

**Placer County  
Successor Agency  
Memorandum**

TO: Placer County Successor Agency Board  
FROM : Allison Carlos, Successor Agency, Designee  
DATE: March 11, 2014  
SUBJECT: Authorization for: credit bid of certain real property located in Kings Beach, Placer County, CA; Successor Agency to issue credit bid; and execution of documentation associated with acquisition, recordation, and Certificates of Acceptance

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**ACTION REQUESTED**

Adopt a Resolution approving and authorizing:

1. The credit bid of certain real property, currently owned by B.B., LLC and located in Kings Beach, Placer County, California at the March 24, 2014 Trustee's Sales,
2. The Successor Agency Officer or his Designee, to issue credit bids on aforementioned real property at the Trustee's Sales, and
3. The Successor Agency Officer or his Designee, to execute all documents necessary to complete the acquisition of real property, recordation of the Trustee's Deeds, including, without limitation, the execution of Certificates of Acceptance on behalf of the Successor Agency.

**BACKGROUND**

The Placer County Successor Agency ("Successor Agency") is the current holder of four loans secured by deeds of trust on 16 parcels of real property owned by B.B., LLC in Kings Beach. B.B., LLC is currently in default under all four of the loans. The Notice of Defaults were recorded as follows:

- August 30, 2013 - APN 090-133-016 was recorded as Instrument No. 2013-0086047
- September 10, 2013 - APN 090-133-018 was recorded as Instrument No. 2013-0089079, APNs 090-12-021, 090-126-022, 090-126-024 (ptn), 090-133-003, 090-133-005 through 090-133-011 and 090-133-015 recorded as Instrument No. 3024-0089078 and APNs 090-126-039 and 090-126-040 recorded as Instrument No. 2013-0089077.

One of the four loans was originated by the former Placer County Redevelopment Agency ("Redevelopment Agency") and encumbers APN 090-133-018 as a second deed of trust. The other three notes were purchased by the Redevelopment Agency from the two commercial lenders that originated the loans. Acquisition of the notes was motivated by the Redevelopment Agency's desire to maintain the parcels as an assembled group to promote redevelopment of the entire site. With respect to each of the loans, the Successor Agency succeeded to the interests of the Redevelopment Agency by operation of law when the Redevelopment Agency dissolved in February 2012.

On February 21, 2014, four Notices of Trustee's Sale (Notices) were recorded for the loans that had been acquired from the commercial lenders and were posted by the Placer County Sheriff Department. These Notices provide for the sale of all 16 parcels on March 24, 2014 at the Placer County Successor Agency Office located at 175 Fulweiler Avenue, Auburn CA at 9:45AM, 10:15AM, 10:30AM and 10:45AM. The amount of unpaid balances and charges

- \$5,850,390.94 for the loan originally made by Umpqua Bank secured by (APNs 090-126-021, 090-126-022, 090-126-24 (ptn), 090-133-033, 090-133-005 thru 090-133-011, 090-133-015)
- \$976,888.50 for loan originally made by Umpqua Bank and secured by APNs 090-126-039 and 090-126-040
- \$1,393,485.89 for the loan originally made by Central Pacific Bank and secured by APN 090-133-016
- \$1,988,000 for the loan originally made by Central Pacific Bank and secured by APN 090-133-018

The Successor Agency continues to recognize that a high quality development and community improvement for the Kings Beach area over this site remains a priority for Kings Beach and the surrounding community. The amended Long Range Property Management Plan approved by the Successor Agency on February 25, 2014 and the Oversight Board on February 26, 2014 validated the continued interest in the property developing consistent with community/area plans, the Tahoe Regional Planning Agency Regional Plan, and redevelopment plans. Staff is seeking your Board's authorization to issue credit bids in order to obtain title to the property. A credit bid means the Successor Agency as the foreclosing beneficiary under the deeds of trust, would bid the outstanding amount owed to the Successor Agency and would not pay cash. All other bidders would be required to provide cash or a cashier's check in the amount of their bid. In the event that the Successor Agency acquires the property, subsequent conveyance of the property will be undertaken in accordance with the amended Long Range Property Management Plan as recently approved by the Oversight Board and submitted to the Department of Finance for its final approval.

