

FINAL Meeting Minutes

PARK ACQUISITION CORPORATION

Regular Meeting

6:00 PM

Wednesday, April 5, 2017

Fireside Room, 100 Marin Valley Drive, Novato, CA

ATTENDEES:

- Board Members: Larry Cohen, John Hansen, Peggy Hill, David King, Jay Shelfer.
NOTE: During the meeting (after Public Comments/agenda item B), David King submitted his immediate resignation from the PAC Board.
- 10 meeting attendees
- Park General Manager, Matt Greenberg
- Recording Secretary: Susan Windman

CALL TO ORDER: 6:02 PM

A. APPROVAL OF FINAL AGENDA

Dave requested to add an item to the meeting agenda. After Public Comments (agenda item B) and before Consent Calendar (item C), Dave has a statement he would like to read.

Motion made and seconded to approve the final agenda, with Dave's addition. Motion voted on and passed 5-0.

B. PUBLIC COMMENTS (for issues not on the agenda)

- The following comment was made by an attendee:
Erma Wheatley indicated funds are needed for updated software for producing The Echo. John provided additional information about the software, which is cloud/subscription based. Jay mentioned the publication may actually come under the Park budget vs. PAC budget. The software could be budgeted as a Park office supply if the Park office computer has one of the two user licenses.

- Dave King made the following comment:
“I am speaking as a ‘member of the PAC’ not a Board member. I noticed that the article in the Echo has publicized the possibility of violating the by-laws by use of the white ballot. This was not brought before the Board for a vote. Yet I have no doubt a majority of the board would have passed it.

Past and present PAC Boards for various reasons have denied members their rights under the PAC By-Laws or have not adhered to Roberts Rules. Examples include:

- Not giving members the right to vote by ballot which does not allow the members to not vote for a nominee
- Holding Annual Meetings without a quorum
- At Annual Meetings not allowing members the right to vote on everything up for a vote including for Officers or not allowing members at the annual meetings to make motions

PAC Boards past and present have decided on what By-Laws or Roberts Rules to follow and which ones not to follow. This seems to be based upon either personal rationalizations or just a not knowing.

Even if the rationalizations are true as in this case: yes to do a vote by ballot takes more work, yes it does cost more and yes it has been done this way in the past -- these do not make it right, it does not make it the impeccable way to proceed, it is the expedient way to proceed. A Board of Directors needs to conduct themselves impeccably.

And why bother having By-Laws or Roberts Rules or Park Rules and Regulations for example for plants or for parking if people get to choose which laws and rules they are going to follow and which laws and rules are going to break. Why do members of the Board have an issue with members who violate the Rules and Regulations when the board itself is doing the same with the By-Laws and Roberts Rules.

It is sad, whether at a National level or the level of a Corporate Board, when elected leaders choose to not take every citizen or member into account. Truly sad!”

- PAC Board Member Dave King read the following statement/letter, which he addressed to Jay Shelfer, President of MVMCC PAC Board:
“At the completion of reading this statement I hereby resign from the MVMCC PAC Board. As I do not value the choices being made by the majority of the board as to adherence to By-Laws and Robert’s Rules and I will not be party to a continuation of these actions. I hereby also resign from the PAC Financial Committee and in the future will no longer take any action as far as the finances of MVMCC in conjunction

with this Board. This includes yet not limited to reviewing Management Reports, Budgets and other financial issues. You have lost me and you have lost a lot.”
(signed and dated)

C. CONSENT CALENDAR

1. Receive minutes of February 1, 2017.

Motion made and seconded to receive the revised February 1, 2017 meeting minutes. Motion voted on and passed 4-0.

2. Approve minutes of March 1, 2017.

Motion made and seconded to approve the March 1, 2017 minutes. Motion voted on and passed 4-0.

D. REPORTS

1. Maintenance and Capital Projects

Matt provided the following update:

- The defensible space cut-back work has begun – early this year. Matt had asked that \$30,000 be added to this part of the budget so he could start a month early to attend to the extremely thick overgrowth (brush) behind residences between 118 Marin Valley Drive, the Pumphouse #1, down to Meadow View. The goal is by end of the month to then be able to start cutting down the grass to create a 50-100 foot perimeter of defensible space.

