

THIRD WALNUT CREEK MUTUAL  
BOARD MEETING MINUTES OF THE BOARD  
MONDAY, DECEMBER 13<sup>th</sup>, 2021, AT 9:00AM  
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 9:01 a.m.

**Roll Call**

**Directors Present:**

Arlyss Rothman, President Dist. IX, (2022)

Matt Kaplan, Treasurer Dist. V, (2022)                      Nan Warren, VP Dist. XIV, (2022)  
John Swearingen, Secretary Dist. VII, (2024)      Milford Waldroup, Director Dist. XIII, (2023)  
James McFarland, Director Dist. III, (2024)      Steve Park, Director Dist. XV (2022)  
Martin Schwager, Director Dist. X, (2024)

**Directors Absent:** Tom Lauck, Director Dist. IV, (2023)

**Also Present:** Mutual Operations staff was represented by Paul Donner, Director of Mutual Operations; Joel Lesser, Chief of Finance; Clayton Clark, Building Maintenance Manager; and Lucy Limon, Board Services Coordinator

**Members' Forum**

Members were afforded the opportunity to express their general concerns and make comments. Topics discussed included: updates to P23, articles in the Rossmoor news, civil code changes.

**Approval of Meeting Minutes**

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

- a) Regular Board Meeting Minutes .....November 8, 2021
- b) Executive Board Meeting Minutes .....November 8, 2021
- c) Special Meeting Minutes .....November 15, 2021

A motion was made to approve the above sets of minutes

**Moved, Seconded, Carried 8-0**

**President's Report**

President Rothman reported on the accounting staff turnover. She advised that new personnel have been hired and are currently being trained. Their goal is to provide the Mutuals better, more accurate and timely service.

- i. **Civil Code 5450:** Effective September 23, 2021, this civil code requires that a person who can provide technical assistance be available before and during the meeting. In addition, any vote of the directors shall be conducted by a roll call vote. Other requirements included in this new civil code the Board is in compliance with already.
- ii. **Trash Bill Republic Services Oversight:** At the Presidents forum, SWCM gave a presentation on how they were able to save the Mutual around \$8k with their new trash

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committee. SWCM also advised on the Republic billing errors they found and how they addressed them.

**Secretary's Report**

John Swearingen reported that the news will not run more than one article at a time for any Mutual.

**Treasurer's Report**

Matt Kaplan gave the following report:

This following information is based on the TWCM financial reports for September and October 2021.

The September 30, 2021, TWCM cash account balance was \$16,632.

TWCM payments in September were \$24,245 allocated as specified to the projects.

Republic Services trash pick-up was \$19,055. Trash Recycling to GRF was \$5,190. Again, as in the previous month, a shortage of trained staff result-ed in most Mutual wide services being paid directly from the Project Accounts.

TWCM Owner Billables (amounts owed by owners to their project) as of September 30, 2021, was \$200,008 with very little change from prior month.

TWCM Assessments (Coupon) owed as of September 30, 2021, was \$161,020 about \$16,000 higher than the prior month.

The October 31, 2021, TWCM cash account balance was \$18,618.

TWCM payments in October were \$38,239 allocated as specified to the projects.

Republic Services trash pick-up was \$19,041. Trash Recycling to GRF was \$4,538. CSS enclosure cleaning was \$2,687. Legal service to Fong & Fong was \$1,855. Mailing service to Integrity was \$1,575. Solar Feasibility study to Table Rock Capital was \$8,543.

TWCM Owner Billables (amounts owed by owners to their project) as of October 31, 2021, was \$219,183, about \$19,000 higher than the prior month.

TWCM Assessments (Coupon) owed as of October 31, 2021, was \$147,199 about \$14,000 lower than the prior month.

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- a. Motion that the Mutual Funds Report has been reviewed by the Treasurer and a summary provided to all Directors:  
**Moved, Seconded, Carried 8-0**
- b. Motion that all Directors have reviewed their Project Specific Financials through October 31, 2021:  
**Moved, Seconded, Carried 8-0**

**Building and Maintenance Committee**

No report was given.

