF SPECIAL MEETING
BOARD OF DIRECTORS OF THE
RAMP HOUSING, INC.**

Thursday, September 29, 2022

Special Meeting

NOTE: In accordance with Governor Newsom's issued Executive Order N-29-20, dated March 17, 2020, Suspending Brown Act Requirements for public meetings due to Coronavirus (COVID-19), a local legislative body is authorized to hold public meetings via teleconferencing and make public meetings accessible "telephonically or electronically" to all members of the public seeking to observe and to address the legislative body.

Tom Deloye called the meeting to order at 5:13 p.m.

I. Roll Call

Present 3 - Director Griffith and Director Tortorich joined the meeting via teleconference.

Excused 1 - Director Wells was excused.

II. Recognition of people wishing to address the Board of Directors

There were no persons wishing to address the Directors.

III. Old or Unfinished Business

There were no old or unfinished business items.

IV. Modifications to the Agenda

There were no modifications to the Agenda.

V. New Business

A. Discussion and possible adoption of resolution of the Board of Directors of the RAMP Housing, Inc. making findings authorizing the continued remote

teleconference meetings of the Board of Directors pursuant to the Brown Act Provisions, as amended by Assembly Bill Number 361.

Tom Deloye, Secretary of RAMP Housing, presented the resolution for consideration to continue remote teleconference meetings of the Board of Directors pursuant to Brown Act Provisions, as amended by Assembly Bill Number 361.

Having no further questions from the Board, Director Griffith moved to approve item VI.A., which was seconded by Director Tortorich. The motion carried by the following vote.

Ayes 2 – Griffith, Tortorich

Excused 1 - Wells

VI. Adjournment

There being no further business to come before the Board, the meeting was moved to adjourn by Director Tortorich and seconded by Director Griffith. The meeting adjourned at 5:15 p.m.


RAMP HOUSING, INC.

Tom Deloye, Secretary

ITEM: VI.A.

RAMP Housing, Inc. MEMORANDUM

To: Board of Directors

From: Patricia Wells, Executive Director  722CF180EE194A1...

Subject: Consideration of the resolution to approve Oak Groves Senior Housing, L.P.
2023 Annual Operating Budget

Date: October 12, 2022

Purpose: This memorandum forwards for your consideration a resolution to approve the Oak Groves Senior Housing, L.P., 2023 annual operating budget.

Background:

The John Stewart Company, the management agent for Oak Groves Senior Housing, L.P., has prepared an annual operating budget for 2023 for Oak Groves Senior Housing. The following is a recap of the proposed estimated revenue and expenditures:

| Category | 2022 Budget Annual | 2023 Budget Annual | 2023 Increase (Decrease) | 2023 Percent Increase (Decrease) |
|--|--------------------------|--------------------------|-----------------------------|--|
| Project Revenue | | | | |
| Total Gross Income Potential | \$3,569,496 | \$3,525,296 | -\$44,200 | -1.24% |
| Total Vacancies and Concessions | -\$107,085 | -\$70,506 | \$36,579 | 34.16% |
| Total Other Income | \$4,476 | \$4,416 | -\$60 | -1.34% |
| TOTAL REVENUE | \$3,466,887 | \$3,459,206 | -\$7,681 | -0.22% |
| Project Expenses | | | | |
| Total Marketing Expenses | \$500 | \$500 | \$0 | 0.00% |
| Total Administrative Expenses | \$440,630 | \$464,522 | \$23,892 | 5.42% |
| Total Utilities | \$207,638 | \$192,407 | -\$15,231 | -7.34% |
| Total Operating and Maintenance Expenses | \$454,404 | \$393,708 | -\$60,696 | -13.36% |
| Total Taxes and Insurance | \$493,820 | \$272,295 | -\$221,525 | -44.86% |
| Total Non-Deferred Financial Expense | \$493,390 | \$970,523 | \$477,133 | 96.71% |
| Total Service Expense | \$18,000 | \$16,000 | -\$2,000 | -11.11% |
| Total Corporate Expenses | \$800 | \$800 | \$0 | 0.00% |
| Total Reserve Expenditures | \$0 | \$0 | \$0 | 0.00% |

