

BOARD OF DIRECTORS REGULAR MEETING

Friday, January 26, 2024 at 10:00 a.m.

Meeting was Conducted In Person and Virtually

Event Center – Donner Room
1021 Stanley Dollar Drive, Walnut Creek, CA 94595

MINUTES

1. **Call to Order**

President England called the meeting to order at 10:00 a.m.

2. **Roll Call of Directors**

Mary A. England – President – District 5
Peter Catalano – 1st Vice President – District 4
Young Chung – 2nd Vice President – District 3
Jen Moreau – Secretary – District 2
Jean Autrey – Treasurer – District 1

Mutual Operations Staff

Jeroen Wright – Director of Mutual Operations
Dave Peakes – Building Maintenance Manager
John Tawaststjerna – Landscape Manager
Victoria Thomas – Board Services Coordinator

3. **Members' Forum**

Members were afforded the opportunity to express their concerns, make comments, or have questions for the Board. Comments included: sound problems in the meeting and virtually, property management directing the Board, 2022 audit has not been completed and provided to members, light in the laundry continually left on suggested using a timer, too dark in the walkway by the laundry room and buildings 1116 and 1108, Board Members' email addresses and phone numbers are on the Mutual's website, appreciation was given to Dave Peakes and John Tawaststjerna for cleaning the gutters and drains, and a request was made to move the Members' Forum to the end of the agenda to allow members to speak on agenda topics.

4. **Consent Calendar**

- a. Board of Directors Regular Meeting – December 22, 2023
- b. Board of Directors Executive Session Meeting – December 22, 2023

Motion made by Autrey, seconded by Moreau, to approve the Board of Directors Meeting Minutes as posted. Motion approved by vote. (5-0)

5. **New Business** – Mary A. England

Action Items

- a. Appoint Madelyn Miller as Chair to the Governance Committee

Motion made by England, seconded by Moreau, to appoint Madelyn Miller as the Chair to the Governance Committee. Approved by unanimous vote. (5-0)

- b. Appoint Marcia Keating as Chair to the Community Social Engagement Committee

Motion made by England, seconded by Moreau, to appoint Marcia Keating as the Chair to the Community Social Engagement Committee. Approved by unanimous vote. (5-0)

- c. Appoint Paul Moderaki as Chair to the Budget and Finance Committee

Motion made by England, seconded by Moreau, to appoint Paul Moderaki as the Chair to the Budget and Finance Committee. Approved by unanimous vote. (5-0)

6. **Treasurer** – Jean Autrey

- a. Treasurer’s Report – Jean Autrey

FIRST WALNUT CREEK MUTUAL
TREASURER REPORT

	At 12.31.23
Cash in Bank & Sweep Accts - Operating	5,853,722
Includes an unknown amount for the property fund	
Cash in Bank & Sweep Accts - Reserve	9,917,316
Note: Sweep level is \$50,000	
Net Income to Date	1,367,294
Ending Fund Balances	
Operating	5,442,851
Property	6,605,212
Reserve	9,783,752
Accounts Receivable -Assessments	121,836
Accounts Receivable - 3rd Party Billing & Other*	1,940,916
Total Receivables:	1,940,916
* Includes an unknown amount due from insurance re 2925 fire rebuild A/R Detail is incomplete	
Under/(Over) Budget (excluding revenue)	
Current Month	24,708
Year to Date	150,227
Categories - Operating YTD	
Building Maint & Public Works	150,026
Landscape Maintenance	13,338
Custodial Services	(6,803)
Insurance	14,225
Utilities	(39,581)
Professional Svc	49,473
Other General & Admin	(30,452)

A/R collections are ongoing.

The cost to us for the Mutual 2 fire on 6/9.23 was \$71,396 paid 7.23
The cost to us for the Mutual 2 garage fire on 3.3.21 is \$21,007

Recommendation: The Board of Directors certifies compliance with Civil Code §5500.

Motion made by Moreau, seconded by Autrey, to certify the compliance with Civil Code §5500. Approved unanimously by vote. (5-0)

7. **Mutual Operations** – *Jeroen Wright/Dave Peakes*

Wright reported that Rossmoor received a Firewise Program accreditation in December 2023. To become accredited in the Program Rossmoor had to divide the Valley into zones. Captains were appointed to each zone. The Mutual's captains are Ted Bentley and Kathy Rieder.