**Clayton Clark gave the following report:**

*For the month of November 2021*

**Project 23**

- ❖ Obtained bid on SB 326 inspections from FWC. Discussed additional venting of rear decks to provide better access for inspections and better venting of decks. No action to report
- ❖ Owners group wants decks on 1129 AS inspected. Woodpeckers are causing most of the damage. **No action to report.**
- ❖ **Opened up deck at 1129 AS to determine siding decay and found framing damage and trying to determine repair options.**
- ❖ Reviewing LED light program. No action to report
- ❖ Discussion of tile replacement as some are Mutuals and others are residents through alterations. **Fleece issued work order and will get completed in Jan 2022 due to work schedule**
- ❖ Rear balcony concrete deck issues at 1125 AS and 1109 AS. **Work order authorized for 1125 AS with AMAC and completed but more damage found.**

**Project 26**

- ❖ **Deck coating progressing as weather permits.**
- ❖ **Water leaks repaired at 1617 and 1687 Pt.**
- ❖ **Condensate lines corrected for rehab 2021 by All Bay HVAC.**

**Project 27**

- ❖ Pricing swale repairs behind 2316 Ptarmigan. Reviewing two options: repair damaged section or repair entire section as tree heaving other section. **Work order approved for Fleece.**
- ❖ **Electrical panel replacement:**
  - **Completed 14 of 15 units.**
- ❖ **Entry 13 Pt 2021 rehab:**
  - **Painting by ACE underway as early weather permits.**
- ❖ Trash bin fencing work nearly complete.

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**Project 31**

- ❖ **Resolving woodpeckers at 2601 Pt pecking wood shingles.**
- ❖ **Paving work being scheduled for tree root issues.**

**Project 32**

- ❖ Gate valve leak in front of 2520 Ptarmigan repaired and follow up repairs are at no charge from plumber to correct.

**Project 33**

- ❖ Pricing out metal gates due to trash company abuse. **No action to report.**
- ❖ **Waiting on entry sign.**

**Project 34**

- ❖ **Minor rehab completed by carpenters. Follow up painting remains.**

**Project 35**

- ❖ Reviewing paving issue at 3100 TGR due to nearby redwood tree.
- ❖ Resolving two issues at 3109 TGR. **No action to report**
- ❖ **3118 TGR electrical wiring issue under review.**

**Project 36**

- ❖ 2185 CC: Working on concrete price with unapproved tile alteration. **Agreed to protect concrete expansion joint and patch in concrete. Tile replacement will not be done.**
- ❖ **SB 326 inspections will be planned next year.**
- ❖ **Tree removed at 2065 CC to support storm drain line replacement due to root intrusion.**

**Project 37**

- ❖ **ACE is performing carpentry rehab in Entry 3 CC.**

**Project 38**

- ❖ **Starting rehab in Entry 6 Tcal.**

**Project 42**

- ❖ 622 TCal may have building settlement concerns as doors are having trouble closing. **Soil engineer is backed up and will not be available until Spring.**

**Project 44**

- ❖ **Starting 2022 termite inspections for scheduling.**

**Project 45**

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- ❖ GRF truck hit 3377 RP and working on repair quote as engineering plans have been received. **Contract signed for carpentry work and working on garage door quotes.**
- ❖ 3276 RP-reviewing drainage on opposite side of releveling. **ESR visited site and provided a bid for drainage. Looking into other turnkey contractors who can do this work as well.**

**Project 49**

- ❖ Waiting on garage door delivery for 1780 SD.
- ❖ Moved elevator maintenance to reserves for 2022.
- ❖ Confirming termite inspections for 1766 SD for work in 2022.
- ❖ **Will add 1614 SD deck coating and painting to rehab 2022. Leak at old duradeck flooring systems found during recent rains.**

**Project 51**

- ❖ **Investigating plywood floor issue at 4521 TGR.**

**Project 53**

- ❖ Investigating options to developer installed hard-wired detectors. **No action to report.**
- ❖ **Due to roof leaks, recommend 4332 and 4320 TGR for roof replacement in 2022.**
- ❖ **Erosion issue at 4372 TGR:**
  - **Met with Geotechnical engineer and not worried about current condition**
  - **Connecting downspout line to subdrain to minimize washing.**
  - **MOD installing wire mesh to minimize critters getting under building.**

**Project 54**

- ❖ **Waiting on entry sign delivery for entry 5A. Small job but complex for sign manufacturer.**

**Project 64**

- ❖ Reviewing bid for gutter guards.

**General:**

1. Discussion of lower enclosure decks with vinyl roofs on above balconies.
2. Trying to hire an additional MOD carpenter. **No luck so far but have a good temporary employee to assist with vacations during holiday period.**
3. **Looking at purchasing a garage door to use while waiting months for new garage door, and shared expense to those garage door projects.**

**Landscape Committee**

Milford Waldroup reported on the zoom meeting he and the landscape reps had with Rebecca

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Pollon. Pollon advised the committee that the proposed landscape policy would be revised to reflect the private garden portion as an addendum. Revised policy to come soon. Waldroup reported that the main issue for 2022 will be the juniper removal throughout the Mutual.

