

THIRD WALNUT CREEK MUTUAL
REGULAR SESSION MEETING MINUTES OF THE BOARD
MONDAY, APRIL 12, 2021 AT 10:00AM
ZOOM VIDEO AND CONFERENCE CALL MEETING

Call to Order

President Rothman called the Regular Meeting of the Board of Directors of Third Walnut Creek Mutual (TWCM) to order at 10:00 a.m.

Roll Call

Directors Present:

Arlyss Rothman, President Dist. IX, (2022)	
Matt Kaplan, Treasurer Dist. V, (2022)	Walt Braun, Director Dist. XIII, (2023)
Chuck Decker, VP Dist. X, (2021)	Donna Landeros, Director Dist. VIII, (2023)
James McFarland, Director Dist. III, (2021)	Tom Lauck, Director Dist. IV, (2023)
Steve Park, Director Dist. XV (2022)	Nan Warren, Director Dist. XIV, (2022)

Directors Absent: John Swearingen, Secretary Dist. VII, (2021)

Also Present: Mutual Operations staff was represented by Clayton Clark, Building Maintenance Manager; Paul Donner, Mutual Operations Director; Kelly Maki, Board Services Coordinator; Joel Lesser, Chief Financial Officer; and Tess Haskett, Assistant Controller

Members' Forum

Members were afforded the opportunity to express their general concerns and make comments. Topics discussed included: Committees, Bylaws, and Election Rules.

Approval of Meeting Minutes

President Rothman asked for any corrections and/or additions to the following sets minutes:

- a) Regular Board Meeting Minutes March 8, 2021
- b) Executive Session Meeting Minutes March 8, 2021
- c) Special Meeting March 23, 2021

A motion was made to approve the above minutes.

Moved, Seconded, Carried 9-0

President's Report

President Rothman reported on the latest President's forum. The Presidents met to discuss the proposed GRF Management Agreement and concerns on the verbiage for the indemnification clause. The current contract will stay in effect until this is worked out.

Secretary's Report

Secretary Swearingen was absent and had no report to give this month.

Treasurer's Report

Treasurer Report: April 12, 2021

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This report includes both January 2021 and February 2021. However, the TWCM bank are not reported due to discrepancies noted and reported to MOD Finance. They are working to reconcile the accounts.

This report is based on the TWCM financial report for January 2021.

As of January 31, 2021 the TWCM bank balance was \$xx,xxx.

TWCM payments in January were \$60,250 allocated as specified to the projects.

Republic Services trash pick-up was \$23,085. Legal services were \$6,895 all to Fong & Fong. Annual D&O insurance to Arthur J. Gallagher was \$30,270.

TWCM Owner Billables (amounts owed by owners to their project) as of January 31, 2021 was \$234,668, with little change from the prior month.

TWCM Assessments (Coupon) owed as of January 31, 2021 was \$121,638 an approximately \$20,000 increase from the prior month.

This report is based on the TWCM financial report for February 2021.

As of February 28, 2021 the TWCM bank balance was \$xxxxx.

TWCM payments in February were \$3,721 allocated as specified to the projects.

Trash Enclosures was \$3,427 to Commercial Support. Printing and mailing were \$294 to Integrity.

TWCM Owner Billables (amounts owed by owners to their project) as of February 28, 2021 was \$225,421, an approximately \$9,000 decrease from the prior month.

TWCM Assessments (Coupon) owed as of February 28, 2021 was \$126,462 an approximately \$5,000 increase from the prior month.

- a. Motion that the Mutual Funds Report has been reviewed by the Treasurer and a summary provided to all Directors:** The motion was made for the January and February 2021 Mutual Funds Report and excluded District VII.
Moved, Seconded, Carried 9-0
- b. Motion that all Directors have reviewed their Project Specific Financials:** The motion was made for all Project Specific Financial Reports for January and February 2021 and excluded District VII.

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Moved, Seconded, Carried 9-0

Building and Maintenance Committee

Nan Warren gave the following report:

The Building Maintenance Committee met on April 8. Nan reported that we have 8 Third Mutual residents who were interested in joining a committee to explore solar energy for the mutual. A meeting is scheduled on 13 April to get organized.

