

**Exhibit C**

**MEMORANDUM OF OPTION TO GROUND LEASE**

Recording Requested by and  
When Recorded Return to:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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**Memorandum of Option to Ground Lease**

This Memorandum of Option (this "Memorandum") is made this \_\_\_\_ day of \_\_\_\_\_, 2019 by and between Nevada County, a political subdivision of the State of Californian ("Optionor"), and Regional Housing Authority and Pacific West Communities, Inc. (hereafter "Optionee").

1. Optionor hereby grants toe Optionee and option to Ground Lease all of that certain real property located in the County of Nevada, State of California, more particularly described on Exhibit "A" attached hereto and incorporated herein (the "Property").

2. The specific terms and conditions of Optionee's option to Ground Lease the Property are set forth in that certain Option to Ground Lease Agreement dated \_\_\_\_\_. All of the covenants, terms, conditions and restrictions of the said Option Agreement are incorporated herein by this reference.

3. The term of the Option expires on \_\_\_\_\_.

4. This Memorandum is prepared for the purpose of recording and in no way modifies the express provisions of the Option to Ground Lease Agreement.

5. Optionor and Optionee intend that the covenants, terms, conditions, and restrictions described and referred to herein shall be both personal to Optionor and Optionee, and binding on their successors and assigns. Each successive owner of the premises or of any portion thereof, and each person having any interest there derived through an owner thereof, shall be bound by such covenants, terms, conditions, and restrictions.

**IN WITNESS WHEREOF**, this Memorandum has been executed this \_\_\_\_ day of \_\_\_\_\_, 2019.

**OPTIONOR**

County of Nevada

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

Date: \_\_\_\_\_, 2019

**OPTIONEE**

Regional Housing Authority

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

Date: \_\_\_\_\_, 2019

Pacific West Communities

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

Date: \_\_\_\_\_, 2019