**Governing Documents Committee**

Steve Park gave the following report:

Present: Directors Park and Warren, and Members Michael Abell, Judy Bank, and Christine Monsen

- The committee met to discuss additional revisions to the Bylaws, and Policy 61, Owner-Initiated Alterations Solar Energy Systems.
- **Item 1: Bylaws**
- The Committee is unanimously recommending a change to the TWCM Bylaws, Article 6, section 1. The Committee recommends the following:
- The Governing Documents Committee of TWCM recommends the amendment of the Article 6.1 and 6.2 of the TWCM Bylaws as follows:

**Currently, the Article 6, Section 1 reads:** The affairs of the Mutual shall be conducted by or under the direction of a Board of twelve (12) Directors. The Development has been divided into twelve (12) Districts for the purposes of election of Directors, and each such District described in Section 6.2 below, and Exhibit A, attached hereto. One (1) Director shall be elected to serve each of the twelve (12) Districts within the Development. Directors shall be required to reside in the district that they serve.

**PROPOSED AMENDMENT:**

The affairs of the Mutual shall be conducted by or under the direction of a Board of Directors. The Third Mutual development has been divided into districts for the purpose of election of Directors. One (1) Director shall be elected to serve on each of the districts within the Mutual Development. Each Director shall be required to live in the district that they represent.

**Currently, the Article 6, Section 2 reads:** The Development has been divided into twelve (12) Districts as set forth on Exhibit A, attached hereto.

**PROPOSED AMENDMENT:**

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The Development is currently divided into nine Districts as set forth on Exhibit A, attached hereto. Revisions to this policy will be made as needed going forward if the number of Districts change from the current number.

Revise Exhibit A relating to Article 6.1

Revise Article 6, Section 2 Exhibit to delete Districts XIII, XI, and XII

The Board made a motion to approve the proposed policy 6.1 & 6.2 revision.

**Moved, Seconded, Carried 8-0**

- **Item 2: Policy 61, Owner-Initiated Alterations Solar Energy Systems**
- The Committee discussed and is unanimously recommending that the Board review, revise as needed, and adopt the revisions to Policy 61, Owner-Initiated Alterations Solar Energy Systems. The additional revision is to remove the requirement for TWCM to be listed as an additional insured in the \$1 million insurance policy. This requirement has proved problematic to obtain.

The Committee will explore the possibility of adding TWCM as an interested party or some method to make sure that TWCM is notified if the policy is cancelled or lapses.

The Board made a motion to approve the above revision to Policy 61.

**Moved, Seconded, Carried 8-0**

**To comply with California Law, the approved policy revisions will be mailed out to TWCM residents for a 28-day comment period.**

**Alteration Permit Application Review**

The Board briefly talked about an upcoming alteration application that would affect the common area, considered a land grab. Residents were reminded that this type of alteration requires a 67% approval from the project. All expenses, such as the mailings to residents, is the responsibility of the homeowner who applies for the permit.

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**Communication Committee**

No report was given.

**Emergency Preparedness Committee**

No report was given.

**Dispute Resolution Committee:**

No report was given.

**Solar Committee:**

No report was given. The Board decided to keep the solar committee until the revised solar policy has been adopted.

**Old Business**

**P53 Disengagement Update:** Barbara Mintz will present the disengagement agreement to the Board in the executive session.

**P23 Update:** On October 12<sup>th</sup>, 2021, a letter and a survey were sent out to all P23 residents. The survey gave residents two options, option one: accept the CC&R's and remain part of TWCM, option two: vote to disengage from TWCM. Out of the 39 manors in P23, only 7 surveys were returned. Six were in favor of accepting the CC&R's and 1 opted for disengagement. President Rothman advised that she was in receipt of a letter from a resident in P23 who says he is the spokesperson for the project. This matter is being confirmed with legal counsel.

**Standardized Mutual Landscape Policy:** No action was taken.

**Policy 61 Update:** All revisions to Policy 61 have been made and is now ready to be sent out for the 28-day resident comment period.

**New Business:**

**Formation of Trash AD HOC Committee:** After reviewing the success that SWCM has had with their trash committee President Rothman proposed that TWCM form a trash AD HOC committee in an effort to address the possible billing issues and instruct residents on how to properly dispose trash and recycle. Board members and residents were advised to email Lucy Limon with names of those who wish be part of this new committee.

**Moved, Seconded, Caried 8-0**

**Announcements**

The next Regular Board Meeting with be held on Monday, January 10<sup>th</sup>, 2022, at 9am via zoom.

**Adjournment to Executive Session**

There being no further business, the Regular Meeting of the Board was adjourned at 10:30 am



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and the Board moved into executive session.

**Executive Session Summary**

The Board met in executive session from 10:31 am to 10:53 am to discuss legal contracts.

**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.

Lucy Limon

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**Assistant Secretary**

Third Walnut Creek Mutual