

THIRD WALNUT CREEK MUTUAL
REGULAR SESSION MEETING MINUTES OF THE BOARD
MONDAY, JANUARY 11, 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)
Chuck Decker, VP Dist. X, (2021)	Nan Warren, Director Dist. XIV, (2022)
Matt Kaplan, Treasurer Dist. V, (2022)	Walt Braun, Director Dist. XIII, (2023)
John Swearingen, Secretary Dist. VII, (2021)	Donna Landeros, Director Dist. VIII, (2023)
Gery Yearout, Director Dist. XI, (2021)	James McFarland, Director Dist. III, (2021)
Vacant, Director Dist. XV (2022)	Tom Lauck, Director Dist. IV, (2023)

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

Members' Forum

Residents were afforded the opportunity to express their general concerns and make comments. Comments were made regarding the Finance Committee and their next scheduled committee meeting.

Approval of Meeting Minutes

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

- a) Regular Board Meeting MinutesDecember 14, 2020
- b) Executive Session Meeting MinutesDecember 14, 2020
- c) Ballot Count Minutes for P50 DisengagementDecember 18, 2020

A motion was made to approve the above minutes.

Moved, Seconded, Carried 10-0

President's Report

President Rothman had no report to give this month.

Secretary's Report

Secretary Swearingen had no report to give this month.

Treasurer's Report

Treasurer Kaplan gave the following Report:

Treasurer Report: January 11, 2021

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This report is based on the TWCM financial report for November 2020.

As of November 30, 2020, the TWCM bank balance was \$14,405.

TWCM payments in November were \$25,001 allocated as specified to the projects.

Republic Services trash pick-up was \$22,691. Legal services were \$595 all to Fong & Fong. Trash Enclosures was \$1,715 to Commercial Support.

TWCM Owner Billables (amounts owed by owners to their project) as of November 30, 2020 was \$234,333. This was an approximate \$17,000 in-crease from the prior month.

TWCM Assessments (Coupon) owed as of November 30, 2020 was \$92,606 an approximately \$10,000 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 November 30, 2020 Mutual Funds Report and excluded District XV.
Moved, Seconded Carried 10-0
- b. Motion that all Directors have reviewed their Project Specific Financials:** The motion was made for all Project Specific Financial Reports ending on November 30, 2020 and excluded District XV (Projects 27, 31, and 32).
Moved, Seconded Carried 10-0

Building and Maintenance Committee

Nan Warren gave the following report:

The committee met on January 7th and approved the following:

Section Appendix A, page 3 of 4, paragraph A.3, as shown in Policy 48. Change the policy to reflect a new state law required that newly installed automatic garage door openers are required to have a battery backup system. Below is the wording: "A.3: Repair or replace garage doors and hardware (excluding automatic garage door openers, keys, and legally required battery backups)."

Approved the new policy on Backup electrical power systems, which will be submitted to the Governing Documents committee for approval, followed by submission to the full board. The main purpose of this policy is to advise residents that portable generators powered by gasoline or propane are not allowed.

Adrian Byrum, a resident who is studying the use of solar panels for Rossmoor made a

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presentation, which is a preview of the presentation he will make to the Board in February.

Landscape Committee

Walt Braun had no report to give this month.

Governing Documents Committee

The committee had no report to give this month.

Alteration Permit Application Review

Jim McFarland had no report to give this month.

Communication Committee

John Swearingen had no report to give this month.

Emergency Preparedness Committee

Alyss Rothman had no report to give this month.

Dispute Resolution Committee:

Nan Warren gave the following report:

Volunteers for the dispute resolution committee have been trained in active listening and dispute resolution. They have signed confidentiality agreements and are ready to be of assistance to directors who have problems with residents. Directors will receive a short summary with biographical information on these volunteers, to help you in selecting the right volunteer for your problem. These volunteers are self-selected; most of them have had long careers using dispute resolution techniques.

Old Business

- a. **Status of Project 23:** The Board reported that they have not received any communication from Project 23 owners. The Board discussed setting up a Town Hall meeting with P23 owners via zoom to find out where the owners want to go from here now that the Master CC&Rs have been recorded. A motion was made to schedule a Town Hall meeting with the entire Board of Directors and all P23 owners. The Mutual Board office is to mail an invitation to all P23 owners with the zoom link.

Moved, Seconded, Carried 10-0

New Business

- a. **Resignation of Marilyn Mason and Vacancy in District XV:** President Rothman announced that Director of District XV (Projects 27, 31, and 32) and Chair of the Governing Documents Committee, Marilyn Mason, resigned as of December 31, 2020.
- b. **Results of Project 50 Disengagement Election:** Director Donna Landeros announced the following results:

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A secret ballot in the matter of whether Project 50 should disengage from Third Walnut Creek Mutual was mailed on November 12, 2020 for a vote of the membership of the Project. Ballots were opened and tabulated during an Open Ballot Count Meeting on December 18, 2020 at 1:30 p.m. via Zoom.

The quorum requirement set in the current governing documents requires a majority (50% plus 1) approval of the members of Project 50 for disengaging from Third Walnut Creek Mutual (i.e., at least 56 out of 110 manors must vote “FOR”).

The following results are from a certified inspector’s report prepared by James Fletcher, Inspector of Elections for P50:

Total Ballots Received: 95
Total Invalid Ballots: 0
Total Valid Ballots: 95

Total Votes For: 92
Total Votes Against: 3
Number of Manors: 110

The vote for Project 50 to disengage from Third Walnut Creek Mutual has: PASSED

Adjournment to Executive Session

There being no further business, the Regular Meeting of the Board was adjourned at 10:30 am and the Board moved into executive session.

Executive Session Summary

The Board met in Executive Session to consider late fee waivers 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