

## Board of Trustees Minutes April 9, 2006

The first meeting of the new Board of Trustees was held at the home of Steve Smith on April 9th at 7:00 p.m. Members present were Brian O'Kane, Steve Smith, and Sharon Weller.

Smith brought up the idea of hiring an accountant so that the financial aspect of the Homeowner's Association was 'in check', that the homeowners would be secure in the handling of their money and that an audit system would be in place. After some discussion, it was decided that hiring an accountant for the day-to-day financial aspects would not be necessary, but that it was important to have the books audited as is generally required in organizations.

Weller put the topic of dues before the group because typically the billing is done during the month of April. She had also received an email from Mrs. Paloney who was concerned that her family would be gone during the time they were due and did not want to incur a late fee if that were the case. Board members agreed that they would work with her since she had notified them. Discussion was held on the amount of dues to set for this year. Smith suggested that since there was a large cushion of money that dues might be unnecessary. Weller mentioned that last year, the amount of monies spent exceeded the amount of revenue from dues. Weller also pointed out if the HOA stayed within the legal limits for the non-profit status, she would suggest keeping dues the same and continuing to have a cushion because of problems that may arise such as fountain problems, issues related to deed restrictions, etc. Her thought was that it would be easier to charge the \$85 as was accustomed rather than have to go back to homeowners later and tell them more money is needed. O'Kane questioned whether or not the \$85 charged last year would be enough since expenditures were more than the revenue. More discussion followed, but no decision was reached.

Weller suggested that the Association records needed to be more precise and kept as documentation of the proceedings. Smith agreed that everything that happens with the HOA should be transparent so that homeowners know what is going on. All Board members agreed on this.

Smith was quite concerned that a large group of homeowners were not sending in their vote. He believed that the Board needs to look into the reasons behind this since it affects the outcome of the vote. His suggestion was to review the votes from the last election and make contact with each homeowner as to their reason. He recommended a door-to-door contact for verification on a vote when a large number of votes are not received. He felt that none of the votes taken by the HOA had been definitive votes due to the number of ballots not received. Weller suggested that if something like this is done, there has to be a system that is non-threatening to homeowners and in order for her to go along with it, whatever was agreed on should be done on all elections and not just when there is a personal gain for someone. O'Kane was in agreement.

O’Kane nominated Weller for Board President. Smith was unwavering in the fact that he had already been voted in as President by the vote that had been taken. Areas of the Code of regulations, as well as information on the website and newsletter were cited to disprove that this is not what was done in the vote; rather it was to choose three Board members. Weller was elected as President.

Since other officers for the Association and members of the DRB are appointed by the Board, this was also discussed. O’Kane referred to those who had volunteered and Weller read the list. Both O’Kane and Weller agreed to use those volunteers and have them present at the next meeting to start their duties in these positions. Smith however did not want to necessarily use those particular volunteers. He preferred to interview them first to see where they stood on certain issues prior to their appointments. He also wanted to know what the Board saw as their purpose. One of his suggestions was also to have the Board members be officers as well. O’Kane and Weller disagreed with this because this would not allow for other homeowners to be involved. Weller also mentioned that there are currently homeowner proposals that are awaiting a decision from the DRB and that if the committee is not put into place, homeowners were going to get upset with waiting. More discussion was held. O’Kane and Smith agreed that if Pat Soller would still serve on the DRB until the new members were seated, homeowner proposals could be evaluated in a timely manner. Weller is to contact him. It was agreed that while the volunteers would be utilized, they would be invited to the next meeting so that the Board could meet them before they officially serve in this capacity. Weller is to make contact with everyone about the meeting.

A Board member also has to serve on the DRB. O’Kane stated that he did not want to be on DRB, but thought that Weller should stay in this position because Smith is currently in violation of the deed restrictions and that it might be a conflict of interests. Smith mentioned that he had wanted to be President, but not on the DRB. He does want a list of those people who have violations and Weller said she would email it. Smith also wants to notify those people who received violation letters to be contacted in writing to know where things stand since everything had been put ‘on hold’ when Eufinger’s petition opinion was being completed. Discussion was held and it was agreed that notification should happen. However, it was also discussed that the violations needed to be followed up on to see if the remaining ones had complied and if not, to put fines into place.

Smith thought that there were many issues with the restrictions that needed to be clarified by the attorney and that the Board should get another one. Weller told the group that the past Board had already cut ties with Eufinger and had hired another attorney to assist in writing the last changes in the restrictions that homeowners had voted on. She also pointed out that they had actually been in touch with two in the Columbus area and both had a lot of HOA background. Weller is to get the names of the attorneys and email them to the other Board members. She is also to make contact and try to set up a meeting.

