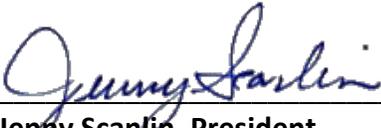


**RESOLUTION OF BUILD HOPE, INC. BOARD OF DIRECTORS
APPOINTING NEW GOVERNING BOARD MEMBERS AND SELECTING A CHAIR AND VICE CHAIR**



Jenny Scanlin, President

Purpose: In compliance with Articles III and VII of the Fifth Restated and Amended Bylaws for Build Hope, Inc. (“BHI Bylaws”), this report intends for the Board of Directors of Build Hope, Inc. (“Governing Board”) to appoint two Directors necessary to constitute a complete Governing Board for Build Hope Inc., to appoint a new Chair of the Governing Board, and to re-affirm the Vice Chair of the Governing Board.

Issues: As a non-profit affiliate of the Housing Authority of the City of Los Angeles (“HACLA”), Build Hope Inc. (“BHI”) receives grants, donations and other support from external organizations to further the goal of providing services and support to residents, clients and the communities served by HACLA. These administrative actions serve to ensure that BHI can deliver on its stated mission by updating its directors and appointing all officer positions.

Appointment of Two Governing Board Members

Article III of the BHI Bylaws provides for the appointment of the members of the Governing Board of BHI, which must include not less than five (5) Directors comprised of the following: three (3) Designated Directors (consisting of the Chairperson of HACLA’s Board of Commissioners (“BOC”), the President and CEO of HACLA, and the Chief Programs Officer of HACLA); and two (2) Appointed Directors, who are appointed by Governing Board resolution.

In April 2021, the Chairperson of the HACLA BOC, Ben Besley, resigned as a member and the Chairperson of the HACLA BOC. In doing so, in accordance with Section 3.2.1 of the BHI Bylaws, he also automatically resigned his concurrent position as a Designated Director on the Governing Board.

In accordance with Section 3.6.3(a)(iii) of the BHI Bylaws, his replacement, recently appointed HACLA BOC Chairperson Cielo Castro, who had been serving as an Appointed Director of the Governing Board, automatically became a Designated Director of the Governing Board.

BOC Chairperson Castro's movement from Appointed Director to Designated Director, as well as an existing vacancy, leave vacancies in the two (2) Appointed Director positions. The Governing Board now needs to seat two (2) Appointed Directors to constitute a complete Governing Board.

Pursuant to Sections 3.2.2 and 3.4 of the BHI Bylaws, Appointed Directors shall be appointed by Governing Board resolution at a meeting at which a quorum of Directors then in office is present. Further, pursuant to section 3.5.2, one-half (1/2) of such Appointed Directors shall serve for a term of one (1) year, and one-half (1/2) shall serve for a term of two (2) years.

Staff recommends the appointment of Mr. Daniel Tenenbaum to a one (1) year term, as dictated under Section 3.5.2 of the BHI Bylaws, commencing on June 24, 2021 and ending on December 31, 2022. Mr. Tenenbaum, in addition to being an active principal in Pacific Crest Realty, a successful real estate company, and having a deep understanding of the mechanics of housing construction and management, is on the Board of the Jewish Venture Philanthropy Fund, the Breed Street Shul Project in Boyle Heights and Move LA. Prior to starting PCR, Daniel had worked in various capacities for The Walt Disney Company, IBM and Proctor & Gamble in the U.S., Canada and France. Daniel obtained his Master's Degree in Business Administration from Harvard Business School and a Bachelor's of Commerce degree from McGill University. His past experience and understanding of the values of HACLA will assist in providing the direction and input required to steer BHI organizationally and support fundraising efforts.

In addition, staff recommends the appointment of Mr. Steve Zimmer to a two-year term, as dictated under Section 3.5.2 of the BHI Bylaws, commencing on June 24, 2021 and ending on December 31, 2023. Steve Zimmer is a former member (representing District 4) and President of the Los Angeles Unified School District ("LAUSD") Board of Education, elected in 2009, and serving until June 2017. Before he was elected to the Board of Education, Zimmer worked as a teacher and counselor at Marshall High School in LAUSD for 17 years, initiating innovative programs in public service and teacher training during his tenure. Mr. Zimmer currently works as a special advisor to L.A. Mayor Eric Garcetti on education policy. His past experience will provide strategic insight on some of BHI's most prominent service goals, partnership development and growth of the Scholarship Fund. Mr. Zimmer's appointment is contingent on obtaining clearance from the City on any ethics or conflict issues.

