

ROLL CALL VOTE:

Director Lopez

Director Perez

2. Consent Items

Subject	2.01 No Consent Items
Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	2. Consent Items
Type	Procedural

3. Public Communication

Subject	3.01 Public Communication
Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	3. Public Communication
Type	Procedural

4. Formal Action Items

Subject	4.01 Review of Bylaws/Appointment of Directors/Chair and Vice Chair
Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	4. Formal Action items
Type	Action
Recommended Action:	Accept Bylaw changes as written
Motion:_____	Second:_____ Vote:_____
ROLL CALL VOTE:	
Director Lopez	
Director Perez	
Recommended Action:	Appoint Luis Mendez, Anthony Ocampo and Rich Rollins to the Hueneme Housing Inc., Board
Motion:_____	Second:_____ Vote:_____

ROLL CALL VOTE:

Director Lopez

Director Perez

Recommended Action: Appoint Chair and Vice Chair

Motion: _____

Second: _____

Vote: _____

ROLL CALL VOTE:

Director Lopez

Director Mendez

Director Ocampo

Director Perez

Director Rollins

Subject

4.02 Appointment of Officers

Meeting

October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM

Category

4. Formal Action items

Type

Action

Recommended Action:

Accept recommendation

Motion: _____

Second: _____

Vote: _____

ROLL CALL VOTE:

Director Lopez

Director Mendez

Director Ocampo

Director Perez

Director Rollins

Subject

4.03 Budget Approval

Meeting

October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM

Category

4. Formal Action items

Type

Action

Recommended Action:

Accept recommendation

Motion: _____

Second: _____

Vote: _____

ROLL CALL VOTE:

Director Lopez
Director Mendez
Director Ocampo
Director Perez
Director Rollins

Adjourn to Close Session

5. Close Session

Subject	5.01 Conference with Real Property Negotiators Real Property Address: 746 Industrial Avenue, Port Hueneme, CA Negotiator(s): Gabriela Basua, President Hueneme Housing Inc., Under Negotiation: Price and Terms
Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	5. Formal Action items
Type	Action Reconvene from Close Session

6. Information/Request for Agenda Items

Subject	6.01 Directors and Officers Report
Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	6. Information Items
Type	Information Directors and Officer's Report – Directors and/or Officers may ask a question for clarification; make brief announcements or brief report on their activities; provide a reference to staff or other resources for factual information, request staff to report back the Board at a subsequent meeting regarding any matter; or request staff to place an item of business on a future Board Agenda.

No action will be taken on this item at this meeting

7. Adjournment

Subject	7.01 Adjournment
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Meeting	October 15, 2025 – Hueneme Housing Inc., Board Meeting at 6:00 PM
Category	7. Adjournment
Type	Information



HUENEME HOUSING, INC.

TO: The Board of Directors
FROM: Gabriela Basua, President
SUBJECT: Appointment of Directors/Chair and Vice Chair
DATE: Wednesday, October 15, 2025

AGENDA PLACEMENT:

☐ Communication

☒ Action Item

RECOMMENDATION:

1. It is recommended that the Board of Directors review its current bylaws and adopt the proposed changes and;
2. It is further recommended that the Board of Directors appoint Rich Rollins, Luis Mendez and Anthony Ocampo to the Hueneme Housing, Inc., Board of Directors, and;
3. Select a Chair and Vice Chair of the Board.

BACKGROUND:

On December 4, 2023 the Housing Authority Board approved the creation of a non-profit called Hueneme Housing Inc., in order to assume titles to the Housing Authority assets. It furthermore directed its Attorney to appoint the Housing Authority Board to serve as Board of Directors of the non-profit. On January 26, 2024 the Housing Authority Attorney filed the appropriate documents to incorporate Hueneme Housing Inc., with the California Secretary of State, at which time the corporation came into existence. On July 21, 2025, the Housing Authority Board voted to remove its entire five (5) member board from the non-profit Hueneme Housing Inc. It additionally, appointed two (2) City of Port Hueneme Council members to the Hueneme Housing Inc., Board of Directors.

The attached bylaws were adopted on April 2, 2024, which now need to be amended in order to reflect the new board structure. The proposed amended bylaws are attached to this report.



HUENEME HOUSING, INC.

In order to fill the additional three (3) vacancies, staff solicited interested Hueneme residents to apply for a seat on the Hueneme Housing Board. It is recommended that the Board appoint Rich Rollins, Luis Mendez and Anthony Ocampo to its Board.

It is further recommended that once the Board is in place, the Board appoint a Chair and a Vice-Chair.

FISCAL IMPACT:

None

ATTACHMENTS:

- A. Board Applications
- B. Draft Bylaws

ATTACHMENT A



CITIZEN'S INTEREST TO SERVE FORM

The mission of Hueneme Housing Inc, is to provide affordable housing to the residents of the City of Port Hueneme. The corporation is looking for individuals who live in the City of Port Hueneme to serve on its Board. If you are an advocate for affordable housing, we encourage you to apply, the board currently has 3 open seats.

Hueneme Housing Inc., requests information about your experience, education and interest in serving as a member of the board, specifically your reasons for wishing to serve. Please complete both pages of the form. Thank you for your interest.

Please submit completed form to: 250 North Ventura Road, Port Hueneme, CA, 93041 or email - Gbasua@cityofporthueneme.org

No. of Years Lived in Port Hueneme <u>40</u>	Are you over the age of 18 years? <u>X</u> yes _____ no
Registered Voter of Port Hueneme? _____ <u>X</u> yes _____ no	Do you possess any felony convictions? _____ yes <u>X</u> no
Do you own a business in the City? _____ yes <u>X</u> no	Are you an employee, or dependent of an employee, of the City of Port Hueneme? _____ yes <u>X</u> no
Are you an elected Official? _____ yes <u>X</u> no	What is your occupation <u>Mortgage Loan Officer</u>

Name Luis Mendez II Address 1885 N 7th Place Port Hueneme CA 93041

Phone (Home) 805-824-7084 (Cell) 805-824-7084 (Other) _____

Email: Lmendez1885@gmail.com Occupation Mortgage Loan Officer

Educational Background: Highest Level of Education B.A. Communications, CSUN

Additional Educational Information A.A. Ventura College Liberal Arts

Community and Civic Interests: Working in the Mortgage Industry for 18 years, Affordable Housing is an important issue for me. I am a volunteer at heart. I am on the Advisory Board for VCAAA - representing Port Hueneme. I am also a VP for Port Hueneme Lions Club. My passion is serving my local community.