2. PAC Treasurer’s Report (Larry Cohen)

Larry presented the following PAC Treasurer’s report:

PAC Final Balance	\$6,396.20
PAC Actual Balance	\$2,428.20
Humanitarian Fund Starting and Final Balance	\$3,967.50
Total Spent Current Fiscal Year	\$1,837.46

Note: PAC Actual Balance + Humanitarian Fund Balance = PAC Final Balance.

3. MVMCC Administration and Finance, report of Finance Committee (David King)

Jay read the Finance Committee report (displayed below) written by David King:

“Financial Report

As my last act as part of the committee I will report that I have reviewed a draft of the MVMCC 2017-2018 budget and have had contact with Al Frei, Sheryl and Brian concerning a few items in the budget. Al Frei will not be recommending a rent increase for 2017-2018. Based upon those discussions I have suggested to Al and Sheryl to review two items with Brian: The amount budgeted for owner’s expense, which is at \$25K and the possibility of allowing unspent Legal Expense to accrue from year to year until a cap is reached in case Al Frei in a rare occurrence has a liability to deal with. It is a rightly action based upon how well Matt and Al Frei have and are taking care of MVMCC and the residents. I have told Al Frei, Sheryl and Brian that from my perspective ‘the budget looks good as presented.’

PAC Humanitarian Fund

I talked to Marv who was surprised to hear what he donated was never used. He is fine with Matt handing out cash to residents in need of food, medicine or rent assistance. Matt is okay to handing out envelopes to those in need with \$100-\$300 in cash.”

Board members discussed Dave’s report. Jay mentioned that the City requested owner’s expense to increase to \$50K. However, the current budget shows \$25K. He will check on this. John commented he agrees it’s probably a good idea to allow unspent Legal Expense (currently \$15,000 per year) to grow.

4. Project Planning report (John Hansen, Jay Shelfer)

Nothing to report at this time.

5. MVEST and Marin Valley Firewise report (John Hansen)

John wants to start advertising the upcoming May 6 event – the Wildfire Preparedness Fair to be held at MVMCC in conjunction with Pacheco Valley (which has also obtained national Firewise recognition). Fire District chiefs and the Fire Marshall will be present. Other Novato Wildlife Urban Interface communities (17 of them) will be represented. The MVMCC fire protection plan will also be presented.

John attended a California Fire Safe Council meeting in Sacramento to look into federal grant money and other grant resources.

6. City of Novato update (Jay Shelfer)

Brian Cochrane has resigned from the City of Novato. However, he will still be working for Novato during upcoming MVMCC budget discussions. The City Manager and soon to be hired Assistant City Manager will take over management of MVMCC.

7. Report of 2x2 meeting: Issues from residents to discuss with city staff (Jay Shelfer, Larry Cohen)

A 2x2 meeting (2 PAC members + 2 City staff) was held March 20.

Discussion included the following:

- David King recently digitized historic MVMCC documents, for archive purposes. One archive copy is located on a library computer. An “off campus” flash drive-based copy is being stored by the City of Novato in their safe.
- The group discussed the budgetary process for MVMCC for next year. Matt Greenburg will be out for a significant period after the initial budget is submitted by Al Frei’s group to the City of Novato in May. Brian Cochrane, City of Novato Finance Manager, will be present for this initial review.
- PAC and management will be meeting with representatives of the Novato Police to discuss security issues.
- Jay and Larry met Christopher Blunk, newly-hired Deputy Director/City Engineer (he comes from the highway department). He is taking over Julian’s position. Chris has already been at MVMCC talking with Matt regarding the various projects requiring City involvement.
- The BKF infrastructure report is still in the review stages and when completed will be released to management and residents.
- Regarding the status of the plan concerning ADA and the area around the Clubhouse, the plan is being finalized.
- SMART train status – The start date is now around June 20. Quiet zone designation work is still in progress (for Novato and San Rafael areas).
- Secondary (non-vehicular “escape-route”) access for MVMCC residents, from Meadow View towards Hamilton/Bayview apartments – The City indicated a locked gate would need to be put in if residents want to formalize that location as an access way. To be discussed further.
- Rent subsidy program – Program management contracts are still being formulated. Discussions are in progress regarding how much the group managing the program would receive. Residents will receive details about the program once contracts are signed.