| | | | | |
|---|--------------------|--------------------|-------------------|----------------|
| TOTAL OPERATING EXPENSES | \$2,109,182 | \$2,310,755 | \$201,573 | 9.56% |
| | | | | |
| OPERATING INCOME (LOSS) | \$1,357,705 | \$1,148,451 | -\$209,254 | -53.32% |
| | | | | |
| Total Other Cash (Available) Requirements | \$293,797 | \$514,607 | \$220,810 | 76.16% |
| TOTAL CASH FLOW | \$1,063,908 | \$633,844 | -\$430,064 | -40.00% |

Proposed Action

Staff recommend that the Board of Directors adopt the attached resolution to approve the Oak Groves Senior Housing, L.P., 2023 annual operating budget.

Attachments: Oak Groves Senior Housing, L.P., 2023 Annual Operating Budget Resolution

**THE BOARD OF DIRECTORS OF
RAMP HOUSING, INC.**

On Motion of Director:

Seconded by Director:

and approved by the following vote:

AYES:

NAYS:

ABSTAIN:

ABSENT:

EXCUSED:

THE FOLLOWING RESOLUTION WAS ADOPTED:

NUMBER:

**A RESOLUTION TO APPROVE THE 2023 ANNUAL OPERATING BUDGET
FOR OAK GROVES SENIOR HOUSING LP**

At a duly constituted meeting of the Board of Directors of RAMP Housing Inc., a California non-profit public benefit corporation (the "Corporation"), held on October 27, 2022, the following resolution was adopted:

WHEREAS, the Board of Directors must approve the 2023 annual operating budget for Oak Groves Senior Housing, L.P.; and

WHEREAS, the proposed 2023 annual operating budget for Oak Groves Senior Housing, L.P., was provided to the Board of Directors; and

WHEREAS, the Board of Directors has reviewed the proposed 2023 annual operating budget for the property owned by Oak Groves Senior Housing, L.P.; and

WHEREAS, the Board of Directors has determined that the 2023 annual budget reflects reasonable expenses and revenues for Oak Groves Senior Housing, L.P.

**NOW, THEREFORE, BE IT RESOLVED BY THE
BOARD OF DIRECTORS OF RAMP, INC.:**

THAT, the proposed 2023 annual operating budget for Oak Groves Senior Housing, L.P., is hereby approved for submission to the Limited Partner and lenders for their review, comment and approval; and

THAT, the 2023 operating budget can be approved and finalized without further action by the Board of Directors if the Treasurer deems that modifications to the operating budget that may be required due to project-related regulatory documents and/or comments received by the Limited Partner and/or lender are acceptable; and

THAT, this resolution shall become effective immediately.

*I certify that the foregoing is a full, true and correct
copy of a resolution passed by the Board of Directors of
RAMP, Inc. on October 27, 2022*

Tom Deloye, Secretary

ADOPTED: October 27, 2022

RESOLUTION NO.

ITEM: VI.B.**RAMP Housing, Inc.
MEMORANDUM**

To: Board of Directors**From:** Patricia Wells, Executive Director

DocuSigned by:
Patricia Wells
722CF180EE194A1...

Subject: Consideration of a resolution authorizing the Chairperson or Executive Director of RAMP Housing, Inc. to execute a contract and subsequent engagement letters with Armanino LLP to complete the financial statements and tax returns for Oak Grove Senior Housing, L.P., for up to five (5) years for a total amount not to exceed \$105,800**Date:** October 27, 2022

Purpose: This memorandum forwards for your consideration a resolution authorizing the Chairperson or Executive Director of RAMP Housing, Inc. to execute a contract and subsequent engagement letters with Armanino LLP to complete the financial statements and tax returns for Oak Grove Senior Housing, L.P., for up to five (5) years.

Funding: The FY23 operating budget for Oak Grove Senior Housing includes funding to hire a Certified Public Accountant to complete the tax returns and review of financial statements for Oak Grove Senior Housing, L.P., Armanino LLP's fee to prepare the audited financials and tax filings for the first year of the engagement is \$21,550. The cost to Oak Grove Senior Housing L.P., for a five (5) year engagement will not exceed \$105,800 and will be included in the subsequent fiscal year budgets.

