

FINAL Meeting Minutes

PARK ACQUISITION CORPORATION

Regular Meeting

7:00 PM

Wednesday, December 4, 2013

Fireside Room, 100 Marin Valley Drive

ATTENDEES:

- Board Members: Jack Brandon, Larry Cohen, Tom Miller, Jim Olson, Jay Shelfer
- 10 Non-Board Residents
- Park Manager: Matt Greenberg
- Recording Secretary: Susan Windman

A. CALL TO ORDER: 7:07 PM

B. APPROVAL OF FINAL AGENDA

1. PAC Board decision regarding whether or not to reopen the issue of Board Member Conduct on this agenda (Jack Brandon)

Agenda item withdrawn.

2. Final Agenda Approval

Motion entered and seconded for approval of final agenda. Motion carried 5-0.

C. PUBLIC COMMENTS

Peggy Hill was unable to attend the November meeting. She came to this evening's meeting to state her strong support for Miriam Spross' request, presented at last month's PAC Board meeting, for a change to Park Rules regarding the operation of sound-producing devices. Peggy commented that one of the best things about living at the Park is how quiet it is, though she also mentioned it is not so for all people. Her heart goes out to residents confronted with continuous noise issues (loud air conditioners, loud music, loud TVs, etc.) and that we need to protect the quiet enjoyment of the Park. She commented that because of the thin walls typical of mobile homes and the difficulty that management has managing noise issues, that management could send letters and keep a paper trail of such noise activities.

Peggy made the following suggestions: (1) Perhaps Peggy, and maybe Miriam Spross, could work with HOL to revise Park conduct rules and maybe something more in line

with the rules the Park had in 2003, (2) Ask management to perhaps write an article for The Echo reminding residents about noise issues and noise impacts on neighbors, (3) Work with HOL to come up with a mission statement for Park rules and regulations to maybe emphasize the quiet enjoyment of the Park.

Another resident attending the meeting suggested that residents should step outside and listen to the noises emanating from the various mobile homes, so as to understand how easily noise travels throughout the Park.

Another resident (Owen) reminded the meeting attendees that when a person seeks to come live at the Park, that person first has a conference with management before signing on the line. A discussion about noise levels or efforts to be quiet could be part of that meeting.

Jim mentioned that the Park noise topic isn't on the evening's agenda as an action item so the PAC Board can't do anything during the meeting other than listen to comments made.

D. CONSENT CALENDAR

1. Receive Approved/Corrected Minutes of October 2, 2013 meeting

The October minutes are available via the website.

**Motion made and seconded to receive the corrected minutes from October.
Motion carried, 5-0.**

2. Approve Minutes of November 6, 2013 meeting.

Jim indicated the following correction to the Minutes:

Towards the top of page 9 of the November 6, 2013 Minutes (Agenda item E 7, the report by Community Development Consulting Committee), replace "HUD" with "HCD" (Housing Community Development).

Jack requested the following correction/comment:

Towards the bottom of page 11 of the Minutes (Agenda item F 4, Disposition of Water Dispenser Purchase), change "it wouldn't require electricity" to "it wouldn't require plumbing."

**Motion entered and seconded for approval of the minutes, with corrections.
Motion carried 5-0.**

E. REPORTS

1. Thank You's (Larry Cohen).

Larry gave a big THANK YOU to Marv Weissensee for his donation to the Humanitarian Fund.

Larry also gave a big THANK YOU to Irma Wheatley for making the PAC Board member name signs.

2. PAC Treasurer's Report (Larry Cohen):

PAC Final Balance	\$5,195.28
PAC Actual Balance	\$2,280.78
Humanitarian Fund Starting and Final Balance	\$2,914.50
Total Spent Current Fiscal Year	\$1316.34

In response to a resident question about the MVEST fund, Larry explained that MVEST activities are under a different/separate budget account.

3. MVMCC Administration and Finance Report (Jay Shelfer)

Jay indicated the Debt to Service Ratio coverage is now at 2.85, well within what the bank requires to meet obligations. The Park is in good financial shape in regard to the amount of money being brought in to meet the obligations.

The rest of the balance sheet is slowly decreasing due to time spent by Park management in addressing difficulties encountered involving Park slopes and retaining walls and ensuring they are up to par. As a result of the difficulties we're running into, we're getting close to the budgetary amount. Matt is working with the City to try to get more funds to address needed work.