- \$250,000 was previously taken out of Park reserves to make the TPL land purchase. (City put in an additional \$250,000.) PAC requested the accounting of this be labeled better. City responded that details are already widely known.
- Regarding \$190,000 authorized by the City Council for fire abatement, the City indicated the amounts that would be available in this year's budget, next year's, etc. City is responsible for paying the TPL land brush removal expenses.
- Park Rules and Regulations (including ownership issues, etc.) – The new City of Novato management team is not yet up to speed on the issues/priorities. More discussion to occur.
- Park parking – City indicated that all roads in MVMCC are regulated by the Park Rules and Regulations. The City and police don't have enforcement authority of these roads.

John mentioned the City seems to waver in regard to its specific ownership responsibilities. Erma Wheatley wondered if solar is being considered in the BKF infrastructure report. Jay responded to Erma that the BKF report is looking at the existing condition of the infrastructure, not at property/development/design. But solar can be part of other investigations/plans.

8. Rules and Regulations Committee report (Peggy Hill, John Hansen)

The Committee is working on a draft Rules/Regulations, as a vehicle to ensure PAC/MVMCC input during update/rewrite of the Rules/Regulations by the City. They current focus is on the Mission statement. The Committee is also looking at rules already in existence, such as those used at other Parks, and they are also examining State regulations.

9. Discussion and update on how residents apply for the PAC Humanitarian Fund and how to reach out more effectively to those in need (David King)

Dave spoke with Marv (major fund donor) regarding the particular uses of his contributed money. Marv is amenable for his donations to also be used for food, etc. PAC first needs to approve and will create a motion for next Board meeting (May).

10. Update on the 2017 PAC Election Committee and dates for the election (Peggy Hill)

There will be two PAC Board vacancies – for Larry Cohen's and David King's seats. Peggy will write an article for The Echo. Residents should contact Erma or John to enter a candidate name. Noteworthy dates include:

- May 7-13 – Nomination period

- May 14-20 – Committee will work on preparing ballots, etc. (if more than two candidates for the two seats).
- May 23 – Meet the Candidates event. Voting period typically begins immediately after the event and continues for almost two weeks.
- June 2 – Voting period ends. At 4 pm, votes are counted.
- June 3 – Annual PAC Board meeting, at which election winners are announced.

Jay commented about Dave’s white ballot concerns/objections. Jay mentioned that the rules under which PAC operates can be changed at an Annual Meeting. The issue at hand involves how to address white ballot issues when there are only two candidates for two seats, three candidates for three seats, etc. The topic was previously examined by PAC and formally accepted by PAC, but it doesn’t appear it was formally accepted by the residents. Jay would like PAC to pursue a formal approach (obtaining a quorum at the annual meeting in order to change the rules) to address the particular circumstances.

F. NEW BUSINESS

1. Motion to review and approve Wish Lists from MarVal, HOL, PAC, and Residents for the FY 2017-2018 Marin Valley Budget (Jay Shelfer)

Larry mentioned PAC is supposed to receive from the Committee the costs associated with each Wish List item. Several PAC Board members indicated they haven’t yet seen the list. Jay indicated Matt has reviewed most of the items on the list and that in the past the Wish List accounted for around \$20,000, cumulatively.

A motion was made. Jay described Wish List items. Members noted that the Wish List could account for more than \$20,000, if one of the items is more significant/costly. For example, one of the Wish List items is for an electronic door for the Clubhouse.

After further Board discussion, the motion was seconded, discussed, voted on and passed 4-0.

Board members and residents made further list suggestions. One resident suggested the need for a new MVMCC website and to pay someone to design/develop a Wordpress website. The cost would be around \$8000. The suggestion was discussed. A motion was made to allocate \$8000. It was voted on and passed 4-0.

2. Motion to discontinue the quarterly dumpster program made available to residents until further notice (Jay Shelfer)

The pros and cons of the dumpster program were discussed by Board members and residents. Consensus seemed to be that the program is problematic, but various

Board members/residents found it served an important need. Jay mentioned he would like to end the program and have it reintroduced with the Rules/Regulations.

Motion was made to discontinue the current program. The motion was seconded, discussed further, voted on and passed 4-0.

G. Determination of next PAC meeting date

The next meeting will be: **Wednesday, May 3, 2017 at 6 pm.**

H. REPORTS FROM OTHER BOARDS

1. HOL

No report.

2. MAR VAL

No report.

H. ADJOURNMENT

The meeting adjourned at 8:32 pm.