Background:

The Oakland Housing Authority (OHA) on behalf of several OHA's affiliates and instrumentalities facilitated a competitive procurement, in accordance with OHA's Procurement Policy, to select a Certified Public Accounting (CPA) firm with experience providing annual audit and tax preparation services for limited partnerships and their non-profit managing general partners that own tax credit affordable housing developments.

A Request for Proposals (RFP) #22-018 was issued on May 17, 2022 and a total of two hundred twenty-five (225) vendors received notification of issuance of the RFP through the agency's bidding systems, Economic Engine and Infolane. The RFP was also publicly posted on OHA's website. Five (5) companies responded to the RFP and submitted proposals by the deadline of August 10, 2022. On August 31, 2022, an evaluation committee comprised of three (3) OHA employees convened to evaluate and rate the

submitted proposals. All committee members' scores were averaged, resulting in one final score for each company's proposal.

The proposal submitted by Armanino LLP for Oak Groves Senior Housing, L.P., received the highest score from the evaluation committee and, therefore, the committee recommends awarding the contract to Armanino LLP. The proposed term of the contract with Armanino is three years with two one-year options to renew for a total contract term of five (5) years. Proposed fees for the contract term are detailed below:

| | | Oak Groves Senior Housing LP | | |
|-----------------------------------|-------------------|-------------------------------------|--------------------------------------|----------------------|
| | | Audited Financial Statement | Federal and State Tax Returns | Total by Year |
| Initial Contract Term | Year One | \$18,000* | \$3,550 | \$21,550 |
| | Year Two | \$16,000 | \$3,675 | \$19,675 |
| | Year Three | \$16,800 | \$3,800 | \$20,600 |
| 1st Option Term | Year Four | \$17,600 | \$3,925 | \$21,525 |
| 2nd Option Term | Year Five | \$18,400 | \$4,050 | \$22,450 |
| | | Total | \$105,800 | |

*Please note that the fee for preparation of the audited financial statement during the first year of the contract is higher than the following years as this first year's review and preparation of financial documents will be more complex since it will immediately follow the permanent conversion.

Recommendation:

Staff recommend that the Board of Directors authorize the Chairperson or Executive Director of RAMP Housing, Inc. to execute a contract and subsequent engagement letters with Armanino LLP to complete the financial statements and tax returns for Oak Grove Senior Housing, L.P., for up to five (5) years in a total amount not to exceed \$105,800.

Attachment: Resolution

**THE BOARD OF DIRECTORS OF
RAMP HOUSING, INC**

On Motion of Director:

Seconded by Director:

and approved by the following vote:

AYES:

NAYS:

ABSTAIN:

ABSENT:

EXCUSED:

THE FOLLOWING RESOLUTION WAS ADOPTED:

NUMBER:

A RESOLUTION AUTHORIZING THE CHAIRPERSON OR EXECUTIVE DIRECTOR OF RAMP HOUSING, INC. TO EXECUTE A CONTRACT AND SUBSEQUENT ENGAGEMENT LETTERS WITH ARMANINO LLP TO COMPLETE THE FINANCIAL STATEMENTS AND TAX RETURNS FOR OAK GROVE SENIOR HOUSING, L.P., FOR UP TO FIVE (5) YEARS FOR A TOTAL AMOUNT NOT TO EXCEED \$105,800

At a duly constituted meeting of the Board of Directors of RAMP Housing Inc., a California nonprofit public benefit corporation (the "Corporation"), held on October 27, 2022, the following resolution was adopted:

WHEREAS, the Oakland Housing Authority (OHA) facilitated a competitive procurement, in accordance with OHA's Procurement Policy, to select a Certified Public Accounting (CPA) firm with experience providing annual audit and tax preparation services for limited partnerships and their non-profit managing general partners that own tax credit affordable housing developments; and,

WHEREAS, a Request for Proposals (RFP) #22-018 was issued on May 17, 2022 and a total of two hundred twenty-five (225) vendors received notification of issuance of the RFP through the agency's bidding systems, Economic Engine and Infolane; and,

