

1 SUDDEN VALLEY COMMUNITY ASSOCIATION BOARD
2 OF DIRECTORS MEETING MINUTES
3 Thursday, August 13th, 2015 DANCE BARN
4 7:00 PM
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6 In Attendance:

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8 Larry Brown, President
9 Carol Bauman, Vice President
10 Leslie McRoberts, Secretary
11 Carol Houlton, Treasurer
12 Samantha Rorabaugh – EXCUSED ABSENCE
13 Nick Flacco
14 Grace Shaffner – EXCUSED ABSENCE
15 David Narsico
16 Mike D’Angelo
17 Georgia Allen, Acting N&E Chair
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19 Community Members: 10

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21 Sudden Valley Staff: Mitch Waterman, Managing Director
22 Sarah Pratt, Administrative Specialist
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25 I. CALL TO ORDER

26 A. The meeting was called to order at 7:02 PM.

27 II. ROLL CALL

28 A. All Directors were present except Directors Rorabaugh and Shaffner, who had
29 excused absences.

30 III. ADOPTION OF AGENDA

31 A. Managing Director Mitch Waterman handed out revised versions of the
32 included

33 Capital Requests.

34 B. The agenda was adopted by acclamation.

35 IV. Meetings of the Executive Committee

36 A. Director McRoberts reported on meetings of the Executive Committee
37 throughout July and August. The meeting notes will be attached to these Board
38 minutes.

39 V. Announcements

40 A. Director Bauman announced that Spirit Day is scheduled for Saturday August
41 15th from noon to 5 p.m., and made special mention of the dunk tank activity.

42 B. MD announced that there would be a Haunted House coming for Halloween,
43 details to follow.

44 VI. PROPERTY OWNER COMMENTS

45 A. A member expressed concern over the section in the bylaws regarding
46 disclosure of

47 SVCA staff's compensation.

48 VII. BOARD COMMENTS

49 A. President Brown addressed the property owner's concern by noting that the
50 bylaws included in the packet are drafts and only part of a process that is not yet
51 complete.

52 B. Director D'Angelo thanked the Driscoll's for all of their landscaping work at
53 the Gate 1 Security shack.

54 VIII. Treasurer's Requests

55 A. Funding Requests

56 i. Capital Funding Request for Waterline Leak Repair

57 1. MD reviewed the change order to be charged to roads.

58 a. This was requested as an additive alternative scope of
59 work to an existing contract.

60 **MOTION:** Director Houlton moved the Board approve
61 additional funding to increase the construction award by
62 \$8,640. The motion was seconded by Director D'Angelo
63 and passed unanimously.

64 ii. Capital Funding Request for a Change Order to the Existing
65 Stormwater Management Contract

66 1. Director Houlton recommended approval of this motion on
67 behalf of the Finance Committee.

68 **MOTION:** Director Houlton moved that the Board approve
69 an additional \$10,000 for the stormwater plan, to be funded
70 from the Roads account. The motion was seconded by
71 Director McRoberts and passed with five in favor and
72 Director Bauman opposed.

73 a. MD estimated that as a result of this contract, there
74 would be \$8,000 to \$18,000 construction savings per lot
75 and a time savings of 6-10 weeks each and overlooked
76 implementation of the forest management plan.

77 iii. Capital Funding Request for Admin Building Construction

78 1. MD noted his error in not including tax for this project and
79 therefore he went over budget.

80 **MOTION:** Director Houlton moved the Board approve this
81 request for \$53,063 to be funded equally out of CRRRF and
82 MR&R. Director McRoberts seconded and the motion passed
83 unanimously.

84 iv. Capital Funding Request for Snow Plow

85 1. Director Houlton clarified that this is money already spent;
86 this Capital Request incurs no additional expense.

87 2. MD explained "money already spent" refers to the request
88 having been approved in 2014 but could not be executed
89 because snowplows were out of stock statewide last year.

90 **MOTION:** Director Houlton moved the Board approve the

91 purchase of the snowplow for an amount not to exceed
92 \$77,359.78 to be funded out the CRRRF account. The motion was
93 seconded by Director Bauman and passed unanimously.

94 v. Capital Funding Request for Security Cameras

95 1. MD gave overview of the project, noted it is near
96 completion. The Change Order is for the installation of
97 additional cameras for the office cashier area, installation of
98 additional burglar alarm, and trenching. He described the
99 regular occurrence of needing an armed guard for large
100 deposits but having no security camera in that area.

101 **MOTION:** Director Houlton moved to approve the increased
102 expenditure of \$6,292 from the CRRRF account. Director
103 McRoberts seconded the motion and it passed unanimously.

