

# THIRD WALNUT CREEK MUTUAL

SPECIAL MEETING MINUTES OF THE BOARD  
TUESDAY, OCTOBER 24, 2017 AT 1:30 P.M.  
BOARD ROOM, GATEWAY COMPLEX  
1001 GOLDEN RAIN RD., WALNUT CREEK, CA 94595

## Call to Order

President McDonnell called the Special Meeting of the Board of Directors of Third Walnut Creek Mutual (TWCM) to order at 1:30 p.m.

## Roll Call

### **Directors Present:**

John McDonnell, President X	Hillery Trippe, Director District VII
Gery Yearout, Vice President XI	Kay Barthold, Director District XIII
Kathy Poling, Secretary III	Claire Wolfe, Director District X
Toby Dicker, Director District VIII	Arylss Rothman, Director District IX
	Vacant, Director District IV

### **Director Absent:**

Judy Bank, Vice President XV  
Christine Monsen, Treasurer XIV  
Jack Case, Director District V

## Members Forum

Residents were afforded the opportunity to express their general concerns and make comments.

## Governing Docs Project

President McDonnell announced the sole item on the agenda is further discussion of certain sections of the Bylaws and CC&Rs that were identified by one or more directors at the last board meeting as requiring further discussion and possible modification. It is not the intent to vote on any changes today, but simply to clarify those sections that one or more directors wish to have the board consider revising, clarifying, or deleting.

### BYLAWS:

Article 2: Add **PURPOSE**

4.8.1 – change “Mutual” to “Project” (last line)

5.1(a) & (b) – clarify hierarchy; suggest that there be a requirement to search for two months, and then appoint someone from outside District only to fill the vacancy to the next balloting. Proposal is that our attorney will write new language for 5.1(b) to bring back to the November meeting.

5.7 – no change, leave as is

5.8 – add on line two: of the Members “*of the District*,” provided . . .

5.11 – add at end first sentence: Members “*of the District*.”

7.1.6 – no change, leave as is

8.5 – Our attorney is instructed to have MOD look at this paragraph; change “Mutual” to *Project*

8.8 – accounts

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9.12 – change to read: *“The Board shall have the authority to delegate their duties . . .*

11.1 – no change

12.1 – no change

### CC&RS

Change title: MASTER DECLARATION OF COVENANTS, CONDITIONS & RESTRICTIONS OF THIRD WALNUT CREEK MUTUAL

Recitals “C:” – Rewrite to clarify

Add new section 1.\_\_\_\_: garage (same as carport)

2.13 – remove second sentence

3.14 -- Director Toby Dicker and our attorney will work on this section

4.3 – Question is should it stay or go; perhaps take out 2<sup>nd</sup> sentence. Defer further discussion to next meeting.

4.10 – Attorney is requested to confirm the Walnut Creek ordinance

4.11 – Attorney is requested to propose new language

4.17.2 – defer to next board meeting for further discussion

4.17.5 – defer to next board meeting for further discussion; perhaps delete

4.22.4 – Add Exhibit F (which is now missing)

4.22.5 – defer to next board meeting for further discussion

5.1 (c) – defer to next board meeting for further discussion

6.1 and 6.2 – Attorney is requested to propose new language based on the maintenance matrix, input from Director Christine Monsen.

All other sections on the list will be deferred to the November board meeting.

KP- motion to adjourn at 4:20 pm.; second GY -- unanimous

### Adjournment

There being no further business, the Special Meeting of the Board was adjourned at 4:20 p.m.

### Secretary's Certificate

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



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**Secretary**

Third Walnut Creek Mutual