4. Maintenance and Capital Projects (Matt Greenberg)

Matt provided observations concerning the Park and summarized his current activities:

- First Draft Comcast Agreement -- Matt received today, after 60 days of negotiation, the first draft Comcast agreement. The agreement includes a minimum seven-year renewal on the current contract, a signing bonus of nearly \$40,000, and a quarterly kick-back of 4 and 2 %, respectively. Regarding internet

and phone use, a lower rate would be charged if the deal is accepted. Matt indicated the deal is still in its infancy and there's more room to negotiate.

Jim asked if there would still be a bulk rate. Matt responded it would still be bulk. Comcast wants to continue it as a bulk deal and are looking at creative ways of looking at the projected loss of money if everyone doesn't sign up.

Another Board member asked about the minimum number of residents Comcast wants. Matt indicated 315, which would equate to around \$38/resident. Jim wondered what would happen if only 50% of the residents signed up -- could the cost rise to say around \$80? Matt said "no," that it would still cost the same, but agreed with Jim that the Park would still be in a similar position as exists now and commented that the deal is starting to get a little better.

Matt mentioned that the second part of it is to think about the other services that would be allowed to be purchased for the Park, and what the advantages/disadvantages would be to continue.

Jim mentioned he noticed a date on the agreement that indicates it is good until January 10, 2014. Matt agreed with the observation. Jim stated he would be happy to put this topic on January's agenda, even as an action item, but that he doesn't know if it could be done before the budget process for July.

Matt will update PAC at the next meeting.

- Retaining walls – Matt indicated he hasn't started any new projects other than small ones because the main slope stabilization and retaining wall budgets are getting gobbled up. Matt mentioned that the costs are more expensive than he feels they should be for the particular kind of wall. They've been looking at walls that have dry rot and are failing, and replacing them with the same basic materials. He currently has proposals for two different types of new retaining walls that would be less impacted by wetness, could be built quicker and that would last a lot longer.
- Mens Changing Room – Mat indicated the changing room project is on hold until the specs are clear for ADA compliance.

Board Questions:

Jay asked if Comcast has indicated they are looking at improving service. Matt responded that his main focus has been the dollar figure and trying to ensure the Park isn't losing money.

Jack mentioned he isn't concerned by the date on the agreement but that input

from competitors should be pursued. Matt responded that he plans to call other providers for competitive bids.

Resident Questions/Comments:

A resident (Nancy) mentioned that many residents receive additional services (other than TV delivery) from Comcast, such as Internet and phone. Is there any way to find out how many residents are in this category? Matt responded there are 176 residents receiving Comcast service, 37 using it without paying, and he can ask Comcast about the residents receiving additional services. Jim responded that if this topic is going to be agendaized for the next meeting, it would be better to continue the discussion then.

Another resident indicated she uses Satellite instead of Comcast and pays just \$30 more for everything included. Matt indicated he is looking for the best options for the residents. He plans to call other providers for competitive bids and also plans to speak with both dish companies.

Another resident asked Matt about the hot tub resurfacing. Matt responded that it's probably going to take another month. The pool's heater will be turned off on the 15th. A lot of people have been enjoying it meanwhile.

Another resident was wondering about the water running in the pond (is it running to keep the fish warm?). Matt mentioned that the waterscape is being finished off.

5. Two on Two Meeting with Novato Staff (Jim Olson and Jay Shelfer)

Jay and Jim met with Veronica and Cathy (City of Novato) last week. Jay and Jim had hoped to discuss 20 items and the City had 4 items to talk about. Some of the items discussed include:

- City wants proof of the Park's definition of non-profit status.
- TPL (Trust for Public Land) sale of the land surrounding the Park.
- City wants the Park to re-do the resident information packet
- The 20 mph stop sign (apparently, the work order for the sign didn't include this sign)
- The City provided, per request, the hourly rates that they charge for City staff.

Much of the discussion focused around two issues:

- retaining wall work, and
- mens locker room/shower room.

Regarding retaining wall work, Jay mentioned that Matt is finding it a bigger job than originally anticipated and is trying to do it right. Apparently, some of it can come out of “slope repair.”

Veronica indicated the Park needs to have the work approved by HCD. She mentioned that basically there are two or three standard types and their approval just means their guy coming out and saying use this one. Jay continued that HCD specs are basically the same as the State-wide ones, with a little nuance because it is a mobile home (manufactured home) Park.

Matt has had discussions with the city engineer, which Matt has described to Jay and Jim. There are at least three designs useable for retaining walls. Matt is going to work with the engineer (currently in the works) on getting approved drawings for different types of retaining walls. After that, the HCD people will come out and review the recommendation, based on the engineering drawings for a particular style of retaining wall. With that, the Park/Matt will be able to select a wall that will work but that will also last much longer than the walls we’ve been installing. The City has been talking with us about the problems coming up regarding project approval. Matt is working with the city engineer on an ongoing basis, with the goal of getting better walls at a less expensive price.