References: Please provide Name, Address, and Phone of three Port Hueneme references:

1. ___ Jackie Beirsto, 1634 N 5th Street, Port Hueneme, CA 93041, (805) 407-2035 _____
2. ___ Diana De La Cruz, 552 Florence Ave., Port Hueneme CA 93041, (805) 205-0543 _____
3. ___ Lupita Solis Contreras, 1566 N 5th Place, Port Hueneme CA 93042 (805) 754-1205 _____

Please attach additional documentation for consideration of qualifications

THIS FORM IS A MATTER OF PUBLIC RECORD

In 300 words or less, explain reasons for wanting to serve:

I am interested in serving on the board for Hueneme Housing Inc., because I am a lifelong resident of Port Hueneme who cares about my community, and I like to be involved in the decision-making process on policies that benefit the residents of Port Hueneme. Additionally, I have been a Mortgage Professional for 18 years. Housing is my passion. I served on the Executive Board of NAHREP-VC (National Association of Hispanic Real Estate Professionals) for 8 years. I am a member of the Ventura County Coastal Association of Realtors and the Mortgage Bankers Association. As part of my employment and membership associations, I have attended many housing conferences and leadership symposiums- gaining knowledge in the housing industry specifically with the Housing and Urban Development Department (HUD). I am familiar with Fannie Mae and Freddie Mac housing guidelines/policies which impact our housing on the Federal, State and Local level. My professional career and housing industry knowledge have given me the knowledge needed to be a positive asset to Hueneme Housing Inc. Board. I am a Community Leader with strong ties to various non-profit organizations throughout Ventura County. I have professional relationships with local elected officials and stakeholders in Port Hueneme that will benefit your organization. My willingness to serve in the capacity as a Board Member makes me a great candidate.



Signature

8-16-2025_____
Date



CITIZEN'S INTEREST TO SERVE FORM

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Hueneme Housing Inc., requests information about your experience, education and interest in serving as a member of the board, specifically your reasons for wishing to serve. Please complete both pages of the form. Thank you for your interest.

Please submit completed form to: 250 North Ventura Road, Port Hueneme, CA, 93041 or email - Gbasua@cityofporthueneme.org

No. of Years Lived in Port Hueneme <u>18</u>	Are you over the age of 18 years? <input checked="" type="checkbox"/> yes <input type="checkbox"/> no
Registered Voter of Port Hueneme? <input checked="" type="checkbox"/> yes <input type="checkbox"/> no	Do you possess any felony convictions? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no
Do you own a business in the City? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no	Are you an employee, or dependent of an employee, of the City of Port Hueneme? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no
Are you an elected Official? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no	What is your occupation _____

Name RICHARD ROLLINS Address 222 MORNING BREEZE LANE
Phone (Home) N/A (Cell) 310-801-7243 (Other) _____
Email: RICHROLLINS@ME.COM Occupation RETIRED

Educational Background: Highest Level of Education B.A IN RECREATION ADM,
9 UNITS - PUBLIC ADMIN - TOWARDS MASTERS
Additional Educational Information _____

Community and Civic Interests: PROVIDE PROGRAMS + FACILITIES
THAT ENHANCE THE QUALITY OF LIFE IN CITY

References: Please provide Name, Address, and Phone of three Port Hueneme references:

- RICK PEREZ 805-947-9882
- TOM FIALA 518-564-0093
- BOBBY MARTINEZ 805-758-5463

3. _____

Please attach additional documentation for consideration of qualifications

THIS FORM IS A MATTER OF PUBLIC RECORD

In 300 words or less, explain reasons for wanting to serve:

ONE OF THE MOST DIFFICULT
CHALLENGES IN VENTURA COUNTY
IS LOCATING SAFE, AFFORDABLE HOUSING
FOR FAMILIES + SENIORS. THE
LACK OF SUCH BREAKS DOWN THE
FOUNDATION OF A VIABLE COMMUNITY
IT AFFECTS THE ECONOMIC DEVELOPMENT
AND DIMINISHES THE ABILITY TO ATTRACT
QUALITY BUSINESSES. IT ALSO INCREASE
THE PROBABILITY OF CRIME AND
ANTI SOCIAL/CRIMINAL ACTIVITY. I
WILL BE AN ADVOCATE TO ENCOURAGE
NEW HOUSING AND MAINTAIN EXISTING
HOUSING MAINTENANCE. I AM IN
SUPPORT OF IDENTIFY ~~THE~~ AND ENCOURAGING
PROJECT SUCH AS HABITAT FOR HUMANITY
THAT HELP MEET THIS NEED.

Signature

Richard Rollins

Date

8-20-2025



CITIZEN'S INTEREST TO SERVE FORM

The mission of Hueneme Housing Inc, is to provide affordable housing to the residents of the City of Port Hueneme. The corporation is looking for individuals who live in the City of Port Hueneme to serve on its Board. If you are an advocate for affordable housing, we encourage you to apply, the board currently has 3 open seats.

Hueneme Housing Inc., requests information about your experience, education and interest in serving as a member of the board, specifically your reasons for wishing to serve. Please complete both pages of the form. Thank you for your interest.