Rossmoor received a \$3.2M grant for a shaded fuel break. Ceremony scheduled for January 25th at the Event Center. Work for the shaded fuel break began January 29th in Mutual 68. To do the work hand crews, machinery, and chipping will be used. Goats may be used for the land that is grazable. Crew 12 from Con Fire will work by hand on the land that is too steep for machinery to make burn piles. Notification will be given to members prior to the burning occurring.

Peakes reported:

Carpentry/Paint Rehab Work

This year's rehab program will commence once the weather allows. All of the carpentry work was completed for the 2023 program, there are still 4 buildings remaining that need to be painted. The 2024 program outlines 26 buildings to be done.

Electrical Panels

Gauthier Construction has put together a list for this years panel replacements. An overall number of panels left to be done is estimated to be around 300. An exact number cannot be ascertained as all the units have not had an annual inspection, but with about 80% of the manors having been looked at, the number should be an accurate estimate. I have instructed them that 100 panels per year is no longer the target and to do as many as possible.

PG&E - VPI (Veteran Power)

Has resumed the electrical upgrade project with opening up asphalt and concrete on entry 14 Oakmont in preparation to run conduit for the new PG&E lines. They will be pulling the lines in from across the street at entry 15 Oakmont. At this point the drilling and preparation should be nearly complete. As in the other phases of this project, once the conduits are installed, the lines are run and then the concrete and asphalt patches are completed.

Fire Break Installations

We have initiated the fire break installations in the attic spaces of the G-11 buildings (Sonoma/Sequoia). This work will be done over the rainy season. Currently there are two crews working. One of the crews has started on Entry 3 Golden Rain where they have completed bldgs. #1524 and #1548. They then worked their way through entry 4 Golden Rain, bldg. # 1608, and on to entry 7 where they are working on bldgs. #1800, #1816 and #1832. The other crew has started on Fairlawn Dr. where they have 4 bldgs. #1108, #1116, #1200 and #1216. This work is only being done in the winter months due to the working conditions in the attics as the temperatures increase.

8. **Landscape Manager's Report** – *John Tawaststjerna*

Landscape Maintenance

- Irrigation has been turned off
- Bagging of excess leaf debris will begin in February
- Drain and v-ditch clearing
- Winter pruning

Tree Maintenance

- Pruning along Rockledge and Fairlawn was completed in December
 - o All Entries in FWCM were pruned in 2023
- 2024 pruning will begin in Golden Rain Entry 1 in February
 - o All Golden Rain Entries will be pruned first

Proposals for Approval

- Plant Replacement Estimates
 - o Brightview
 - Golden Rain
 - \$5,393.00 (Landscape Rehab Operating)
 - Other Entries
 - \$9,568.34 (Landscape Rehab Operating)
 - o Total NTE = \$14,961.34

Motion made by England, seconded by Moreau, to approve \$14,961.34 from the operating fund for plant replacements. Approved unanimously by vote. (5-0)

- Tree Removal Estimates
 - o Golden Rain Entry 14 Eucalyptus
 - Hamilton
 - \$17,500.00

Motion made by England, seconded by Moreau, to approve \$17,500.00 from the reserve account to remove trees. Approved unanimously by vote. (5-0)

- Waraner
 - \$23,040.00

Motion made by England, seconded by Moreau, to approve \$23,040.00 from the reserve account to remove trees. Approved unanimously by vote. (5-0)

- o Oakmont Entry
 - Hamilton
 - \$29,000.00
 - Waraner
 - Two estimates combined = \$29,520.00

Motion made by Moreau, seconded by England, to approve \$29,520.00 from the reserve account to remove trees. Approved unanimously by vote. (5-0)

- o Tree Maintenance Reserves for both

Tawaststjerna reported that he plans to apply for fire grants from Diablo Fire Safe Council. May take up to two years to receive the \$5,000 grant, which will reimburse the reserve account for the tree removal project.