Regarding the mens shower room, Jim indicated that apparently there isn’t enough money for Matt to fix what he wants to fix. There’s a lot of ADA work to do, so it was discussed to do all the work at the same time. If necessary, even though the generator is an important issue, the generator probably would not be able to happen in this budget cycle. The generator would be re-budgeted if that money would need to be used -- move that money and re-budget for the generator in July. So there are some ways to do that. Jay mentioned that since there are funds for ADA work in the current budget, if a final design could be finalized for the shower floor, those funds could possibly be tapped into.

Jay indicated that starting in January, the city engineer and Matt, along with the new City architect coming on board and the new City engineering people, will be looking further at the ADA work that needs to be done around the Clubhouse. The City staff are looking forward to working with the PAC Board committee into providing suggestions about the work to be done.

Other topics discussed with the City and described by Jim:

- Enforcing Park rules in mobile home parks – Other than what the police can enforce, the only real option the Park itself has regarding enforcing Park rules is to take someone to Court and get a Court order to get them to obey the rules. If

they then don't obey the rules, they are in contempt of Court and there is a fine. The process can cost around tens of thousands of dollars. The steps up to it are letters and threats. That's it.

- Parking – If signs are posted in the Park describing parking restrictions and if someone doesn't follow the posted signs, their car can be towed.
- Seismic work for the Clubhouse – This topic will be discussed at the upcoming City Council meeting on Monday. A rough draft of the proposed seismic work is included in the meeting packet.
- Hiring of architect – Jim indicated the Park will not be able to hire its own architect. The City hires the architect, but they would like input and are planning to start the beginning of the new year (probably around February).

Jim mentioned the City wants to have a meeting with their engineer (Julian Skinner) and the PAC committee, as part of the process.

- Brown Act – Regarding PAC Committee questions about the Brown Act, Veronica (City attorney) responded that the Brown Act is the Brown Act.
- Process for revising/changing PAC Bylaws – This is part of what Jay is currently researching, but Jim provided the following feedback. It depends on what type of corporation PAC is (public? private?). If public, to change bylaws a vote by all residents is required. If private, the Board can vote on the change. Since the Board is unsure what type of corporation PAC is, PAC is waiting for Veronica to research the topic.
- Clubhouse events – Jim mentioned that Veronica is also looking at the nearly finished Clubhouse rules/guidelines for events in the Clubhouse. She suggested the name be changed to “Event Clubhouse Policy.”
- ADA work – Jay indicated PAC/Matt have received a reduced version of the ADA report. Julian is going to provide, prior to the upcoming Council meeting, a more comprehensive review of what ADA work needs to be done.
- Animal control and cats – Jay mentioned there are residents who let their cats outside and this is against Park rules. It endangers the bird population. There have been a number of complaints. The City suggested that Novato animal control handle it.

Board Questions/Discussion:

Tom asked about the budget item for repairs/maintenance, which has been budgeted at \$37,700. Tom asked Matt if that budget is being used for the mens shower area. Matt responded “no,” but that he’s used money from that fund for the repair of the pumphouse near the turnaround. The work needed to get done and it cost around \$8000. There are also pending charges for the sprinkler system and exterior lighting not yet billed out. Re exterior light, a resident recently fell and Matt feels it is important to install additional lighting.

Tom asked Matt if there would be anything left to be used for the mens shower room and how much would be needed for the shower room. Matt responded that he believes so and that just the tile alone would cost \$10,900. This doesn’t include such costs as elevating the floor so a wheel chair can get into the shower, etc. Tom mentioned that until the work is done, the shower room is basically unusable. Matt responded that he thinks the shower room is still usable but that some short-term/temporary, low-profile decking could be put on the floor so people can walk on that. But that he doesn’t think anything more could be done that falls into ADA compliance unless it’s a major retrofit, especially since the showers are almost 4 inches above the main floor. Tom asked if the mold issue has been taken care of. Matt responded that the mold has been tested and it has been cleaned/sanitized multiple times.

6. TPL Land Acquisition (Jim Olson)

Jim indicated that in 1997, the Park land was in two parcels. The other piece was given to TPL. Park started looking to purchase it in the recent past. The parcel is zoned residential, though the land is primarily comprised of steep slopes. TPL recently approached the City of Novato, indicating they/TPL would like to sell the parcel and would sell it to the City for \$500,000. Else, TPL will sell it to a private buyer. City has indicated they would like the Park to pay for half the purchase price. Jim mentioned two concerns:

- The Park should be saving its money for other impending needs.
- Liability concerns, though Jim mentioned since the City would be owner (if the parcel were purchased), any liability occurring from that parcel would be City liability.