Please submit completed form to: 250 North Ventura Road, Port Hueneme, CA, 93041 or email - Gbasua@cityofporthueneme.org

No. of Years Lived in Port Hueneme <u>14</u>	Are you over the age of 18 years? <u>X</u> yes <u> </u> no
Registered Voter of Port Hueneme? <u>X</u> yes <u> </u> no	Do you possess any felony convictions? <u> </u> yes <u>X</u> no
Do you own a business in the City? <u> </u> yes <u>X</u> no	Are you an employee, or dependent of an employee, of the City of Port Hueneme? <u> </u> yes <u>X</u> no
Are you an elected Official? <u> </u> yes <u>X</u> no	What is your occupation <u>Bank Manager</u>

Name Anthony Ocampo Address 627 E. Clara St. Port Hueneme, CA 93041

Phone (Home) (Cell) (805)512-0269 (Other) (805)324-5801 (work)

Email: aocampo@montecito.bank Occupation Bank Manager

Educational Background: Highest Level of Education Some College

Additional Educational Information Graduated from Hueneme High School and attended SDSU.

Community and Civic Interests: The betterment of the community with knowledge and involvement from its residents. Making where we live and work a more pleasant place for everyone.

References: Please provide Name, Address, and Phone of three Port Hueneme references:

1. Jesus "Jess" Lopez; 1571 Park Ave. Port Hueneme, CA 93041; (805) 340-8684

2. Michael Ball; 637 E. Clara St. Port Hueneme, CA 93041; (805) 216-3769

3. Jessica Ramirez; 1786 N. 6th Place Port Hueneme, CA 93041; (805) 612-2903

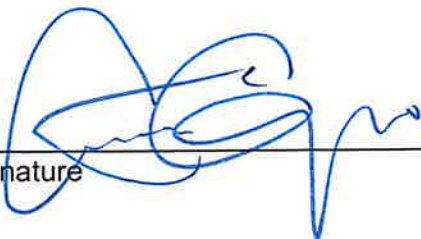
Please attach additional documentation for consideration of qualifications

THIS FORM IS A MATTER OF PUBLIC RECORD

In 300 words or less, explain reasons for wanting to serve:

I see this as a great opportunity to be involved in the community I've lived in for the past 14 years and love, making a positive impact for community growth and future as a whole. Affordable Community Housing is a very important topic with increased home prices and high rates that are keeping individuals from home ownership. It is vital that we as a community provide the avenues and opportunities for families to thrive without worrying about where they will live or have unfit living situations. Being involved, making a positive impact in the community would be a great benefit for everyone involved. With my professional experience in mortgage lending and banking, I see firsthand and understand the difficulties community members are facing regarding their living situation. As an active member in the community and a father of three, it is important that I do what I can to improve living situations for members in our community. Homelessness is a big issue for every community and although it is not the only reason, the lack of affordable housing can contribute to the problem. Ultimately, I'd like to be able to contribute, making a positive impact in this great community of ours.

Signature



Date

8/26/2025

ATTACHMENT B

BYLAWS OF HUENEME HOUSING, INC. A California Nonprofit Public Benefit Corporation

ARTICLE I ORGANIZATION

Section 1.1 NAME. The name of this Corporation is Hueneme Housing, Inc. (the “Corporation”).

Section 1.2 PRINCIPAL OFFICE. The principal office for the transaction of the business of the Corporation is fixed and located in Ventura County, California. The Board of Directors may at any time, or from time to time, change the location of the principal office from one location to another within Ventura County. At any time, the Board of Directors may establish branches or subordinate offices at any place where the Corporation is authorized to do business.

Section 1.3 GENERAL AND SPECIFIC PURPOSES; LIMITATIONS. This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Corporation Law of California for public or charitable purposes. This Corporation is organized exclusively for charitable and public benefit purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. Within the context of the general purposes stated above, the specific purpose of this Corporation shall include, without limitation, provision of rental housing for low and moderate income families and individuals in the City of Port Hueneme, County of Ventura, State of California. This Corporation shall incur indebtedness and issue bonds, debentures, notes, or other forms of indebtedness; lease and purchase real and person property available for housing and related purposes; construction, improve or provide for same, in whole or in part, housing structures and related facilities; assign, transfer, mortgage, convey in trust, pledge, and hypothecate said property; contract for provision of services or materials necessary for the accomplishment of the general and specific purposes; solicit and accept grants, gifts, devises, or bequests of real or personal property or any interest in property and participate in fundraising activities or efforts necessary to fund the general and specific purposes of the Corporation; to provide or contract for such services, facilities, or property as may be necessary to advance the general and specific purposes; and to provide relief and material benefit to low to moderate income families and individuals in the City of Port Hueneme. This Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the above purposes. Specifically, this Corporation shall not engage in any activities that are not permitted by (a) a corporation that is exempt from federal income tax pursuant to Internal Revenue Code section 501(c)(3), (b) a corporation to which contributions are deductible in accordance with Internal Revenue Code section 170(c)(2), or (c) no substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate or intervene in any political campaign.

Section 1.4 CONSTRUCTION AND DEFINITIONS. Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law (California Corporations Code sections 5000 et seq.) shall govern construction of these Bylaws. As used within these Bylaws, the use of the masculine gender shall include feminine and neutral, use of the singular shall include the plural, and the term, “person,” shall include both natural persons and legal entities.

Section 1.5 DEDICATION OF ASSETS. The assets of this Corporation are irrevocably dedicated to public benefit purposes. No part of the net earnings, properties, or assets of the Corporation, whether upon dissolution or otherwise, shall inure to the benefit of any private person, entity, or individual, including, but not limited to, directors or officers of this Corporation, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its general and specific purposes.

Section 1.6 DISTRIBUTION OF ASSETS UPON DISSOLUTION. Upon winding up or dissolution of this Corporation, all properties or assets of the Corporation remaining after payment or provision for payment of all debts and liabilities shall be distributed to the City of Port Hueneme and/or the Port Hueneme Housing Authority, both tax-exempt governmental organizations.