WHEREAS, five (5) companies responded to the RFP and submitted proposals by the deadline of August 10, 2022; and,

WHEREAS, on August 31, 2022, an evaluation committee comprised of three (3) OHA employees convened to evaluate and rate the submitted proposals; and,

WHEREAS, the proposal submitted by Armanino LLP for Oak Groves Senior Housing, L.P., received the highest score from the evaluation committee and, therefore, the committee recommends awarding the contract to Armanino LLP; and,

WHEREAS, the proposed term of the contract with Armanino is three years with two one year options to renew for a total contract period of five (5) years; and,

WHEREAS, the cost to Oak Grove Senior Housing L.P., for a five (5) year engagement will not exceed \$105,800.

**NOW, THEREFORE, BE IT RESOLVED BY THE
BOARD OF DIRECTORS OF RAMP, INC.:**

THAT, the proposed term of the contract with Armanino LLP for Oak Groves Senior Housing, L.P., is approved; and,

THAT, the Board of Directors authorize the Chairperson or Executive Director of RAMP Housing, Inc. to execute a contract and subsequent engagement letters with Armanino LLP to complete the financial statements and tax returns for Oak Grove Senior Housing, L.P., for up to five (5) years for a total amount not to exceed \$105,800, under the terms of the contract negotiated by Oakland Housing Authority pursuant to RFP #22-018; and,

THAT, this resolution shall become effective immediately.

*I certify that the foregoing is a full, true and correct
copy of a resolution passed by the Board of Directors of
RAMP, Inc. on October 27, 2022*


Tom Deloye, Secretary

ADOPTED: October 27, 2022

RESOLUTION NO.

ITEM: VI.C.**RAMP Housing, Inc.**
MEMORANDUM

To: Board of Directors

From: Patricia Wells, Executive Director 722CF180EE194A1...

Subject: Discussion and Possible Adoption of Resolution of the Board of Directors of the RAMP Housing, Inc. Ratifying the Proclamation of a State of Emergency by the Governor of the State of California on March 4, 2021, and Making Findings Authorizing Continued Remote Teleconference Meetings of the Board of Directors Pursuant to Brown Act Provisions, as amended by Assembly Bill Number 361

Date: October 27, 2022

Purpose: This action will authorize continued remote teleconference meetings of the Board of Directors pursuant to Brown Act Provisions, as amended by Assembly Bill Number 361.

Funding: No funding is required.

Background

On March 17, 2020, Governor Newsom issued Executive Order N-29-20, which allowed for relaxed provisions of the Ralph M. Brown Act (Brown Act) that allowed legislative bodies to conduct meetings through teleconferencing without having to meet the strict compliance of the Brown Act. All provisions of Executive Order N-29-20 concerning the conduct of public meetings via teleconferencing expired on September 30, 2021.

On March 29, 2022, The Board of Directors adopted Resolution Number 22-001 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

On April 29, 2022, The Board of Directors adopted Resolution Number 22-005 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

On May 27, 2022, The Board of Directors adopted Resolution Number 22-006 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

On June 30, 2022, The Board of Directors adopted Resolution Number 22-007 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

RAMP Assembly Bill Number 361

Page 2 of 3

On July 22, 2022, The Board of Directors adopted Resolution Number 22-010 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

On August 25, 2022, The Board of Directors adopted Resolution Number 22-012 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

On September 29, 2022, The Board of Directors adopted Resolution Number 22-013 within the thirty-day period, which made findings to continue remote teleconference meetings pursuant to Brown Act provisions, as amended by AB 361.

Discussion:

Assembly Bill 361(Chapter 165, Statutes of 2021) (AB 361) was signed into law by the Governor on September 16, 2021, and went into effect immediately. It amends the Brown Act to allow local legislative bodies to continue using teleconferencing and virtual meeting technology after the September 30, 2021 expiration of the current Brown Act exemptions as long as there is a "proclaimed state of emergency" by the Governor. This allowance also depends on state or local officials imposing or recommending measures that promote social distancing or a legislative body finding that meeting in person would present an imminent safety risk to attendees. Though adopted in the context of the pandemic, AB 361 will allow for virtual meetings during other proclaimed emergencies, such as earthquakes or wildfires, where physical attendance may present a risk. AB 361 will sunset on January 1, 2024.

