



ATCR

AMADOR TUOLUMNE COMMUNITY RESOURCES

We are a 501(c)3 Nonprofit Organization.
Federal Tax ID #94-3136027

SUPPORTING AMADOR TUOLUMNE COMMUNITY ACTION AGENCY IN PROVIDING CRITICAL HUMAN SERVICES

10590 Highway 88, Jackson, CA. 95642

Phone: +1 (209) 223-1485 / Fax: +1 (209) 223-4178

Amador Tuolumne Community Resources, Inc.
SPECIAL BOARD OF DIRECTORS' MEETING

Tuesday, September 30, 2025 | 2:30 P.M. – 3:30 P.M.

LOCATION

Host, Joseph Bors, Janessa Stone: **ATCAA Sonora Service Center**, 427 N. Hwy 49, Ste. 305, Sonora, CA 95370 +1 (209) 533-1397

SPECIAL AGENDA

1. CALL TO ORDER:
2. ROLL CALL:

ATCR Board of Directors			
	<i>Candace Raupach, President</i>	Tuolumne	
	<i>Vacant, Vice President & Secretary</i>	Amador/Tuolumne	
	<i>Kelley Putnam, Treasurer</i>	Tuolumne	
Amador		Tuolumne	
	Joseph Bors, ATCR Executive Director		Diane Bennett, Community Member
	Joni Drake, Low-Income Representative		Jennifer Grenland, Low-Income Representative

ATCAA Support Staff	
	Bruce Giudici, Outgoing Fiscal Officer
	Jennifer Kraskouskas, Incoming Fiscal Officer
	Janessa Stone, Board Secretary
	Cheryl Clark, Sonora Service Secretary

Others Present:

3. **PUBLIC MATTERS NOT ON THE AGENDA:** Discussion items only, no action to be taken. Any person may address the Board at this time upon any subject; however, any matter that requires action may be referred to Staff and/or Committee for a report and recommendation for possible action at a subsequent Board meeting. Please note there is a five (5) minute limit per topic.
4. **CONSENT CALENDAR:** Items listed on the consent agenda are considered routine and may be enacted by one motion. Any item may be removed for discussion and made a part of the regular agenda at the request of a board member(s).
 - 4.1. Consideration and Approval of Minutes of *Friday, August 15, 2025*, special meeting (*Org Std. 2.3*) (**ACTION ITEM**) Pg. 3
5. **OLD BUSINESS:**

- 5.1.** Review and Approval of Amendment 1 to the Purchase Agreement regarding the Real Estate Property located at 427 Hwy-49, Sonora, CA, 95370 (*APNs: 001-053-011-000 and 001-053-012-000*) from Scott McDonald and Bottom Feeder International, Inc.; and, **(ACTION ITEM) Pg. 6**

- 5.1.1.** Consideration and Approval of Authorizing ATCR Executive Director, Joseph Bors, to further Amend the Purchase Agreement as long as it does not increase the Purchase Price Paid by ATCR regarding the Real Estate Property located at 427 Hwy 49, Sonora, CA, 95370. (*Verbal*) **(ACTION ITEM)**

- 5.2.** Consideration and Approval of Authorizing ATCR Executive Director, Joseph Bors, having Signature Authority for Escrow Closure documents for the Property Purchase located at 427 Hwy-49, Sonora, CA, 95370. (*Verbal*) **(ACTION ITEM)**

6. NEW BUSINESS:

- 6.1.** Consideration and Discussion on filling the Vice-President and Secretary position on the ATCR board (*Verbal*) **(ACTION ITEM)**

7. ADJOURNMENT:

LATE AGENDA MATERIAL: Late agenda material can be inspected at the ATCAA Jackson Service Center 10590. State Hwy. 88 Jackson, CA and the ATCAA Sonora Service Center 427 N. State Hwy. 49 Sonora, CA.

SPECIAL NEEDS: Persons who need auxiliary aids or services are requested to call our Sonora Service Center at 209-533-1397 or our Jackson Service Center at 209-223-1485 during business hours at least 48 hours before the meeting so appropriate arrangements may be made.



MINUTES OF THE ATCR BOARD MEETING – SPECIAL MEETING
SPECIAL MEETING, AUGUST 15, 2025, 1:00 P.M.
 ATCAA Sonora Service Center, 427 N. Hwy 49, Sonora, CA 95370
 +1 (209) 533-1397

1. **CALL TO ORDER:** The meeting was called to order at ***1:00 P.M.*** by Candace Raupach, ATCR President.

2. **ROLL CALL:**

PRESENT: Candace Raupach, (*Tuolumne*) – President; Joni Drake, LIR (*Amador*); Diane Bennett, PRI (*Tuolumne*); Jennifer Grenland, LIR (*Tuolumne*); Joseph Bors, ATCAA Executive Director; Bruce Giudici, ATCAA Outgoing Fiscal Officer; Janessa Stone, ATCAA Board Secretary; Jennifer Kraskouskas, ATCAA Incoming Fiscal Officer; Sarah Carrillo, Legal Counsel.