Selection of Chair and Vice Chair of the Governing Board

In accordance with Sections 7.1 and 7.1.1 of the BHI Bylaws, and given her active experience on the BHI Board and clear understanding of BHI's objectives, Ms. Castro is being recommended to sit as Chair of the BHI Governing Board.

She will be supported in this role by Douglas Guthrie, the current Vice Chair of the BHI Governing Board. Mr. Guthrie will continue to act as Vice Chair and is being recommended to be reaffirmed to this position.

The appointment of Directors to its Governing Board and seating of officers will positively impact the ability of BHI to strategically serve residents, increase donations and competitiveness for grant funding.

Funding: No funding is necessary for this Governing Board action.

Attachment:

1. Resolution re appointment of Governing Board Members and selection of Governing Board Officers

RESOLUTION NO. _____

**RESOLUTION OF BUILD HOPE, INC. BOARD OF DIRECTORS
APPOINTING NEW GOVERNING BOARD MEMBERS AND SELECTING A CHAIR AND VICE CHAIR**

WHEREAS, the Housing Authority of the City of Los Angeles (“HACLA”) established Build Hope, Inc. (“BHI”) as a nonprofit affiliate to support programs and provide opportunities that improve the quality of life for households associated with HACLA’s housing and programs;

WHEREAS, BHI was formed for public and charitable purposes and its specific purposes and goals are set forth in Article I, Section 1.2 of the Fifth Restated and Amended Bylaws (“BHI Bylaws”);

WHEREAS, Sections 3.2.1 and 3.2.2 of the BHI Bylaws provide for the appointment of members of the Board of Directors of BHI (“Governing Board”), which must be comprised of not less than five (5) directors: three (3) Designated Directors (consisting of the Chairperson of HACLA’s Board of Commissioners (“BOC”), the President and CEO of HACLA, and the Chief Programs Officer of HACLA); and two (2) Appointed Directors, appointed by Governing Board Resolution;

WHEREAS, in April 2021, the Chairperson of the HACLA BOC, Ben Besley, resigned as a member and the Chairperson of the HACLA BOC, and in doing so, he also automatically resigned his concurrent position as a Designated Director on the Governing Board;

WHEREAS, in accordance with Section 3.6.3(a)(iii) of the BHI Bylaws, current HACLA BOC Chairperson Cielo Castro, who had been serving as a Governing Board Appointed Director, automatically becomes a Designated Director of the Governing Board;

WHEREAS, BOC Chairperson Castro’s movement from an Appointed Director to a Designated Director, as well as an existing vacancy, leaves vacancies in the two (2) Appointed Director positions;

WHEREAS, in order to comply with Section 3.2.2 of the BHI Bylaws, the appointment of two (2) Appointed Directors by the Governing Board is necessary;

WHEREAS, the Governing Board desires to appoint Daniel Tenenbaum for a term of one (1) year and Steve Zimmer for a term of two (2) years, each beginning as of the date of adoption of this Resolution, in accordance with the terms set forth in Section 3.5.2 of the BHI Bylaws;

WHEREAS, in accordance with Sections 7.1 and 7.1.1. of the BHI Bylaws, the Governing Board, with the departure of its former Chair, Mr. Besley, wishes to select Designated Director Cielo Castro from among the members of the Governing Board to serve as Chair of the Governing Board;

WHEREAS, in accordance with Sections 7.1 and 7.1.2. of the BHI Bylaws, the Governing Board wishes to reaffirm Douglas Guthrie as the Vice Chair of the Governing Board;

WHEREAS, BHI requires the continued commitment and oversight of the Governing Board to ensure the delivery of programs and services; and

WHEREAS, the Governing Board desires to update its composition and Officers accordingly.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of Build Hope, Inc. hereby appoints Daniel Tenenbaum as an Appointed Director of the Governing Board for a term of one (1) year commencing on June 24, 2021 and ending on December 31, 2022 and Steve Zimmer as an Appointed Director of the Governing Board for a term of two (2) years commencing on June 24, 2021 and ending on December 31, 2023.

BE IT FURTHER RESOLVED that Cielo Castro is hereby appointed as Chair of the Governing Board of Build Hope Inc. for the unexpired term of former chair Ben Besley and Douglas Guthrie is hereby reaffirmed as Vice-Chair of Build Hope, Inc.

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately.

APPROVED AS TO FORM:

BUILD HOPE, INC.

By: _____
General Counsel

Douglas Guthrie, Vice Chair

Date: _____

I HEREBY CERTIFY that the foregoing resolution is a full, true and correct copy of a resolution adopted by the Governing Board of Build Hope, Inc. at its meeting held on June 24, 2021.

SECRETARY