AB 361 requires the following to continue to conduct teleconferenced meetings:

1. Notice of the meeting must still be given in compliance with the Brown Act, and the notice must include the means by which the public may access the meeting and provide public comment remotely.
2. The public must be provided access to the meeting via a call-in option or internet-based service option and allowed to "address the legislative body directly." RAMP Housing, Inc. does not have to provide an in-person option for the public to attend the meeting.
3. The meeting must be conducted "in a manner that protects the statutory and constitutional rights of the parties and the public appearing before the legislative body."
4. If there is a disruption to the meeting broadcast or in the ability to take call-in or internet-based public comment, no further action can be taken on agenda items until the issue is resolved, even if this means stopping the meeting at that point and continuing all remaining items.
5. The Board of Directors cannot require comments to be submitted before the start of the meeting. The public must be allowed to make "real time" public comment.

RAMP Assembly Bill Number 361

Page 3 of 3

6. Reasonable time for public comment must be provided. If the Board provides a timed public comment period, the public comment period must be left open until the time expires.
7. All votes must be taken by roll call.
8. The Board of Directors must approve a resolution making findings by majority vote within 30 days of the first teleconferenced meeting under AB 361 and every 30 days thereafter to continue to conduct teleconference meetings under AB 361. The body must find it has reconsidered the circumstances of the state of emergency and either 1) the emergency continues to impact the ability to meet safely in person, or 2) State or local officials continue to impose or recommend social distancing.

In light of AB 361, the continuing COVID-19 State of Emergency declared by the Governor, the continuing Local Emergency declared by the City of Oakland, the continuing recommendations by the County of Alameda Health Officer of social distancing as a mechanism for preventing the spread of COVID-19, and the continued threats to health and safety posed by indoor public meetings, staff recommends the Board of Directors adopt the proposed Resolution making the findings required to initially invoke AB 361.

The procedures currently set up for Board of Directors' meetings, which provide public attendance and comment through a call-in or internet-based service option, satisfy the requirements of AB 361. The Executive Director, or designee, will work with the Board to ensure that meeting procedures for all teleconferenced meetings comply with AB 361. Continued reliance will require the Board of Directors to adopt a new resolution making required findings every 30 days.

Recommended Action

It is recommended that the Board of Directors adopt a resolution ratifying the proclamation of a State of Emergency by the Governor of the State of California on March 4, 2021, and making findings authorizing continued remote teleconference meetings of the Board of Directors pursuant to Brown Act provisions, as amended by Assembly Bill Number 361.

Attachment: Assembly Bill 361
Resolution

**THE BOARD OF DIRECTORS OF
RAMP HOUSING, INC.**

On Motion of Director:

Seconded by Director:

And approved by the following vote:

AYES:

NAYS

ABSTAIN:

EXCUSED:

ABSENT:

THE FOLLOWING RESOLUTION WAS ADOPTED:

NUMBER:

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE RAMP HOUSING, INC
RATIFYING THE PROCLAMATION OF A STATE OF EMERGENCY BY THE
GOVERNOR OF THE STATE OF CALIFORNIA ON MARCH 4, 2021, AND MAKING
FINDINGS AUTHORIZING CONTINUED REMOTE TELECONFERENCE MEETINGS
OF THE BOARD OF DIRECTORS PURSUANT TO BROWN ACT PROVISIONS, AS
AMENDED BY ASSEMBLY BILL NO. 361**

WHEREAS, the RAMP Housing, Inc. ("RAMP") is committed to preserving and nurturing public access and participation in meetings of the Board of Directors; and

WHEREAS, all meetings of the RAMP Housing, Inc.'s Board of Directors are open and public, as required by the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963), so that any member of the public may attend, participate, and watch the RAMP Housing, Inc.'s Board of Directors conduct their business; and