ARTICLE II MEMBERSHIP

Section 2.1 MEMBERS PROHIBITED. This Corporation shall have no members within the meaning of California Corporations Code section 5056.

Section 2.2 ASSOCIATES. The Board of Directors may adopt policies and procedures for the admission of associate members or other designated members who shall have no voting rights in the Corporation. Such associate or other members are not “members” of the Corporation as defined in California Corporations Code section 5056.

ARTICLE III BOARD OF DIRECTORS

Section 3.1 NUMBER. The Board of Directors shall consist of at least five (5) Directors, subject to change only by amendment of these Bylaws. ~~Two~~~~The City Councilmembers~~ for the City of Port Hueneme shall serve on the Board of Directors in an *ex officio* capacity. ~~with the Mayor serving as the Chair and the Mayor Pro Tempore serving as Vice Chair.~~ Three (3) Board of Directors shall be appointed upon recommendation of the Chair.

Section 3.2 BROWN ACT. The business of the Corporation, including, without limitation, conduct of meetings, notice of meetings, posting of agendas and contents thereof shall

be in conformity with the California Open Meetings Act (“Brown Act,” Gov. Code, §§ 54950 *et seq.*).

Section 3.2 ROSENBERG’S RULES OF ORDER. To the extent not in conflict with the Brown Act, all proceedings by the Board of Directors shall comply with the latest edition of the Rosenberg’s Rules of Order. However, no action of the Board of Directors shall be invalidated by failure to observe or follow said rules.

Section 3.3 QUORUM. A majority of the authorized number of Directors shall constitute a quorum for the transaction of any corporate business except adjournment. Every decision made or action taken by the majority of the Directors present during a duly-held meeting at which a quorum is present shall constitute an act of the Board of Directors. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of some Directors, provided any action taken or decision made is approved by a majority of Directors constituting a quorum. Nothing contained within this Section is intended to conflict with the Brown Act or California Nonprofit Corporation Law requiring a majority of Directors then in office, including, but not limited to, **(a)** approval of contracts or transactions in which a Director has a direct or indirect financial interest, **(b)** approval of certain transactions between corporations having common directorships, **(c)** creation of and appointments to committees of the Board of Directors, and **(d)** indemnification of Directors.

Section 3.4 POWERS OF THE BOARD OF DIRECTORS. Subject to the provisions contained within the Articles of Incorporation, these Bylaws, or California Law, all corporate powers of the Corporation shall be exercised by, or under the authority of, the Board of Directors who shall manage the business and affairs of this Corporation. The Board of Directors may delegate the management of the activities of the Corporation to any person or persons, management company or committee however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. Without limiting these general powers, the Board of Directors shall possess the following powers:

(a) To select and remove all the other officers, agents, and employees of the Corporation, prescribe such powers and duties for them as is consistent with the law, the Articles of Incorporation, these Bylaws, including, but not limited to, fixing compensation and/or requiring security for faithful service.

(b) To conduct, manage, and control the affairs and business of the Corporation, and to make rules and regulations consistent with the law, the Articles of Incorporation, and these Bylaws.

(c) To borrow money, lend money, and incur debts for the purposes of the Corporation, including, but not limited to, executing and delivering, or causing the execution and delivery, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations,

or other evidence of debts and securities in the corporate name in furtherance of the corporate purposes.

Section 3.5 TERMS; ELECTION OF SUCCESSORS. Directors shall be ~~the two~~ (2) City Councilmembers for the City of Port Hueneme serving in *ex officio* capacity with such terms to coincide with the four (4) year terms of election for City Councilmembers. Each Director, including a Director to fill a vacancy, shall hold office ~~until the expiration of the term for which he or she was elected and until the election and qualification of a successor, or until that~~ Director's earlier resignation or removal in accordance with ~~California Election Law~~, these Bylaws, and/or California Nonprofit Corporations Law.

Section 3.6 DIRECTORS AND FIDUCIARIES. Each member of the Board of Directors shall serve in a fiduciary capacity and shall refrain from exercising any powers or in taking any actions that would disqualify the Corporation from its tax-exempt status under Federal and State laws. Each member of the Board of Directors shall refrain from exercising any powers or in taking any actions that would disqualify any gift from deduction as a charitable contribution by the donor or his or her estate, or subject said gift to income, gift, or estate taxation.

Section 3.7 VACANCIES.

(a) EVENTS CAUSING VACANCY. A vacancy or vacancies on the Board shall be deemed to exist on the occurrence of the following (i) the death, resignation, or removal of any Director, ii) whenever the authorized number of Directors is increased, (iii) recall election of the Director's City Council seat, or (iv) any other valid legal process to remove a local official from office, including, without limitation, Government Code sections 3000 *et seq.* or *quo warranto* proceedings.

(b) REMOVAL. Directors may be removed by the procedures authorized by California Law pertaining to the removal of elected officials for a local agency, including, without limitation, recall election, Government Code sections 3000 *et seq.*, or *quo warranto*.

(c) NO REMOVAL ON REDUCTION OF NUMBER OF DIRECTORS. No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires unless the reduction also provides for removal of that specified Director in accordance with these Bylaws and California Nonprofit Corporation Law.

(d) RESIGNATIONS. Subject to California Corporations Code section 5226, any Director may resign, ~~provided such Director will also be resigning or forfeiting his or her City Council seat,~~ by giving written notice to the Chairperson, the President, the Secretary, or the Board. Such a written notice will be effective on the later of (i) the date it is delivered, or (ii) the time specified in the written notice that the resignation is to become effective.

Section 3.8 REGULAR MEETINGS. Each year, the Board shall hold at least one meeting, at a time and place fixed by the Board, for the purposes of election of Directors, appointment of Officers, review and approval of the corporate budget, and transaction of other business. Other regular meetings of the Board may be held at such time and place as the Board may specify from time to time by resolution.