Board Questions/Comments:

Jay commented that the City does have land at Hamilton it contracts out from the Fed government for leisure uses, and that the City would prefer to lease out the Hamilton land and shift (swap) the residential zoning from the TPL parcel to that Hamilton land. The Park would have direct input in how the land would be used if the Park

was involved with paying for the land, but Jim/Jay will ask the City if any contract addressing the land purchase would state this.

Jack mentioned that the \$500,000 land price (\$250,000 of which the Park would pay) would be a huge discount to the actual market value, but stipulations would be needed as to how the land could be used. Jack asked if the Novato City Council, at its upcoming Monday meeting, would be discussing the TPL land purchase topic. (The answer is yes.) Jay mentioned that at the City Council meeting, PAC should ask about such agreements. The land purchase issues should be discussed at the meeting so they become included in the record.

Resident Questions/Comments:

A resident (Gary) indicated the land cost per Park resident would come out to be around \$800/resident – a very good deal. He mentioned that maybe the Park could work out a deal, for example, whereby the Park gets ownership of two acres from the TPL parcel which the Park could then use to lease out for solar contracts, etc. Jim responded that it's a good idea to present such ideas at the Council meeting.

Another resident mentioned s/he doesn't trust the City entirely. The deal sounds good, but all residents should be informed what is going on (most don't know) and should be involved in the decision-making.

A different resident (Owen) indicated he was involved in Park discussions, in 1988/89, with TPL. He made suggestions for what the Park could ask for, in light of the way it is today:

- Want the designation of the land to be changed so it isn't R1
- Want the City to relieve the Park of liability if contaminants are found
- Want a Park resident on the entity that controls the land

Owen further mentioned that the Park doesn't have veto power on this, but the Park can offer its agreement. He also stated that the Park should leap at this.

7. City of Novato meetings here on December 9, 2013 (Jim Olson)

Jim indicated there will be two City of Novato meetings at the Park on Monday (December 9). At 6 PM, the city manager will describe the financial structure of the city. At 7 PM, the city council will begin. During the 7 PM meeting, the council will discuss the Park plan.

Related items –

Regarding the ADA report, the City wants to get going on the ADA work.

A resident asked about the City Council packet provided to the PAC Board. PAC Board members indicated the packet info is available on the City's website and Park's website.

8. Status of MVMCC and Mar Val Insurance (Tom Miller)

Regarding Park insurance -- It is currently back in underwriting with Philadelphia Insurance Company. They are looking at new exclusions added to this year's policy for which the Park didn't receive credit through the premium. They are looking to adjust the premium based on the exclusions.

Regarding overall policy that deals with Mar Val -- There's a provision for employees which is a standard part of the policy -- an \$1800 provision that Tom wonders if is needed by Mar Val since they don't hire anyone, don't pay employee taxes, etc., and if they did want to hire anyone they could hire a person as a contractor. Tom mentioned they are looking at getting it removed. That would drop Mar Val coverage from \$7400 to \$5600 per year.

9. Community Development Consulting Committee (Tom Miller)

Tom mentioned the committee -- the advisory committee for the Park that advises PAC on architectural changes, upgrades, ADA issues, priorities -- met yesterday. Owen was welcomed as a new member of the committee.

The committee's sole priority at this time is to focus on health and safety issues (bathrooms, building access/exits, stage access, etc.). Regarding the amenities and upgrades that don't involve health/safety, the committee would like to get resident input but the committee is saving it for a later date (month or two).

The committee is going to ask that if the men's restroom isn't fixed and represents any hazard at all to people who use it, be taped off with yellow tape.

Tom mentioned he read in the City's report that any ADA upgrades to downstairs that involve amenities and amenity upgrades would be done, if possible, at the same time for cost effective purposes.

Tom noted he read in the City's report that the City (architect) has agreed to meet with Committee members before they start any work.

Board Questions/Comments:

Jack asked about access into the (mens) card room and why preliminary drawings show a ramp (vs. a lift). Jim was wondering why a wheel chair lift could be used to

access the stage but not downstairs to access the card room. Jack was wondering if in terms of accessing the stage, if maybe it would be more cost effective if the stage were modified/lowered in lieu of spending \$20,000 for a wheelchair lift. Tom indicated that plans have not yet been finalized and that options are still being looked at.

Resident Questions/Comments:

A resident (Owen) thanked the Committee for asking him to join. He also mentioned it was good to hear the Board members asking if certain work is needed and then listening to their discussions about it.