104 vi. Capital Funding Request for Construction Manager

105 1. MD gave an overview of continually playing catchup on
106 projects.

107 **MOTION:** Director Houlton moved the Board approve the
108 additional expenditure of \$49,865 to be funded from CRRRF
109 and MR&R accounts. The motion was seconded by Director
110 Bauman and passed unanimously.

111 a. The President pointed out the frequency of projects
112 and the necessity of paperwork being completed
113 correctly. Director Houlton noted that going forward
114 there would be new accounting controls in place for
115 capital expenditures. All capital checks will now
116 include a cover sheet for immediate reference.

117 B. Simplify Accounting by Closing MR&R Account

118 i. Director Houlton discussed the recommendation of the Accounting
119 Manager to close the MR&R Account and transfer all the funds
120 (\$15,331) to the CRRRF account.

121 **MOTION:** Director Houlton moved for the closure of the MR&R
122 account and transfer of funds to the CRRRF account. The motion was
123 seconded by Director Bauman.

124 a. Director McRoberts raised a question about the
125 MR&R account's purpose. She noted that CRRRF was
126 to be used for funding repair and replacement of only
127 the capital assets in the reserve study. MR&R was to
128 be used for the purchase of new capital assets.

129 **WITHDRAWN:** Director Houlton withdrew the motion due to the
130 necessity of clarifying these questions. Director Bauman concurred.

131 IX. CONTINUING BUSINESS AND VOTING AS NECESSARY

132 A. Approve ACC Policies.

133 **MOTION:** Director McRoberts moved for approval of the ACC
134 policies. The motion was seconded by Director Bauman. Discussion
135 ensued over what was included in this version of the policies.

136 Director McRoberts requested acceptance of the document as-is with
137 adjustments to be made later.

138 **MOTION TO AMEND:** Director Flacco moved for an amendment
139 to the motion that the document be approved without one section.
140 After discussion, Director Flacco withdrew his motion. The original
141 motion passed unanimously.

142 B. Approval of 2 Interim ACC Members

143 **MOTION:** Director Bauman moved for the approval of Brian Pearson
144 and Dillard "Cork" Warren to serve as interim members of the ACC until
145 the AGM. N&E Director Allen reported that there had been no other
146 applicants and that these two are in good standing. Director D'Angelo
147 seconded the motion and it passed unanimously.

148 C. Finalize List of AGM Measures

149 i. Director McRoberts requested additions, removals, or changes.

150 1. Numbers 4 and 5 are subsets of 7. President also
151 requested "cleanup" be changed to "consolidation". Add
152 section for "Other Bylaw Changes".

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154 The Board took a break at 8:46 p.m. and resumed at 8:56 pm.

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156 2. Director Allen requested clarification on what exactly will
157 appear on the ballot for clarity's sake, concerned with time.

158 X. New Business and Voting as Necessary

159 A. Schedule Board Meetings through August

160 **MOTION:** Director McRoberts moved to schedule special Board
161 meetings on August 18, 20, and 25, in addition to the regular
162 meeting on the 27th. Director Bauman seconded the motion and it
163 passed unanimously.

164 i. Director Houlton announced the Finance Committee is meeting on
165 August 24th and will present a draft budget at that time.

166 ii. The Board will meet to proof the ballot wording on September 21.

167 B. Approve AGM Agenda

168 i. Director McRoberts noted that the proposed agenda copies the
169 format of previous years. President Brown stated there was no
170 objection to using the same format.

171 C. Proposed Bylaw Amendments for 2015 AGM

172 **MOTION:** Director D'Angelo moved to accept the entire package
173 of bylaws as presented. The motion was seconded by Director
174 Houlton. Director D'Angelo withdrew his motion.

175 1. Director Brown gave overview of each section and what
176 each formatting style represents.

177 **MOTION:** Director D'Angelo moved to accept the corrective
178 version of the bylaw amendments and send it to the attorney for
179 review. The motion was seconded by Director Bauman and passed
180 unanimously.

181 **MOTION:** Director D'Angelo moved to accept the shortened version

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and send it to the attorney for review. The motion was seconded by Director Bauman and it passed unanimously.

MOTION: Director Bauman moved to accept the substantive version and send it to the attorney for review. Director Houlton seconded.

1. Director Flacco had concerns about disclosure of salaries.

MOTION TO AMEND: Director McRoberts moved to amend the original motion by putting a period after the second word “disclosure” on page 132 and deleting the remainder of the sentence in order to correspond to wording in the RCW’s. The motion was seconded by Director Bauman and passed unanimously. The original motion passed with 5 in favor and Director Narsico opposed.

XI. ADJOURNMENT

The meeting was adjourned at 10:08 p.m.

DRAFT