Section 3.9 SPECIAL MEETINGS. Special meetings of the Board for any purpose may be called at any time by the Chairperson, the President, the Secretary, or any two Directors.

Section 3.10 PLACE OF MEETINGS. Regular and special meetings of the Board may be held at any place within or outside the State that has been designated in the notice, or, if there is no notice, designated by resolution of the board. If the place of a regular or special meeting is not designated in the notice or fixed by resolution of the Board, it shall be held at the principal office of the Corporation.

Section 3.11 NOTICE OF MEETINGS. Shall be in accordance with the Brown Act.

Section 3.12 NOTICE CONTENTS. The notice shall be in the form of an agenda and shall be in compliance with the Brown Act.

Section 3.13 ADJOURNMENT. A majority of Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

Section 3.14 FEES AND COMPENSATION OF DIRECTORS. A Director may not receive fees or compensation for serving on the Board of Directors. Any Director may be reimbursed for his or her actual expenses incurred in the performance of his or her duties as a Director when such duties and reimbursement are approved by the Board.

Section 3.15 NONLIABILITY OF DIRECTORS. The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

ARTICLE IV

OFFICERS

Section 4.1 OFFICERS. The Officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other Officers as are appointed by the Board of Directors. When the duties of the Officers do not conflict, any two or more offices, except President and Secretary, may be held by the same person.

Section 4.2 ELECTION AND TENURE OF OFFICERS. Except those Officers appointed at the initial meeting of the Board of Directors, Officers shall be elected by the Board at the annual meeting of the Corporation for a term of one year, and each shall serve at the discretion

of the Board until his or her successor shall be elected, his or her resignation, or removal. There shall be no restriction on consecutive terms.

Section 4.3 REMOVAL AND RESIGNATION OF OFFICERS. Any Officer elected or appointed by the Board of Directors may be removed by a majority of the Board of Directors whenever in its judgment the best interest of the Corporation would be served thereby, but such removal shall be without prejudice to the contractual rights, if any, between the removed Officer and the Corporation. Any Officer may resign at any time by providing written notice to the Board of Directors, the President, or the Secretary of the Corporation.

Section 4.4 VACANCIES. A vacancy in any office because of the death, resignation, removal, disqualification, or otherwise may be filled by the Board of Directors for the unexpired term of the Officer replaced.

Section 4.5 RESPONSIBILITIES OF OFFICERS.

(a) PRESIDENT. The President shall be the principal executive officer of the Corporation and shall, subject to the control of the Board of Directors, supervise, direct, and control all of the business and affairs of the Corporation and the Officers thereof. The President shall represent the Corporation at all public functions, unless another person has been designated to serve in that capacity by the Board of Directors. The President may sign, together with the Secretary (or any other Officer so designated by the Board), any deeds, mortgages, bonds, contracts, agreements, or other instruments that the Board of Directors have authorized to be executed, except in such cases where the signing execution thereof shall be expressly delegated by the Board, the Bylaws, or by statute to another Officer or agent of the Corporation. In addition, the President shall have all general powers and perform all duties as may be prescribed by the Board of Directors or by these Bylaws.

(c) EXECUTIVE AND OTHER VICE PRESIDENTS. In the absence of the President or in the event of his or her inability or refusal to act, the Executive or other Vice President shall perform all the duties of the President and, when so acting, have all the powers and be subject to the restrictions upon, the President. The Executive or other Vice President shall have such other powers and perform such other duties as may be prescribed by the Board of Directors.

(d) SECRETARY. The Secretary shall keep the minutes of all meetings of the Board of Directors, and all committees, if any, in one or more books provided for that purpose. The Secretary shall cause all notices of all meetings to be given in accordance with the Brown Act, these Bylaws, or as otherwise required by law. The Secretary shall be the custodian of the Corporation's records and of the seal of the Corporation and shall cause said seal to be affixed to all documents to which the Corporation has authorized. The Secretary shall have such other powers as may be from time to time prescribed by the Board of Directors or these Bylaws.

(e) **TREASURER.** The Treasurer shall have charge and custody of and be responsible for all funds, securities, and/or proceeds collected, owned, or received by the Corporation. The Treasurer shall receive and give receipts for monies due and/or payable to the Corporation from any source, and deposit all such monies in the name of the Corporation in such banks, trusts, or other depositories in accordance with State laws pertaining to banking and investment of public funds and these Bylaws. The Treasurer shall keep a detailed list of all contributions and/or monies received by the Corporation and shall maintain the financial records of the Corporation in accordance with generally accepted accounting principles. The Treasurer shall perform all other duties incident to the office of Treasurer, and such other duties and powers as may be assigned by the President or the Board of Directors. The Treasurer shall be a paid contractor of the corporation.

(f) **ADDITIONAL OFFICERS.** The Board may empower the President to appoint or remove such other Officers as the business of the Corporation may require, each of whom shall hold office for such a period, have such authority, and perform such duties as are provided in the Bylaws or as the Board from time to time may determine.

Section 4.6 COMPENSATION OF OFFICERS. The salaries of Officers, if any, shall be fixed from time to time by resolution of the Board of Directors or the person or committee to whom the Board has delegated this function. In all cases, any salaries received by Officers shall be reasonable and given in return for services actually rendered for the Corporation that relate to the performance of the public benefit purposes of the Corporation. The Board of Directors shall periodically review the fairness of compensation, including benefits, paid to every person regardless of title, with powers, duties, responsibilities comparable to the President, Chief Executive Director, Treasurer, Secretary, and Chief Executive Director (i) once such person is hired, (ii) upon any extension or renewal of such person's term of employment, and (iii) when such person's compensation is modified (unless all employees are subject to the same general modification of compensation).