Balcony Inspections: Steve de Jesse of IDA Structural Engineers did balcony inspections for Project 37. Directors will remember that all balconies must be inspected for safety by 2025 and every 9 years after that. Steve de Jesse was present to describe what must be done and give us some idea of cost.

The committee also discussed Architectural Standards, which are ready to send to board members for discussion and approval. The committee hopes that the board can approve these guidelines so they can be sent to TWCM residents for the 28-day comment period.

Landscape Committee

Walt Braun reported on the highlights from the April 5th Landscape Committee Meeting:

- Landscape Reps commented on a number of issues, namely: use of riding mowers causing damage to turf and some irrigation issues.
- Led by Rebecca Pollon, the group discussed the contents of the 5-year plan emphasizing the need to give Juniper removal a high priority due to fire risk and the deletion of turf areas that are not particularly used by residents. Turf consumes twice as much water and 9 times as much fertilizer as a shrub area. Reps and Directors were encouraged to become familiar with turf areas that have already been turned into shrub areas.
- Kevin Jackson reviewed the Terra work plan for April and will provide details on the type of fertilizer to be used during the month.
- Next meeting will be held on June 1.

Governing Documents Committee

The committee had no report to give this month. The Board is still looking for a committee chair and Directors were asked to volunteer.

Alteration Permit Application Review

Jim McFarland reported that the committee is processing about 5 applications per week and the process is going smoothly.

Communication Committee

John Swearingen was absent and had no report to give this month.

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Emergency Preparedness Committee

Arlyss Rothman reported that the committee is staying busy by working directly with Rossmoor EPO. This month a presentation on 911 dispatching was given.

Dispute Resolution Committee:

Nan Warren reported that the committee is having some success, but the details are to remain confidential.

Old Business

- a. **Status of Project 23:** The Board continues to encourage Project 23 leadership to schedule a meeting for further discussion on this matter.
- b. **Discussion on Rental Restrictions Proposed Policy:** The Board received legal advice that the current policy 41 -Leasing of Manors complies with the new legislature AB 3182, but that the CC&Rs will need to be revised to state that up to 25% of manors within the Mutual can be rented.
- c. **GRF Updated Management Agreement:** This item was tabled by the Board until further information is provided on the verbiage.

New Business

- a. **Solar Project Committee Update:** A motion was made to appoint Chuck Decker, Nan Warren, Gil Peterson, Susan Harris, Joel Saxe, Brad Waite, Adrian Byram, John Murphy, and Al Rothman to the Solar Project Committee. The committee will meet tomorrow.
Moved, Seconded, Carried 9-0
- b. **Updated TWCM Architectural Standards:** The Board discussed revisions that were made to the Architectural Standards. The vanity area with a sink of upper units was discussed, as it is a current standard to require carpet in this area. A motion was made to allow hard surface flooring in the vanity area with sinks of upper units where it is currently carpeted.
Moved, Seconded, Carried 5-2-2, Directors Rothman and Warren voted No, Directors Landeros and Park Abstained.

The change from allowing 3 solar tubes to 4 solar tubes, removal of requiring brass/aluminum hardware on doors, and allowing colored glass or stained glass on front doors were also discussed.

Approval of the Proposed Updated TWCM Architectural Standards was tabled for review of these revisions at the next board meeting.

- c. **CC&R Amendments for Disengaging Projects:** The Board is getting legal advice on

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amending the CC&Rs and Bylaws to eliminate references to projects that have disengaged and properly state the new number of Projects and Directors, A motion was made to approve Richard Fong moving forward with amending the Bylaws and CC&Rs.
Moved, Seconded, Carried 8-0-1, Director Landeros Abstained.

Adjournment to Executive Session

There being no further business, the Regular Meeting of the Board was adjourned at 11:36 am and the Board moved into executive session.

Executive Session Summary

The Board met in Executive Session to consider a late fee waiver request and discuss legal matters.

Secretary's Certificate

I hereby certify that the foregoing is a true and correct copy of the minutes of the Board of Director's meeting.



Assistant Secretary

Third Walnut Creek Mutual