### **CONCLUSION**

Staff recommends that the Successor Agency Board authorize the Successor Agency Officer or his Designee to attend each of the four Trustee's Sales and issue credit bids to seek to acquire the property on behalf of the Successor Agency. It is also recommended that your Board authorize a Successor Agency representative to execute the requisite documents, including the Certificate of Acceptance. Government Code Section 27281 requires that any deed or grant conveying any interest in real estate to a political corporation or governmental agency must contain a duly authorized Certificate of Acceptance that is attached to or printed on the deed in order to be recorded, and further provides that a political corporation or governmental agency may adopt a general resolution to authorize one or more officers or agents to accept and consent to such deeds or grants to finalize the acquisition of any or all of the real property.

#### Attachments:

- Resolution
- Form Trustee's Deed
- Form Certificate of Acceptance

**Before the Governing Board of the Successor Agency  
to the Former Placer County Redevelopment Agency**

In the matter of:

Adoption of a Resolution approving and authorizing: the credit bid of certain real property, currently owned by B.B., L.L.C. and located in Kings Beach, Placer County, California at the March 24, 2014 Trustee's Sales; the Successor Agency Officer or his Designee, to issue credit bids on aforementioned real property at the Trustee's Sales; and the Successor Agency Officer or his Designee, to execute all requisite documents, including Certificates of Acceptance.

Resolution. No. \_\_\_\_\_

The following Resolution was duly passed by the Governing Board of the Successor Agency to the former Placer County Redevelopment Agency at a regular meeting held on \_\_\_\_\_ by the following vote on roll call:

Ayes:

Noes:

Absent:

Signed and approved by me after its passage.

\_\_\_\_\_  
Chair, Successor Agency

Attest:  
Clerk of said Board

\_\_\_\_\_  
\_\_\_\_\_  
WHEREAS, the Successor Agency, as the current Beneficiary under that certain Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing, recorded on March 20, 2008 and securing certain obligations, including payment of a Promissory Note with a face value of \$937,500.00 related to Placer County APN 090-133-016, previously issued a Notice of Default and is pursuing a non-judicial foreclosure under this Deed of Trust;

WHEREAS, the Successor Agency, as the current Beneficiary under that certain Deed of Trust, Assignment of Rents, Security Agreement and Fixture Filing, recorded on January 11, 2008 and securing certain obligations, including payment of a Promissory Note with a face value of \$1,300,000.00 related to Placer

County APN 090-133-018, previously issued a Notice of Default and is pursuing a non-judicial foreclosure under its Deed of Trust;

WHEREAS, the Successor Agency, as the current Beneficiary under that certain Deed of Trust, recorded on March 5, 2007, as thereafter modified, and securing certain obligations, including payment of a Promissory Note, with a modified face value of \$4,600,000.00 related to Placer County APNs 090-126-021, 090-126-022, 090-126-24 (ptn), 090-133-033, 090-133-005 through 090-133-011, and 090-133-015, previously issued a Notice of Default and is pursuing a non-judicial foreclosure under this Deed of Trust;

WHEREAS, the Successor Agency, as the current Beneficiary under that certain Deed of Trust, recorded on June 8, 2007, as thereafter modified, and securing certain obligations, including payment of a Promissory Note, with a modified face value of \$4,600,000.00 related to Placer County APNs 090-126-039 and 090-126-040, previously issued a Notice of Default and is pursuing a non-judicial foreclosure under this Deed of Trust;

WHEREAS, Notices of Trustee's Sale were recorded on February 21, 2014, setting the sales for March 24, 2014 at 9:45 a.m., 10:15 a.m., 10:30 a.m., and 10:45 a.m., respectively;

WHEREAS, the Successor Agency has determined that it is desirable to seek to obtain title to the real property described in this Resolution;

WHEREAS, it is necessary to authorize a Successor Agency representative to represent the Successor Agency at the sales and issue credit bids to seek to acquire the real property under the foregoing Promissory Notes and Deeds of Trust at the sales on behalf of the Successor Agency; and

WHEREAS, it is further necessary to authorize a Successor Agency representative to execute on behalf of the Successor Agency, any documents required for the completion of any conveyances of the property pursuant to the Successor Agency's credit bid and the recording of the Trustee's Deeds, including without limitation, Certificates of Acceptance;

NOW, THEREFORE, the Governing Board of the Successor Agency for the Placer County Redevelopment Agency does hereby resolve:

SECTION 1. Incorporation of Recitals.

The Board finds and determines that the above referenced recitals are true and correct and material to this Resolution.

SECTION 2. Board Actions.