ARTICLE V

INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND OTHER AGENTS

Section 5.1 DEFINITIONS. For purposes of this Article.

(a) **AGENT.** Means any person who is or was a Director, Officers, employee, or other agent of the Corporation, or is or was serving at the Request of the Corporation as a Director, Officer, employee, or agent of another domestic or foreign corporation, the City of Port Hueneme, partnership, joint venture, trust, or other enterprise, or was a Director, Officer, employee, or agent of a foreign or domestic corporation that was a predecessor corporation of the Corporation or of another enterprise at the request of the predecessor corporation.

(b) PROCEEDING. Means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative.

(c) EXPENSES. Includes, without limitation, all attorneys' fees, costs, any other expenses reasonably incurred in the defense of any claims or proceedings against an Agent by reason of his or her position or relationship as Agent and all attorneys' fees, costs, and other expenses reasonably incurred in establishing a right to indemnification under this Article.

Section 5.2 SUCCESSFUL DEFENSE BY AGENT. To the extent that an Agent has been successful on the merits in the defense of any proceeding referred to in this Article, or in the defense of any claim, issue, or matter therein, the Agent shall be indemnified against expenses actually and reasonably incurred by the Agent in connection with the claim.

Section 5.3 SETTLEMENT OR UNSUCCESSFUL DEFENSE BY AGENT. If an Agent either settles any proceeding referred to in this Article, or in the defense of a claim, issue, or matter therein, or sustains a judgment rendered against him or her, then the provisions of Sections 5.4 through 5.5 shall determine whether the Agent is entitled to indemnification.

Section 5.4 ACTIONS BROUGHT BY PERSONS OTHER THAN THE CORPORATION. This Section applies to any proceeding other than an action "by or on behalf of the Corporation" as defined in Section 5.5. Such proceedings that are not brought by or on behalf of the Corporation are referred to in this Section as "Third Party proceedings."

(a) SCOPE OF INDEMNIFICATION IN THIRD PARTY PROCEEDINGS. Subject to the required findings to be made pursuant to this Section, the Corporation shall indemnify any person who is or was a party, or is threatened to be made a party, to any Third Party proceeding, by reason of the fact that such person is or was an Agent, for all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding.

(b) REQUIRED STANDARD OF CONDUCT FOR INDEMNIFICATION IN THIRD PARTY PROCEEDINGS. Any indemnification granted to an Agent pursuant to this Section, is conditioned on the following. The Board must determine, in the manner provided in Section 5.6, that the Agent seeking reimbursement acted in good faith, in a manner he or she reasonably believed to be in the best interest of the Corporation, and, in the case of a criminal proceeding, he or she must have had no reasonable cause to believe that his or her conduct was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere*, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or in a manner he or she reasonably believed to be in the best interest of the Corporation or that he or she had reasonable cause to believe that his or her conduct was unlawful.

Section 5.5 ACTIONS BROUGHT BY OR ON BEHALF OF THE CORPORATION. This Section applies to any proceeding brought (i) by or in the right of the Corporation, or (ii) by an Officer, Director, or person granted relator status by the Attorney General, or by the Attorney General, on the ground that the defendant Director was or is engaging in self-dealing within the meaning of California Corporations Code section 5233, or (iii) by the Attorney General or person granted relator status by the Attorney General for any breach of duty relating to assets held in charitable trust. Such proceedings are referred to in this Section as “by or on behalf of the Corporation.”

(a) SCOPE OF INDEMNIFICATION IN PROCEEDING BY OR ON BEHALF OF THE CORPORATION. Subject to the required findings to made, and exclusions stated, pursuant to this Section, the Corporation may indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding by or on behalf of the Corporation, by reason of the fact that such person is or was an Agent, for all expenses actually and reasonably incurred in connection with the defense or settlement of such proceeding.

(b) REQUIRED STANDARD OF CONDUCT FOR INDEMNIFICATION IN PROCEEDING BY OR ON BEHALF OF THE CORPORATION. Any indemnification granted to an Agent pursuant to this Section is conditioned on the following. The Board must determine, in the manner provided in Section 5.6, that the Agent seeking reimbursement acted in good faith, in a manner he or she reasonably believed to be in the best interest of the Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

(c) CLAIMS SETTLED OUT OF COURT. If any Agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of the Corporation, with or without court approval, the Agent shall receive no indemnification for amounts paid pursuant to the terms of the settlement or other disposition. Also, in cases settled or otherwise disposed of without court approval, the Agent shall receive no indemnification for expenses reasonably incurred in defending against the proceeding, unless the proceeding is settled with the approval of the Attorney General.

(d) CLAIMS AND SUITS AWARDED AGAINST AGENT. If any Agent is adjudged to be liable to the Corporation in the performance of the Agent’s duty to the Corporation, the Agent shall receive no indemnification for amounts paid pursuant to the judgment, and any indemnification of such agent for expenses actually and reasonably incurred in connection with the defense of that action shall be made only if both of the following conditions are met (i) the determination of good faith required in this Section must be made in the manner provided in Section 5.6, and (ii) upon application, the court in which the proceeding was brought must determine that, in view of all of the circumstances of the case, the Agent is fairly and reasonably entitled to indemnity for the expenses incurred. If the Agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.

Section 5.6 DETERMINATION OF AGENT'S GOOD FAITH CONDUCT. The indemnification granted to an Agent in Sections 5.4 and 5.5 is conditioned on the findings required by those Sections being made by (i) the Board of Directors by a majority vote of a quorum consisting of Directors who are not parties to the proceeding, or (ii) the court in which the proceeding is or was pending. Such determination may be made on application brought by the Corporation, the Agent, the attorney, or other person rendering a defense to the Agent, whether or not the application by the Agent, attorney, or other person is opposed by the Corporation.

