

THIRD WALNUT CREEK MUTUAL

SPECIAL MEETING MINUTES OF THE BOARD
THURSDAY, APRIL 19, 2018 AT 9:00AM
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 9:03 a.m.

Roll Call

Directors Present:

John McDonnell, President X	Christine Mosen, Director District XIV
Gery Yearout, Vice President XI	Jack Case, Director District V
Judy Bank, Vice President XV	Claire Wolfe, Director District X
Hillery Trippe, Treasurer VII	Kay Barthold, Director District XIII
Arylss Rothman, Secretary District IX	Ron Mucovich, Director District IV
Toby Dicker, Director District VIII	Jay Fischer, Director District III

Also Present: Mutual Operations staff was represented by Kelly Mattison, Board Services Coordinator; also present was Melissa Ward, Esq., Hughes Gill Cochrane Tinetti.

Members' Forum

Residents were afforded the opportunity to express their general concerns and make comments. The topic discussed in members' forum was the CC&Rs.

Old Business

- a. **CC&Rs and Bylaws:** Director Bank made the following motion:

WHEREAS:

Two years ago, the TWCM Board recognized the serious problem of its projects having out of date CC&Rs that were not compliant with changes in California laws pertaining to HOAs and Condominium Developments;

WHEREAS:

The Board took action to rectify the problem by hiring a law firm experienced in creating and restating governing documents for California HOAs and Condominium Developments and familiar with the organization of Rossmoor to create a single, unified set of CC&Rs for all members living in Third Walnut Creek Mutual.

WHEREAS:

To achieve this goal:

Member input was gathered by an initial task force composed of volunteers, including directors;

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Four town hall meetings were held for over 1000 attendees and their questions and concerns collected and included in subsequent drafts documents;
Significant work was done in the Governing Documents and Policies and the Building Maintenance committees meetings with input from MOD Staff;
Numerous Board discussions and special Board meetings were held, including helpful suggestions raised by residents during project meetings held by some directors;
Member comments continued to be acknowledged and discussed throughout.

THEREFORE:

As chair of the Governing Documents and Policies Committee coordinating this project for the Board, I move that the Board votes to approve that these CC&R's, dated April 10, and By Laws dated April 5 be sent to TWCM members for their vote of approval.

After discussion the motion was called to question.

Moved, Seconded, Carried, 8-4 Directors Barthold, Wolfe, Fischer, and Mucovich voted No.

- b. Appointment of Inspector of Elections for District VII Director Election:** A motion was made to appoint Levy, Erlanger & Company, CPAs of 290 King Street, Suite 12, San Francisco, CA 94107 as the Inspector of Elections for the Director Election of District VII (Projects 51-1 and 51-2).

Moved, Seconded, Carried 12-0

- c. Appointment of Inspector of Elections for Revised Governing Documents Vote:** A motion was made to appoint Levy, Erlanger & Company, CPAs of 290 King Street, Suite 12, San Francisco, CA 94107 as the Inspector of Elections for the Revised Governing Document Vote.

Moved, Seconded, Carried 12-0

Next Board Meeting

The next Regular Meeting of the Board will be held on Monday, May 14, 2018 at 9:00 a.m. in the Board Room at Gateway.

Adjournment

There being no further business, the Special Meeting of the Board was adjourned at 10:54 a.m.

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