9. **Committee Reports**

a. Budget and Finance Committee Report – *Ann Prichard*

SUBMITTED TO M 1 BOARD OF DIRECTORS FOR MEETING dated (12/12/23)

#	STEP IN PROCESS	DESCRIPTION or DETAILS
1.	COMMITTEE AGENDA ITEM(S)	a. Discuss recommendations for 2024 Chair, Vice Chair and Secretary positions. b. Treasurer Report c. Update of Golf Cart Electrical Fees Schedule d. Review potential committee issues for 2024 e. Resident Forum: Review of Bldg. Maintenance exceptions in policies (Dave Peakes).
2.	DISCUSSION OF ITEM	a. See above.
3.	RECOM-MENDATION TO M 1 BOARD	Appoint Paul Moderacki as B&F Committee chair for 2024 year. Approve Ann Prichard as Vice Chair and Andrea Szentirmai as Secretary for 2024 year.
4.	FOLLOW-UP ON RECOM-MENDATION	To be followed up by Board at 12/22/23 Mutual Board meeting.

SUBMITTED TO M 1 BOARD OF DIRECTORS FOR MEETING dated (1/10/24)

b. Landscape Committee – *Pat Power*

The committee discussed three major topics:

- 1) A review of the BrightView Contract
- 2) The plant replacement program
- 3) Procedures for the landscape rehabilitation process
 - a) Section A1 under General Landscape of the BrightView Contract
 It was determined that the Landscape Department will require BrightView to identify all those areas of common property landscape that they are currently not maintaining because they feel that they constitute private gardens, and consequently private property. The Contract specifies that all common property is to be maintained, and The Board policy is that any plantings in common property belong to The Mutual. This is a complicated problem with various reasons for abandonment by current owners. Not only is there a conflict from The Board policy, but also the appearance of the landscape is affected. Once identified, letters from The Board are to go to the identified property owners. Subsequently, illegal private gardens that are currently being maintained by residents will be addressed.
 Other aspects of The Contract will be discussed at the next committee meeting.
 - b) The current schedule for plant replacements was discussed. The Landscape Department will request all those which total over \$5000 at the January Board meeting. The LD stated that all approved replacements will be in ground by the end of March. For 2024 the plant replacement request will be due by August 1st which will hopefully speed the process.
 - c) The draft of the Rehab Procedure was referred to the Landscape Department for its input. Further discussion is to take place at the next meeting. The LD requested that District Reps review the current rehab requests for relevance and completion.

c. Governance Committee – *Madelyn Miller*

Currently, there are three members on the Committee. Miller stated she needs three more volunteers to be on the Committee. Catalano is the Board Liaison. Legal review of governing documents is needed before the Committee can continue.

The next meeting is scheduled for February 6th at 10:00 a.m. Meeting will be hybrid. Location is to be determined.

d. Capital Projects Committee – *Pam Hudson*

New Capital Committee Member:

- *Roger Smith (Fairlawn Resident)* will be joining the FWCM Capital Committee. Roger received his BA in Mechanical Engineering in 1971 and an MS in Environmental Systems Engineering in 1975 from Clemson University. Roger joined the City of Atlanta's Department of Watershed Management in 1981 in various areas, including applied research, project engineering, and process control and automation. In 1983, he returned to the City of Atlanta and managed a staff of engineers supporting the Operations and Capitol Improvement Programs of the water and wastewater treatment and conveyance facilities. Roger's experience and expertise will be an invaluable addition to the FWCM Capital Committee.

Drainage

- Scheduling time to bring new Capital Committee member (Roger Smith) up to date with analysis done on Fairlawn/Oakmont drainage and Roy Yang/Young Chung in mid-late January. Hope to schedule discussions with MOD for alignment on recommendations and estimated costs in Feb/March 2024.
- Lighter rainstorms along with temporary measures to manage/redirect drainage into Fairlawn and Oakmont appear to be minimizing flooding.

Electrical

- Electrical Strategic Electrical Management (SEM) Initiative: Clear Result on-site visit *rescheduled from January 3rd to January 31st* due to illness. Clear Result will tour facilities (electrical/heating, etc.) in the common areas and inspect the various unit configuration to understand current infrastructure, energy consumption, etc. to make recommendations on changes and/or investments to reduce overall energy costs. May have preliminary findings to share with FWCM board by the February 9th reporting deadline.

EV Charger Rebate Program & Electrical RFP: Per update to FWCM board in December 2023, the three Electrical Initiatives will be conducted *sequentially* with the Strategic Electrical Management (SEM) study to serve as the foundation for the EV Charger Rebate analysis. The information from the SEM and EV Charging studies will then inform the FWCM Electrical RFP.

e. Social Engagement Committee – *Marcia Keating*

Autrey reported that the meeting to recruit members was cancelled.