Section 5.7 LIMITATIONS. No indemnification or advance shall be made pursuant to this Article, except as provided by Sections 5.4-5.6 above, in any circumstances when it appears (i) that the indemnification or advance would be inconsistent with a provision of the Articles of Incorporation or of these Bylaws, State law, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or (ii) that the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 5.8 ADVANCE OF EXPENSES. Expenses incurred in defending any proceeding may be advanced by this Corporation before a final disposition of the proceeding on receipt of an undertaking by or on behalf of the Agent to repay the amount of the advance unless it is determined ultimately that the Agent is entitled to be indemnified as authorized in this Article.

Section 5.9 CONTRACTUAL RIGHTS OF NON-DIRECTORS/OFFICERS. Nothing contained within this Article shall affect any right to indemnification to which persons other than Directors and Officers of the Corporation, or any of its subsidiaries, may be entitled by contract or otherwise.

Section 5.10 INSURANCE. The Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Agent of the Corporation against any liability other than for violating provisions against self-dealing asserted against or incurred by the Agent in such a capacity or arising out of the Agent's status as such, whether or not this Corporation would have the power to indemnify the Agent against that liability under the provisions of this Article.

ARTICLE VI

RECORDS AND REPORTS

Section 6.1 MAINTENANCE OF CORPORATE RECORDS. The Corporation shall keep (i) adequate and correct books and records of account, and (ii) minutes in written form of the proceedings of its members, Board of Directors, and Committees of the Board of Directors. All such records shall be kept at the Corporation's principal office.

Section 6.2 ARTICLES OF INCORPORATION AND BYLAWS. The Corporation shall keep the original or copy of the Articles of Incorporation and Bylaws as amended to date at its principal office.

Section 6.3 PUBLIC INSPECTION OF RECORDS. Records of the Corporation shall be subject to the California Public Records Act (Gov. Code, §§ 7920.000 *et seq.*), which shall govern the release and/or disclosure of such records.

ARTICLE VII

EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS

Section 7.1 EXECUTION OF INSTRUMENTS. The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any Officer or agent of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances. Unless so authorized, no Officer, agent, or employee shall have any power or authority to bind the Corporation to any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 7.2 CHECKS AND NOTES. Except as otherwise specifically determined by resolution of the Board, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation shall be signed by the Treasurer.

Section 7.3 DEPOSITS. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Treasurer may select.

Section 7.4 GIFTS. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any general or special purpose of the Corporation.

ARTICLE VIII

MISCELLANEOUS PROVISIONS

Section 8.1 TAX YEAR. The tax year of the Corporation shall be the fiscal year commencing on July 1 and ending June 30 of each year.

Section 8.2 PARLIAMENTARY RULES. Rosenberg's Rules of Order (latest edition) shall govern the conduct of corporate proceedings when not in conflict with the Brown Act, Articles of Incorporation, these Bylaws, or with the statutes of the State of California.

Section 8.3 ANNUAL AUDIT AND PERIODIC FINANCIAL REPORTS. The Board of Directors may cause an independent audit of the financial affairs of the Corporation to

be made on an annual basis and shall cause periodic financial reports to be prepared either by the Treasurer or an accountant employed for this purpose.

ARTICLE IX **AMENDMENTS**

Section 9.1 AMENDMENTS TO BYLAWS. These Bylaws may be adopted, amended, or repealed by a vote of the majority of members of the Board of Directors at any Board of Directors meeting.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected Secretary of Hueneme Housing, Inc., a California nonprofit public benefit corporation, and the above Bylaws, consisting of thirteen (13) pages, including this page, are the Bylaws of the Corporation as adopted by the Board of Directors on ~~April 2, 2024~~ October 15, 2025; and that these Bylaws have not been amended or modified since that date.

Executed on ~~April 2, 2024~~ October 15, 2025, at Port Hueneme, California.

~~City Clerk~~

~~Georgianna Alvarez~~ Vanessa Vasquez, Secretary ~~and~~



HUENEME HOUSING, INC.

TO: The Board of Directors
FROM: Gabriela Basua, President
SUBJECT: Appointment of Officers
DATE: Wednesday, October 15, 2025

AGENDA PLACEMENT:

☐ Communication

☒ Action Item

RECOMMENDATION:

It is recommended that the Board of Directors appoint Jessica Cerda as Vice-President, Vanessa Vasquez as Secretary, and Robert Rocha as Treasurer.

BACKGROUND:

On April 2, 2024, the Housing Board appointed Ms. Lupe Acero as the Treasurer and Ms. Georgianna Alvarez as the Secretary to the Hueneme Housing Inc. Ms. Acero and Ms. Alvarez are no longer able to serve in this capacity.

It is recommended that the Board of Directors approve the appointment of Jessica Cerda as the Vice-President, Vanessa Vasquez as the Secretary and Robert Rocha as Treasurer.

Ms. Cerda currently manages the day-to-day operations of the Mar Vista Apartments and is qualified to assume the responsibilities in the absence of the President. Ms. Vasquez currently serves as Administrative Assistant for the Housing Authority. Mr. Robert Rocha has extensive experience with Housing Authority finances and is currently employed as an Accountant.

FISCAL IMPACT:

Compensation for the Vice President and Secretary are budgeted in the Housing Authority budget. Mr. Rocha's hourly rate is \$85.00 an hour and will be considered a Contract Employee with a budget not to exceed \$44,000 a year.

ATTACHMENTS: None



HUENEME HOUSING, INC.

TO: The Board of Directors
FROM: Gabriela Basua, President
SUBJECT: Budget Approval
DATE: Wednesday, October 15, 2025

AGENDA PLACEMENT:

☐ Communication

☒ Action Item

RECOMMENDATION:

It is recommended that the Board of Directors approve the attached Operating Budget for the Mar Vista Apartments.