WHEREAS, the Brown Act, Government Code section 54953(e), makes provisions for remote teleconferencing participation in meetings by members of a legislative body, without compliance with the requirements of Government Code section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, a required condition is that a state of emergency is declared by the Governor pursuant to Government Code section 8625, proclaiming the existence of conditions of disaster or of extreme peril to the safety of persons and property within the state caused by conditions as described in Government Code section 8558; and

WHEREAS, it is further required that state or local officials have imposed or recommended measures to promote social distancing, or, the legislative body meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, such conditions now exist within the jurisdiction of the RAMP Housing, Inc., specifically, on March 17, 2020 the Governor of the State of California proclaimed a State of Emergency to exist in California as a result of the threat of COVID-19, and such declaration has not been lifted or rescinded; and

WHEREAS, as a result of the COVID-19 pandemic the California Department of Health and the Health Officer of the County of Alameda continue to recommend measures to promote social distancing. Additionally, On March 9, 2020, in response to the COVID-19 pandemic, the City Council of the City of Oakland declared a local emergency as set forth in Resolution No. 898075 C.M.S., which remains in full force and effect to date; and

WHEREAS, the Board of Directors does hereby find that the COVID-19 pandemic has caused, and will continue to cause, imminent risk to the health and safety of attendees meeting in person for a Board of Directors meeting, and the COVID-19 pandemic has caused conditions of peril to the safety of persons within the jurisdiction of the RAMP Housing, Inc. that are likely to be beyond the control of services, personnel, equipment, and facilities of the RAMP Housing, Inc., and desires to ratify the proclamation of a state of emergency by the Governor of the State of California and ratify the California Department of Health and the Health Officer of the County of Alameda's recommended measures to promote social distancing; and

WHEREAS, as a consequence of the local emergency and state of emergency the Board of Directors shall conduct their meetings without compliance with paragraph (3) of subdivision (b) of Government Code section 54953, as authorized by subdivision (e) of section 54953, and that the Board of Directors shall comply with the requirements to provide the public with access to the meetings as prescribed in paragraph (2) of subdivision (e) of Government Code section 54953.

**NOW, THEREFORE, BE IT RESOLVED BY
THE BOARD OF DIRECTORS OF RAMP HOUSING, INC.:**

THAT, Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference; and

THAT, Section 2. Reconsideration. The Board hereby reconsiders the circumstances of the state of emergency; and

THAT, Section 3. Ratification of the California Department of Health and the Health Officer of the County of Alameda's recommended measures to promote social distancing. The Board hereby finds that state and local officials continue to recommend measures to promote social distancing. The Board further hereby ratifies the California Department of Health and the Health Officer of the County of Alameda's recommended measures to

promote social distancing and finds that, as a result of the state of emergency, meeting in person would present imminent risk to the health or safety of attendees; and

THAT, Section 4. Ratification of Governor's Proclamation of a State of Emergency. The Board hereby ratifies the Governor of the State of California's Proclamation of State of Emergency, effective as of its issuance date of March 4, 2020, which declaration has not been lifted or rescinded, and hereby finds that the state of emergency continues to directly impact the ability of the Board of Directors and members of the public to meet safely in person; and

THAT, Section 5. Remote Teleconference Meetings. The RAMP Housing, Inc.'s Executive Director, and designee, and the Board of Directors are hereby authorized and directed to take all actions necessary to carry out the intent and purpose of this Resolution including, continued teleconferencing and conducting open and public meetings in accordance with Government Code section 54953(e) and other applicable provisions of the Brown Act; and

THAT, Section 6. Effective Date of Resolution. This Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (i) 30 days from the adoption of this Resolution, or, (ii) such time as the Board of Directors adopts a subsequent resolution in accordance with Government Code section 54953(e)(3) to extend the time during which the Board of Directors of RAMP Housing, Inc. may continue to teleconference without compliance with Government Code section 54953(b)(3).

*I hereby certify that the foregoing resolution is a full, true and correct
copy of a resolution passed by the Board of Directors of
RAMP Housing, Inc. on October 27, 2022.*

Tom Deloye, Secretary

ADOPTED: October 27, 2022

RESOLUTION NO.