ABSENT: Kelley Putnam (*Tuolumne*) – Board Treasurer.

3. **PUBLIC MATTERS NOT ON THE AGENDA:** Candace Raupach, President, announces this item.

Board member, Diane Bennett, stated for the next meeting, election of Vice-President and Secretary should be on the agenda.

4. **APPROVAL OF AGENDA:** Raupach announced the item.

MOTION: Approval of Agenda for this date, ***Tuesday, July 29, 2025*** meeting.

RESULT: **Approved**

MOVER: Drake

SECONDER: Grenland

AYES: 5-0

ABSENT: Putnam

5. **CONSENT CALENDAR:** Raupach announced the item.

a. **Approval of Minutes:** Raupach announced the item from ***July 29, 2025. (Org Std. 2.3)***

MOTION: Approval of Minutes from ATCR, ***July 29, 2025*** meeting.

RESULT: **Approved**

MOVER: Raupach

SECONDER: Bennett

AYES: 5-0

ABSENT: Putnam

6. **NEW BUSINESS:**

- a. **Consideration and Approval of ATCAA-Approved ACTION to transfer \$420,000 as a loan to ATCR to purchase property located at 427 Hwy-49, Sonora, California, secured by a Promissory Note for ATCR to repay the loan:** Raupach announced the item.

ATCR Executive Director, Joe Bors, stated at the last ATCR meeting, was to approve the resolution in purchasing the property in Sonora. This item is to approve the Promissory Note to lend money from ATCAA to ATCR and repay those funds in the future. Bors summarized the ATCAA Executive Committee meeting in discussion of where the funds are coming from, which the committee approved the transfer of \$420,000 on August 8, 2025.

MOTION: Approval of the Promissory Note for the transfer of \$420,000 from ATCAA to ATCR as a loan.

RESULT: Approved
MOVER: Bors
SECONDER: Grenland
AYES: 5-0
ABSENT: Putnam

- b. **Consideration and Approval of Purchase Agreement and purchasing property located at 427 Hwy-49, Sonora, CA, 95370:**

Bors explained that he worked with Legal Counsel in forming the Purchase Agreement. He stated both sellers felt comfortable with the agreement.

MOTION: Approval of Purchase Agreement and Purchasing Property located at 427 Hwy-49, Sonora, CA, 95370.

RESULT: Approved
MOVER: Bennett
SECONDER: Drake
AYES: 5-0
ABSENT: Putnam

7. **ADJOURNMENT:** Candace Raupach. ATCR President, adjourned the meeting at *1:20 P.M.*

APPROVED:

Candace Raupach
ATCR President

ATTEST:

Janessa Stone
ATCAA Board Secretary

FIRST AMENDMENT TO PURCHASE AND SALE AGREEMENT

(Northtown Property – Bargain Sale Transaction)

This First Amendment to the Purchase and Sale Agreement (“Amendment”) is made and entered into as of the date of the last signature below, by and between Scott McDonald, an individual, and Bottom Feeder International, Inc., a Nevada corporation (together, “Sellers”), and Amador-Tuolumne Community Resources, Inc., a California public nonprofit corporation (“Buyer”), with reference to the following facts:

RECITALS

- WHEREAS, the Parties entered into that certain Purchase and Sale Agreement dated August 15, 2025 (the “Agreement”), for the sale of the real property commonly known as 427 North Highway 49 / 59 Columbia Way, Sonora, California, and more particularly described in Exhibit A of the Agreement;
- WHEREAS, the Agreement recites that, according to an appraisal dated July 14, 2025, the fair market value of the property was \$1,510,000;
- WHEREAS, a corrected version of the appraisal has since been issued, establishing the updated fair market value as \$1,500,000;
- WHEREAS, the Parties desire to amend the Agreement solely to reflect this revised appraised value;
- NOW, THEREFORE, in consideration of the mutual covenants and promises set forth herein, the Parties agree to amend the Agreement as follows:

1. Amendment to Recitals

The third “WHEREAS” clause of the Agreement is hereby deleted and replaced with the following:

“WHEREAS, the fair market value according to a corrected appraisal dated August 22, 2025 is \$1,500,000.00, and Seller Scott McDonald is offering Buyer to sell his 90% interest, which he values at \$1,350,000.00, at a discounted price of \$315,000.00, with \$1,035,000.00 representing a charitable contribution;”

2. No Other Changes

Except as expressly modified by this Amendment, all terms, conditions, rights, and obligations set forth in the Agreement shall remain in full force and effect without modification.

IN WITNESS WHEREOF, the Parties have executed this Amendment as of the dates set forth below.

SELLERS:

Scott McDonald
Date: _____

Bottom Feeder International, Inc.
By: _____
Name:
Title:
Date: _____

BUYER:

Amador-Tuolumne Community Resources, Inc.
By: _____
Name:
Title:
Date: _____