10. **President's Report** – *Mary A. England*

England reported that the Presidents Forum meets monthly. The Treasurers of each Mutual also attended the most recent meeting. There was a presentation on increased water usage. Contact England to review the presentation if desired. It was suggested that Mutuels develop a water usage policy.

11. **New Resident Orientation** – Jerry Priebat

Next Orientation Meeting: The meeting is scheduled for February 13, 2024 at 10:00 a.m. in the Donner Room at the Event Center.

12. **Unfinished Business** – Mary A. England

- a. Establish priority projects for Mutual – Assign Committees and Board Directors to take on Projects

District 1

- Stove replacements

District 2

- Needs Trash Committee for recycling and cost savings

District 3

- Consistency with policies and governing documents

- Difficulty with enforcement and understanding

District 4

- Electrical infrastructure improvements components not identified

District 5

- Revise GRF Management Agreement

- Increase number of Board Directors

- b. Review Draft Conflict of Interest Policy

Motion made by England, seconded by Autrey, to use GRF's Conflict of Interest Policy language for FWCM's Policy. Approved unanimously by vote. (5-0)

- c. Review and Approve Draft Annual Inspection Policy

Annual inspections are not identified as mandatory. The Mutual needs to make the inspections mandatory to ensure all appliances are in good working order and that smoke alarms are still working.

Topic deferred.

- d. Governance Committee Recommendation to assign the responsibility for New Member Orientation to the Social Engagement Committee

No discussion.

13. **New Business Cont.** – Mary A. England

Action Items

- a. Refer Roofing Maintenance Draft Policy to Governance Committee

Topic deferred.

- b. Authorize Mary A. England to sign FAI Reserve Study Agreement for January 2025

Motion made by Autrey, seconded by Catalano, to authorize Mary A. England to sign the FAI Reserve Study Agreement for January 2025. Approved unanimously by vote. (5-0)

- c. Building Maintenance Recommendation for HVAC Ducting and Taping Cracks Policy

Topic deferred.

- d. Review Right to Enter Unit Draft Policy

Topic Deferred.

- e. Status of Revision to Second Restated Bylaws
Language needs to be amended to reflect current property insurance coverage. Catalano offered to write an article to place in the newspaper asking members to email him suggested changes to the Bylaws and will report back to the Board with received comments.
- f. Resolve Budget funds unspent for Landscape in 2023 rollover to 2024
Funds earmarked in the 2023 Budget reserve funds were unspent. The Board directed the 2023 Budget reserve funds of \$125,071.55 to rollover in to the 2024 Budget reserve funds, increasing the 2024 Landscape Budget to \$325,071.55.

Motion made by Moreau, seconded by Catalano, to approve \$125,071.55 from reserve funds in the 2023 Budget rollover to the reserve funds in the 2024 Budget. Approved unanimously by vote. (5-0)
- g. Status of Property Insurance 2024 Placement
Jeroen reported that options for additional property insurance coverage for the Valley is coming. It is estimated to increase to \$1.22B. Jeroen will report back to the Board once options are received.
- h. Firewise assignment of Mutual Landscape Representatives are to be the contact for reporting "fire hazards" or "potential fire hazards".
Tawaststjerna will be the liaison between the Mutual, Firewise Committee Members, and the landscape representatives. Tawaststjerna will report back to the Board once a plan is established.
- i. Proposed Alteration Policy Violation Enforcement Procedures
The Board will meet with MOD Alterations Department and the Governance Committee Chair to determine how to enforce violations within the existing policy and then the amended policy.
- j. Confirm insurance language for Bylaws revision
Topic deferred.

Informational Items

There were no informational items.

- 14. **Announcements** – The next scheduled meeting is the Board of Directors Regular Meeting. The meeting will be held on February 23, 2024 at 10:00 a.m. in the Donner Room at the Event Center as well as virtually.
- 15. **Adjournment to Executive Session**
There being no further business, the Regular Meeting of the Board was adjourned at 11:57 a.m. and the Board moved into Executive Session.
- 16. **Executive Session Summary**
The Board met in Executive Session from 12:17 to 1:29 p.m. to discuss member matters, delinquent accounts, and legal issues.

Secretary's Certificate

I hereby certify that the foregoing is a true and correct copy of the minutes.

Victoria Thomas