F. GENERAL BUSINESS

1. Emergency Generator and other health/safety issues (Jack Brandon)

Jack mentioned he is impressed with what MVEST is doing. Jack also reiterated he feels the emergency generator and emergency planning are very important for the Park. He suggested that the Clubhouse could be a location established as an emergency shelter.

Jim mentioned that the emergency generator would probably be covered in the ADA planning.

Jay mentioned he has had conversations with John (MVEST). John mentioned a smaller, propane-fueled generator might be preferable because it wouldn't require the same amount of regular service/maintenance as a larger one. During an outage, this smaller generator could be dedicated to powering the most necessary appliances (vs. other emergency power needs).

A resident mentioned that general acceptance for emergency preparation these days is to have provisions and emergency equipment that would last 24 days.

Another resident mentioned that the City has mobile disaster response trailers it parks at the hospital and that maybe the Park should have something similar. Jim indicated that the Park already has a shed with emergency equipment.

No motion was made.

2. Utilizing Parliamentary Procedure (Jack Brandon)

At a previous Board meeting, Jack was appointed to be the Board's "Parliamentarian." During this evening's meeting, Jack asked that his title be

amended to “Interim Parliamentarian.” He mentioned he doesn’t think a Board member should be in that role.

A motion was entered and seconded to amend Jack’s title to “interim Parliamentarian.” The motion was carried: 5-0.

3. Management Agreement (Jack Brandon)

Jack asked if the management agreement is at the point where PAC can talk with the City about amending it. Jack commented that the Park pays Matt, Al Frei and employees, but PAC has no say about any of it.

Tom indicated he met last year with Cathy (City of Novato), who reiterated that according to the City the role of PAC is to manage the management contract but that PAC has no control over day to day operations/management.

Jim responded that there are two contracts – a management contract and a delegation agreement.

Jim asked Jack that if he (Jim) schedules weekly update meetings with Matt, would it be amenable as a (partial) mitigation measure? Jack agreed but also stated his concern about lack of PAC input into such issues as employee management, other HR processes, etc.

4. Emergency Exit Road Key Protocol (Jay Shelfer)

Jay mentioned that the Novato Fire Department has no problem with the Park having more than one key. Jay indicated MVEST has no problem if several keys exist and are held by various folks.

A discussion continued as to whose responsibility the road locks are during emergencies. Jim asked if it is PAC’s responsibility. Jay mentioned that MVEST should discuss this further. Jim responded that MVEST should discuss it and report back to PAC, and also put info about it on their webpage.

There are two gates, one at each end of the road, and each gate has a lock. The gate in the Park is wide enough for a fire truck.

A resident (Owen) mentioned that MVEST has limited responsibilities. He also commented that there should not be parking near the gate, and that there should be test run.

Jack mentioned his concern about emergency vehicles attempting to come in to the Park during an emergency while a Park evacuation is simultaneously going on.

5. Report/Action: Clubhouse Event Rules/Guidelines Committee (Jim Olson)

Jim presented Clubhouse guidelines/rules to Veronica. Two additions had been made to last month's version:

- Ask for \$100 deposit for a resident event with more than 20 people or if there is a food serve;
- If there's a problem, the resident can't reserve the room for a year.

Jim is waiting to hear back from Veronica. The rules/guidelines are in their final version.

6. Report/Action: Downstairs Renovation Facilitation Committee (Jay Shelfer)

Jay indicated he is waiting for City ADA input, and more. Because of this, Jay indicated the topic should be put on the Agenda for next month (January).

Jim responded he would like to see the renovation (paint, flooring) of the card rooms, (etc.) get going (i.e., the projects not part of the large ADA proposed work). Jim continued that those rooms are very unappealing to use now and that the rooms would be used more after the minor cosmetic work is done.

Tom mentioned that previously there was discussion about using the spaces for different purposes/uses. He wondered that if the work is not absolutely necessary, why not do the upgrades when the major work is done.

Jim responded that the discussion will continue in January.

7. Determination of next meeting date

The PAC Board's next meeting will be: Wednesday, January 8, 2014. The date is set back one week due to the January 1 holiday.

G. REPORTS FROM OTHER BOARDS

1. HOL

There was no HOL meeting this month (December).

2. MAR VAL

No representative was present.

3. MVSC

No news, no updates.

H. PAC BOARD MEMBER COMMENTS

Matt mentioned that several residents are very upset they cannot get into the Christmas dinner.

I. ADJOURNMENT: 9:12 PM

Motion to adjourn, seconded and passed: 5-0