BACKGROUND:

On October 1, 2025 the Hueneme Housing Inc., was granted title of the Mar Vista Apartments. The operating income for the Mar Vista Apartments primarily consists of rental subsidy for the 60-unit apartment complex. Income is also derived from cell tower leases located on the roof of the Apartment complex along with minimal laundry revenue and tenant charges.

The budget includes a one time \$440,000.00 Capital Grant Fund, allocated for the modernization of the elevator along with mandatory ADA improvements and other small Capital improvements.

The total expected revenue is \$1,500,517.00 with expenditures budget at \$1,300,137.00 for a period commencing October 1, 2025 to June 30th, 2026.

FISCAL IMPACT:

The budget is based on current income and operating expenses for this 60-unit complex. As projected, sufficient funding is available to pay for property expenditures.

ATTACHMENTS:

Budget

ATTACHMENT A

10/14/2025 5:28 PM

2025-2026 BUDGET

Account	Account Name	Total
		Budget
3111-00-000	Tenant Rent	\$ 890,478.00
3120-01-000	Vending Machine	\$ 1,000.00
3120-02-000	Management Fees	\$ 50,294.00
3120-04-000	Late Charges	\$ 225.00
3120-09-000	Misc.Tenant Income	\$ 1,500.00
3401-00-000	HUD PHA Operating Grants/Subsidy	\$ -
3610-00-000	Investment Income - Unrestricted	
3613-00-000	AT&T Cell Site Revenue	\$ 40,011.00
3614-00-000	Verizon Cell Site Revenue	\$ 42,705.00
3615-00-000	T-Mobile Cell Site Revenue	\$ 34,304.00
	CIP GRANT	\$ 440,000.00
	Total Revenue	\$ 1,500,517.00
4110-00-000	Full Time Wages	\$ 245,431.50
4110-01-000	Part Time Wages	\$ -
4110-02-000	Overtime Wages	\$ 40,216.50
4110-03-000	Standby Pay	\$ 2,295.00
4110-04-000	Cafeteria Earnings	\$ 10,656.00
4110-05-000	Longevity Pay	\$ 3,410.25
4110-06-000	Car Allowance	\$ 1,753.50
4110-07-000	Bilingual Premium	\$ 2,193.75
4110-08-000	Annual Leave Buyout	\$ 13,923.00
4110-09-000	Compensatory Leave Buyout	\$ -
	Uniform Allowance	\$ 528.00
4112-01-000	Taxes - FICA	\$ 17,973.00
4112-02-000	Taxes - Medicare	\$ 4,531.50
4113-00-000	PERS	\$ 43,762.50
4113-02-000	POB PERS Debt Svc Allocation	\$ 13,134.75
4113-04-000	PERS Unfunded Liability	\$ 78,406.50
4114-00-000	LTD/Life Insurance	\$ 1,932.00
	401k Deffered Comp	\$ 100.00
4115-02-000	457 Deferred Comp	\$ 3,692.25
4115-04-000	Medical Insurance	\$ -
4115-06-000	Dental Insurance	\$ -
4115-08-000	Vision Insurance	\$ -
4115-09-000	Clothing Reimbursement Jeans	\$ 1,000.00
	Contract -SVC Audit	\$ 13,200.00
	Contract -SVC Legal	\$ 30,000.00
	Contract-Professional Services	\$ 44,000.00
	Contract SVC Facilities Maintenance	
	Contract SVC Print and Advertising	\$ 300.00
4140-00-000	Staff Training/Travel	\$ 2,500.00
4150-00-000	Travel	\$ -
4175-40-000	Cost Allocation	\$ -
4180-00-000	Office Rent	\$ -
4190-01-000	Membership and Fees	\$ 3,000.00
4190-02-000	Publications/Subscriptions	\$ 6,500.00

2025-2026 BUDGET

4190-04-000	Office Supplies	\$	5,000.00
4190-07-000	Telephone/Internet	\$	3,600.00
4190-08-000	Postage	\$	1,000.00
4190-10-000	Copiers	\$	2,500.00
4190-11-000	Printing	\$	2,500.00
4190-13-000	Cell Phones	\$	-
4190-15-000	Cable	\$	960.00
4190-16-000	Car Wash	\$	350.00
4190-18-000	Small Office Equipment/Furniture	\$	5,000.00
4190-19-000	Clothing Expense	\$	1,500.00
4190-20-000	Bank Fees	\$	-
4220-01-000	Other Tenant Svcs.	\$	12,000.00
4310-00-000	Water/Sewer/Trash	\$	65,907.00
4320-00-000	Electricity	\$	39,750.00
4330-00-000	Gas	\$	27,900.00
4340-00-000	Garbage/Trash Removal	\$	-
4413-00-000	ISF/FLEET - Vehicle Gas/Oil/Repair	\$	-
4420-07-000	Supplies-Maint/Repairs	\$	-
4420-09-000	Tools and Equipment	\$	2,500.00
4430-01-000	Contract-Extinguisher	\$	386.00
4430-03-000	Contract-Building Repairs	\$	3,000.00
4430-07-000	Contract-Pest Control	\$	15,760.00
4430-09-000	Contract-Landscape	\$	11,000.00
	Contract - Vehicle Maintenance	\$	720.00
4430-10-000	Contract-Janitorial/Cleaning	\$	11,820.00
4430-11-000	Contract-Plumbing	\$	2,000.00
4430-14-000	Contract-Vehicle Lease	\$	-
4430-15-000	Contract-Equipment Rental	\$	3,000.00
4430-17-000	Contract-Elevator Monitoring	\$	6,544.00
4430-18-000	Contract-Alarm Monitoring	\$	2,000.00
4430-22-000	Contract-Unit Turnover	\$	15,000.00
4430-23-000	Contract-Consultants	\$	-
4510-00-000	Fire Insurance		
	Taxes in-lieu	\$	34,000.00
	Capital Projects	\$	440,000.00
4515-00-000	ISF/RISK - General Insurance	\$	-
		\$	1,300,137.00