Smith wants to put a 'system' into place where there are official forms for committees, documents where everything is spelled out, etc. O'Kane mentioned that this is what the restrictions and Code of Regulations did. Smith wants them to be more concise so that one has only to look in one place to locate things. He also wants specific methodology listed that is not necessarily addressed in the other documents. No decision was made on this.

The web site was mentioned by Smith and he acknowledged that Craig Bull, webmaster, had done a great job with it. The other Board members agreed. Smith suggested that we might want to look into that as a paid position.

The Board members decided to have monthly meetings, at least at first, in order to get some things into place and things running appropriately.

The next meeting is scheduled for Friday, April 21<sup>st</sup> at 7:00 at Steve Smith's home. Weller will contact DRB members, Beautification Committee members, Webmaster, and officers so that they can attend and officially be seated.

Having no further business for the evening, the meeting was adjourned.

April 10<sup>th</sup>, 2006

Weller sent the following email (portions):

Steve,

I got in touch with Patrick today and he does not want to continue even temporarily on DRB as I had thought would be the case. Therefore, I believe we need to utilize the two volunteers who want to take part in this and get them started. ....

As we mentioned last night, if they try to stray completely away from restrictions, go off the 'deep end', etc., :- ) we have the ability to look at the appointments again. There are already two proposals that need attention and since it is springtime, I'm sure there are going to be others coming in.....The two that we already have are needing answers and we can't continue to put them off because I imagine some are lining up contractors, etc. I believe that waiting until the 21st is too long to wait since there is no DRB at present.

I will be in contact with Brian tonight to see his thoughts so we can decide what to do.

**Votes were emailed back in as such: (These are the portions of the responding emails with their votes).**

**O'Kane:** If action needs to be taken-we have 2 people who volunteered. I say go with the 2 who volunteered. If there is a problem the Board has the authority to remove them. Can still get with them in 2 weeks to discuss ideas. ....

I reaffirm my vote for Mary Faulkner and John Crockett for the DRB.

**Smith:** Sharon, Brian,

I do not agree with this action. I myself am interested in a DRB position and I believe that any board member should hold positions that are available if so desired as we discussed at the meeting. Sharon, you have the ability to now make the right decision. I vote for myself for the DRB position and I would like to meet with the two volunteers in order to review the roles and responsibilities of the DRB with them. After meeting with them, I will be able to offer my vote for the remaining DRB position.

April 22nd, 2006

Weller sent the following email:

Therefore, I am calling for the question for officers and dues.

I wait both your responses.

**Votes were emailed back in as such: (These are the portions of the responding emails with their votes).**

O'Kane:

Jeff Loos: VP Yes

Kyle Keator: Secretary Yes

Jeri O'Kane: Treasurer: Abstain due to conflict. She is my wife.

I will get back to you on the dues. Need to run the numbers. If we can get

the positions elected, maybe they can join us and we can get their input on

the dues.

**Smith:** No response after a couple of emails.

**Date:** 4/30/2006 23:08:19 -0500

**From:** "Sharon Weller" <secretary@woodsatmillvalley.org>

**To:** wmvweller@yahoo.com

**Subject:** Fw: Re: Activity

[All headers](#)

----- Forwarded message follows -----

I also have not heard from Steve per the officers, etc.  
Therefore, I have added my vote on officers and yes, Jeff and Kyle are now new officers. We just cannot wait any longer. As far as treasurer, I would go for one of the following:

Then on May 1<sup>st</sup>, this email came in.

Smith: Sharon, Brian,

I have already stated that I would like to meet with the volunteers before submitting my vote.

Sharon, Steve and Brian -

Brian and I were talking to one of our neighbors and she mentioned a very valid point. She stated that since each house only has one vote, she thought it only right that only one person per household be allowed to hold either a Board or Officer position during the same year. We had never thought about it that way but agreed with her completely when she brought it up.

Therefore, since Brian is on the Board of Trustees, I feel it would not be right for me to be treasurer this year. Please ask one of the other volunteers if they would be interested in the treasurer position. If they are not, maybe you could put a notice in with the dues invoice asking for someone to volunteer for that position.

I will remain on as Treasurer until you find a replacement as I do not want to leave you stuck without one while you are getting organized.

Thank you for considering me for the position, but again, I feel it only right that one person per household be a board member/officer in the same year. I would however still be interested being a member of the Neighborhood group. I will let LauraLynn know that.

Jeri O'Kane

Treasurer

The Woods at Mill Valley Association, Inc.