

THIRD WALNUT CREEK MUTUAL

BALLOT COUNT MEETING FOR AMENDED AND RESTATED BYLAWS AND MASTER
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FRIDAY, JULY 20, 2018 AT 10:00 A.M.
TAHOE ROOM – EVENT CENTER
1021 STANLEY DOLLAR DRIVE, WALNUT CREEK, CA 94595

Call to Order

The meeting was called to order at 10:02 a.m.

Present:

Judy Bank, President XV (2019) Chuck Decker, Director District X (2021)
Matt Kaplan, Director District V (2019) Christine Monsen, Director District XIV (2019)
Hillery Trippe, Treasurer District VII (2018) Kay Barthold, Director District XII (2020) Ron
Mucovich, Director District IV (2020)

Absent:

Arlyss Rothman, Secretary District IX (2019)
Gery Yearout, Vice President District XI (2018)
Toby Dicker, Director District VIII (2020)
Claire Wolfe, Director District XII (2020)

Vacant:

Director District III (2020)

Also Present:

Four representatives from Levy, Erlanger & Company LLP were present to serve as Inspector of Elections. Also present was Melissa Ward and Ronnie Maestas of Hughes, Gill, Cochrane and Tinetti and Kelly Mattison, Board Services Coordinator.

Tabulation of Ballots for Amended and Restated Bylaws and Master Declaration of Covenants, Conditions and Restrictions

Ballots for Third Walnut Creek Mutual's long-awaited election regarding the proposed Master CC&Rs and Amended and Restated Bylaws were tabulated by Inspector of Elections Levy Erlanger, CPAs, on Friday, July 20, 2018. 1223 ballots, representing 73% of the membership of Third Mutual, were counted.

RESULTS OF VOTE REGARDING BYLAWS

In order to adopt the proposed new Bylaws, approval of a majority of the members overall, or 839 affirmative votes, was needed to adopt the proposed new Bylaws. The Amended and Restated Bylaws were approved as follows: 967 FOR, 256 AGAINST. Accordingly, the new Amended and Restated Bylaws were approved by the members directly and will be adopted by the Mutual.

RESULTS OF VOTE REGARDING CC&Rs

A chart stating the vote counts and results for each Project is included here. To summarize:

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- **Supermajority (75%) Direct Approval:** Five Projects (26, 32, 44, 50-B, and 64) achieved more than 75% member approval of the Master CC&Rs. As a result, these projects have approved the Master CC&Rs by direct vote and no further action is required by the members of these Projects.
- **Majority (more than 50% but less than 75%) Approval:** Fourteen Projects (31, 33, 37, 42, 41, 45, 50A, 50C, 53A, 53B, 54A, 54B, 55A, and 55B) achieved more than 50% member approval but less than supermajority 75% member approval of the Master CC&Rs. As a result, the Mutual intends to petition the superior court for approval of the Master CC&Rs pursuant to Civil Code section 4275 (the section of the Davis-Stirling Act which authorizes the petition process where supermajority approval is required by existing CC&Rs but only majority approval is achieved).
- **Less Than Majority Approval:** Eleven Projects (23, 27, 34, 35, 36, 38, 39, 40, 49, 51-1, and 51-2) failed to achieve majority approval of the Master CC&Rs.

Project #	# of Units	75%	Majority	# of Yes	# of No	% Yes	Result
23	39	30	20	6	24	15.4	Not Approved
26	98	74	50	83	2	84.7	75% Supermajority Approved
27	48	36	25	22	11	45.8	Not Approved
31	48	36	25	35	7	72.9	Majority Approved
32	18	14	10	14	0	77.8	75% Supermajority Approved
33	16	12	9	9	4	56.3	Majority Approved
34	10	8	6	5	0	50.0	Not Approved
35	36	27	19	17	1	47.2	Not Approved
36	84	63	43	33	12	39.3	Not Approved
37	90	68	46	50	11	55.6	Majority Approved
38	84	63	43	29	25	34.5	Not Approved
39	130	98	66	39	41	30.0	Not Approved
40	114	86	58	48	17	42.1	Not Approved
41	72	54	37	44	9	61.1	Majority Approved
42	32	24	17	23	4	71.9	Majority Approved
44	88	66	45	66	15	75.0	75% Supermajority Approved
45	148	111	75	101	29	68.2	Majority Approved
49	80	60	41	34	13	42.5	Not Approved
50-A	34	26	18	22	5	64.7	Majority Approved
50-B	34	26	18	28	4	82.4	75% Supermajority Approved
50-C	42	32	22	31	1	73.8	Majority Approved
51-1	72	54	37	34	13	47.2	Not Approved
51-2	52	39	27	26	10	50.0	Not Approved
53-A	42	32	22	31	3	73.8	Majority Approved
53-B	30	23	16	22	5	73.3	Majority Approved
54-A	30	23	16	16	0	53.3	Majority Approved
54-B	30	23	16	22	0	73.3	Majority Approved
55-A	30	23	16	18	5	60.0	Majority Approved
55-B	36	27	19	26	1	72.2	Majority Approved
64	9	7	5	8	1	88.9	75% Supermajority Approved

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Members Forum

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

Adjournment

There being no further business, the Ballot Count Meeting was adjourned at 12:45 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.



Assistant Secretary

Third Walnut Creek Mutual