

**REGULAR MEETING
PLUMAS COMMUNITY DEVELOPMENT CORPORATION
HELD IN QUINCY, CA FEBRUARY 18, 2026**

I. ROLL CALL

The meeting was called to order at 9:05 a.m. by Director/President Cindy Ramsey, Director Roger Diefendorf (via phone), Director Mimi Hall, Director/Board Secretary Tricia Romandia, and Treasurer Michelle Majeski were present.

Director Kevin Goss and Director Paul Mrowczynski were absent.

Quorum was met.

II. PLEDGE OF ALLEGIANCE

President Ramsey led the Pledge of Allegiance.

III. ADDITIONS, CORRECTIONS, OR DELETIONS TO OR FROM THE AGENDA

President Ramsey inquired if there were any additions, corrections or deletions to or from the agenda.

Ramsey reported three minor edits to the PCDC Viability Assessment and Recommendation Path Forward attachment:

- 1) Under **Background**, in the second paragraph "(PCCDC)" was added after Plumas County Community Development Commission,
- 2) Under **Viability Assessment**, in the second paragraph "Corporation" was capitalized,
- 3) Under **Recommendation**, in the second bullet point, correction regarding public resources to include both entities by changing "PCDC" to "the Commission to the Corporation."

IV. APPROVAL OF MINUTES

President Ramsey requested approval of the January 21, 2026, Regular Meeting Minutes.

Director Hall moved approval of the January 21, 2026, Regular Meeting Minutes. Ramsey seconded the motion. No opposition. Approved.

V. PUBLIC COMMENT

President Ramsey inquired if there were any public comments.

There was no one present from the public.

VI. BOARD OF DIRECTORS ANNOUNCEMENTS AND REPORTS

President Ramsey inquired if there were any Board of Directors announcements or reports.

The Board of Directors had no announcements or reports.

VII. MEMORANDUM OF UNDERSTANDING

President Ramsey reported that the Memorandum of Understanding (MOU) between PCCDC and PCDC had been legally reviewed by both entities counsels and minor revisions were made. The PCCDC Board of Commissioners approved the MOU at its meeting yesterday. Approval by the PCDC Board was required to finalize the agreement.

Ramsey inquired if there were any questions from the Board. Hearing none, she requested a motion.

Director/Secretary Romandia moved approval of the Memorandum of Understanding. Director Hall seconded the motion. No opposition. Approved.

VIII. DOWN PAYMENT ASSISTANCE DEVELOPMENT PROGRAM FINANCIAL AGREEMENT

President Ramsey reported that the Down Payment Assistance (DPA) Program Development Financial Agreement between PCCDC and PCDC had been legally reviewed by both entities counsels and minor revisions were made. The PCCDC Board of Commissioners approved the DPA Program Development Financial Agreement at its meeting yesterday. Approval by the PCDC Board was required to finalize the agreement.

Ramsey inquired if there were any questions from the Board. Hearing none, she requested a motion.

Director/Secretary Romandia moved approval of the Down Payment Assistance Program Development Financial Agreement. Ramsey seconded the motion. No opposition. Approved.

IX. NON-PROGRAM SPECIFIC FINANCIAL AGREEMENT

President Ramsey reported that the Non-Program Specific Financial Agreement between PCCDC and PCDC had been legally reviewed by both entities counsels and minor revisions were made. The PCCDC Board of Commissioners approved the Non-Program Specific Financial Agreement at its meeting yesterday. Approval by the PCDC Board was required to finalize the agreement.

Ramsey inquired if there were any questions from the Board. Hearing none, she requested a motion.

Director Hall moved approval of the Non-Program Specific Financial Agreement. Director Romandia/Secretary Romandia seconded the motion. No opposition. Approved.

X. DOWN PAYMENT ASSISTANCE DEVELOPMENT PROGRAM UPDATE

Director Diefendorf reported he had several conversations with Gina Chamberlain. Her main concern was if there was anyone to potentially run the Down Payment Assistance (DPA) program or if she would be creating a plan that could be utilized by whomever.

Previously, Diefendorf had conversations with Plumas Rural Services (PRS). He had made a phone call to the Director of PRS to ascertain whether or not they were in a position to manage this program. He had not received a call back.

The Board determined the following actions:

- 1) Diefendorf will give Chamberlain the direction to create a generalized DPA program as a template for any organization to pursue.
- 2) Diefendorf will inquire if Chamberlain is able to complete the DPA program development and present the template to the PCDC Board at the March 18, 2026 meeting.
- 3) Ramsey will request a tentative agenda item for Diefendorf and Chamberlain to do a short presentation of the developed DPA program to the Housing Council at the April 29, 2026 meeting.
- 3) Diefendorf will request that Chamberlain/RCAC invoice PCDC in order to close-out the books.

XI. FEASIBILITY CONTINUATION

President Ramsey reported that Treasurer Majeski consulted with several legal representatives who specialize in Repositioning. The majority of the representatives recommended forming a Limited Liability Company (LLC) rather than a nonprofit for our

specific situation. They shared that most small Public Housing Authorities (PHA) utilize LLCs because it reduces administrative and overhead burden, particularly if a nonprofit is not needed for other projects or funding. It was also recommended that affiliate nonprofit administration should be set up to mirror the PHA administration, with the same Board as the PHA. The final decision on if a nonprofit or LLC would better serve the Agency could only be made after the financial planning stage of Repositioning was complete. Based on the information provided, Majeski felt that if PCCDC did need to go the nonprofit route for Repositioning, it would be better to form a new nonprofit, rather than try to completely revamp PCDC. Ramsey agreed.

Director Hall inquired if there were any other reasons to keep the nonprofit.

Ramsey stated there are so many great reasons to have a nonprofit, but with the lack of capacity, always struggling for a quorum, and its current structure, PCDC does not have the ability to make a difference in the community.

Majeski stated that grants had been applied for through the PHA, and those grants did not conflict with the other nonprofits supported by PCCDC. If PCDC had the capacity to apply for grants, it would be competing for the same funding sources as the nonprofits supported through the PHA, which seems counterproductive. Those nonprofits already have the experience, history, capacity, and programs in place.

Majeski further stated finance does not have the capacity at this time to learn nonprofit reporting requirements associated with large grants.

The Board determined the following actions:

- 1) Ramsey will research the process for dissolving the nonprofit corporation,
- 2) An agenda item will be placed on the next PCDC agenda to consider and take action on a motion to dissolve the nonprofit corporation; and
- 3) A memorandum will be drafted outlining the background, relevant facts, the assumption of repositioning, and the reasons of dissolving the nonprofit corporation for the Commission and the community.

XII. CONFLICT OF INTEREST

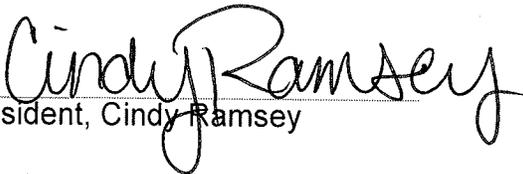
The Board of Directors determined that it was not necessary to create a Conflict of Interest document, as the nonprofit will be dissolving.

XIII. CLARIFY MISSION

The Board of Directors determined that it was not necessary to clarify its mission, as the nonprofit will be dissolving.

XIV. ADJOURNMENT

The meeting adjourns at 9:33 a.m. Next meeting is scheduled for March 18, 2026, from 9:00 a.m. to 10:00 a.m. at 183 W. Main Street, Quincy, CA PCCDC Conference Room.


President, Cindy Ramsey

Attest:


Director / Board Secretary, Tricia Romandia