The Board hereby approves and authorizes:

1. The credit bid of the real property, currently owned by B.B., LLC and located in Kings Beach, Placer County, California at the March 24, 2014 Trustee's Sales in the amount of the outstanding principal, accrued interest, and fees and charges recoverable under State law,
2. The Successor Agency Officer or his Designee, to issue credit bids on aforementioned real property at the Trustee's Sales scheduled for March 24, 2014, and
3. The Successor Agency Officer or his Designee, to execute all documents and to take all actions necessary to complete the acquisition of the real property pursuant to the Trustee's sales, including without limitation, the recordation of the Trustee's Deeds and the execution of Certificates of Acceptance on behalf of the Successor Agency.

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RECORDING REQUESTED BY

Successor Agency of the former Placer County  
Redevelopment Agency

WHEN RECORDED MAIL TO:

Allison Carlos, Successor Agency Officer/ Designee  
County of Placer

175 Fulweiler Avenue  
Auburn, CA 95603

Exempt From Recorder's Fees  
pursuant to  
Government Code Section 27383

**FORM - TRUSTEE'S DEED UPON SALE**

The undersigned grantor declares:

- (1) The grantee herein was the foreclosing beneficiary.
- (2) The amount of the unpaid debt together with costs was \$ \_\_\_\_\_
- (3) The amount paid by the grantee at the trustee's sale was credit bid \$ \_\_\_\_\_
- (4) The documentary transfer tax is \$-0-
- (5) Said property is in ( ) unincorporated area; (X) Kings Beach, CA , and

BURKE, WILLIAMS & SORENSEN, LLP, a limited liability partnership, (herein call Trustee), as the duly appointed Trustee under the Deed of Trust hereinafter described, does hereby grant and convey, but without covenant or warranty, express or implied, to the SUCCESSOR AGENCY OF THE FORMER PLACER COUNTY REDEVELOPMENT AGENCY (herein called Grantee), all of its right, title and interest in and to that certain property situated in Kings Beach, Placer County, California, described as follows:

SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED HEREIN BY THIS REFERENCE.

TRUSTEE STATES THAT:

This conveyance is made pursuant to the powers conferred upon Trustee by that certain Deed of Trust dated June 4, 2007, and executed by **B.B., LLC, a California limited liability company**, as trustor, and recorded on June 8, 2007 as Instrument No. 2007-0057956-00 of Official Records of Placer County, California, and after fulfillment of the conditions specified in said Deed of Trust authorizing this conveyance.

Default occurred as set forth in a Notice of Default and Election to Sell Under Deed of Trust which was recorded in the office of the Recorder of said County.

All requirements of law regarding the mailing of copies of notices and the posting and publication of copies of the Notice of Sale which was recorded have been complied with.

Said property was sold by said Trustee at public auction on March 24, 2014 at the place named in the Notice of Sale, in the County of Placer, California, in which the property is situated.

Grantee being the highest bidder at such sale, became the purchaser of said property and paid therefor to said Trustee the amount of the Credit Bid of \$ \_\_\_\_\_, in lawful money of the United States, or by the satisfaction, *pro tanto*, of the obligations then secured by said Deed of Trust.

In Witness Whereof, said BURKE, WILLIAMS & SORENSEN, LLP, a limited liability partnership, as Trustee, has this day caused its name to be hereunto affixed by its partner/manager, thereunto duly authorized by resolution of its Governing Board.

Dated: March \_\_\_\_, 2014      BURKE, WILLIAMS & SORENSEN, LLP  
as Trustee aforesaid

By: \_\_\_\_\_  
Eric S. Vail

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CALIFORNIA ACKNOWLEDGEMENT OF NOTARY PUBLIC

(STATE OF CALIFORNIA )  
(COUNTY OF RIVERSIDE )

On March \_\_\_\_\_, 2014 before me, \_\_\_\_\_, a Notary Public, personally appeared Eric S. Vail, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public Signature

(Seal)

**Trustee Sale**  
**Placer County APN:**  
**Property Address:**

**FORM - CERTIFICATE OF ACCEPTANCE**

This is to certify that the interest in real property conveyed by the Trustee's Deed dated March 24, 2014 from the Grantor, BURKE, WILLIAMS & SORENSEN, LLP, TRUSTEE to the Grantee, Successor Agency of the former Placer County Redevelopment Agency, a California public agency, as the previous Beneficiary under that certain Deed of Trust recorded on March 20, 2008, is hereby accepted by the undersigned officer on behalf of the Grantee pursuant to the authority conferred by Resolution No. \_\_\_\_\_, adopted on March 11, 2014 by the Board, and the Grantee hereby consents to recordation thereof by its duly authorized officer.

Dated: \_\_\_\_\_, 2014

By: \_\_\_\_\_

ATTEST:

By: \_\_\_\_\_

APPROVED AS TO FORM:

By: \_\_\_\_\_

