

1 **BOARD OF DIRECTORS & FINANCE COMMITTEE BUSINESS MEETING MINUTES**

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3 **ASSOCIATION NAME:** Sudden Valley Community Association

4 **DATE AND LOCATION:** Thursday, September 13th, 2018 in the Dance Barn

5 **CALLED TO ORDER AT:** 7:01 PM

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7 **BOARD MEMBERS PRESENT:**

- | | | | |
|---------------------|---------------------|---------------------|-------------------|
| 8 1. Larry Brown | 4. Leslie McRoberts | 7. Sarah Holmstrom | 10. Linda Bradley |
| 9 2. Eric Trower | 5. David Narsico | 8. Odell De Veaux | |
| 10 3. Carol Houlton | 6. Mike D'Angelo | 9. Andrew Entriakin | |

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12 **FINANCE COMMITTEE PRESENT:** Paula Birchler, Penny Carter, Tony Louzao, & Rick Gray

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14 **BOARD MEMBERS ABSENT:**

- 15 1. Rich Bailey with an excused absence.

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17 **STAFF MEMBERS:** Mitch Waterman, *Managing Director*; Jennifer Spidle, *Accounting Manager*;
18 Lisa Letchworth, *HR & Admin Services Manager*; Brent Lindquist, *Views Editor*.

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20 **I. ADOPTION OF AGENDA**

- 21 a. Director McRoberts Requested the addition of a GM Search Discussion as New Business
- 22 item g.
- 23 b. The GM requested New Business item c. Dog Park.
- 24 c. The agenda was adopted as amended by acclamation.

25 **II. ANNOUNCEMENTS**

- 26 a. Director Houlton introduced the attending Finance Committee Members.
- 27 b. Director D'Angelo announced on September 29th from 10:00 a.m.-1:00 p.m. at the
- 28 SWFA, there would be a table top exercise for a natural emergency.
- 29 c. Director Trower announced there would be a Candidate Forum held Tuesday 9/18/18 at
- 30 7:00 p.m. in the Multi-Purpose Room.

31 **III. PROPERTY OWNER COMMENTS AND BOARD COMMENTS**

- 32 a. A member asked questions regarding the budget and what would happen if the budget
- 33 were to fail.
- 34 b. A member thanked all the Board Members and Finance Committee for all of their hard
- 35 work. This member made additional comments regarding the Emergency Preparedness
- 36 Committee.
- 37 c. A member thanked SVCA employees (Bruce Bishop & Mike Abbott) for assisting during
- 38 his recent move to Sudden Valley.
- 39 d. A member made comments regarding the GM salary for 2019. This member asked
- 40 additional questions regarding Golf finances.
- 41 i. The Member was instructed to send concerns directly to the President Brown and
- 42 he would forward her requests to the Accounting Manager.

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44 **1. MOTION TO:** Have Counsel review the potential outcome if the budget were to be rejected.

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46 **MOTION BY:** Director Holmstrom **SECONDED BY:** Director Narsico

47 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
48 IN FAVOR: Unanimous
49 AGAINST: None ABSTAINED: None

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52 **IV. CONTINUING BUSINESS AND VOTING AS NECESSARY**

53 a. 2019 Budget Discussion

54 i. Director Houlton stated that she would like the Accounting Manager and GM to
55 review the status of anticipated additional expenses for the Area Z project as it
56 was the basis for some of the changes made on the presented dues proposal, such
57 as the \$1.82 increase.

- 58 1. The GM noted that the Area Z project was deferred as SVCA had
59 received/encountered a tremendous number of regulatory requirements
60 and as a result are encountering costs that were not anticipated.
- 61 2. They would like to start the project on June 1 when the dirt season
62 continues.
- 63 3. Additionally, the Bank preferred not to extend the loan contract but to
64 increase the amount of the loan and maintain the same interest rate with a
65 September 2019 completion date.
 - 66 a. The bank is willing to increase the contingency, anticipated over
67 runs and additional costs which would be capped at \$500,000
68 which would come to \$1.82 per owner/month. Lengthy discussion
69 ensued.

70 **2. MOTION TO:** Go into a relaxed Committee structure to allow Finance Members to make comments
71 on the discussion.

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73 MOTION BY: Director Houlton SECONDED BY: Director Trower
74 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
75 IN FAVOR: Acclamation
76 AGAINST: None ABSTAINED: None

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78 **3. MOTION TO:** Return to regular session.

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80 MOTION BY: Director Trower SECONDED BY: Director Houlton
81 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
82 IN FAVOR: Unanimous
83 AGAINST: None ABSTAINED: None

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85 **4. MOTION TO:** Approve the dues proposal Option 2 presented 9/13/18 including the \$1.82.

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87 MOTION BY: Director Houlton SECONDED BY: Director D'Angelo
88 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
89 IN FAVOR: Directors D'Angelo, Houlton, Trower, McRoberts, Entrikin, Narsico
90 AGAINST: Directors Holmstrom & De Veaux ABSTAINED: None

93 b. WUCOIA Measure Discussion

94 i. The item was deferred.

95 c. Dog Park

96 i. The GM stated there would not be enough time to get the fence permitted. The
97 Parks Committee would be comfortable with the sign being placed in the
98 alignment they suggested until a fence can be placed in the Spring. The situation
99 would be monitored over the winter.

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101 **V. NEW BUSINESS AND VOTING AS NECESSARY**

102 a. Gate 1 Gardens

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104 **5. MOTION TO:** Designate the Gate 1 gardens entrance and exit as “Driscoll Gardens” with a plaque
105 purchased by donations.

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107 MOTION BY: Director D’Angelo SECONDED BY: Director De Veaux
108 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
109 IN FAVOR: Unanimous
110 AGAINST: None ABSTAINED: None

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113 b. Fines and Fees Schedule

114 i. Jennifer Spidle noted there are very few changes to the Fines and Fees.

- 115 1. The instructor fees are brand new, exterior remodel or addition fee is now
- 116 \$400, there is a refundable remodel deposit of \$750.
- 117 2. All of the references have been updated.

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119 **6. MOTION TO:** Accept the Fines and Fees schedule as written on pages 7-12 as stipulated by
120 Jennifer.

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122 MOTION BY: Director D’Angelo SECONDED BY: Director Houlton
123 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
124 IN FAVOR: Unanimous
125 AGAINST: None ABSTAINED: None

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128 c. WECU Credit Card Borrowing Resolution

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130 **7. MOTION TO:** Approve the updated WECU Credit Card borrowing Resolution as printed in the
131 packet starting on page 13.

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133 MOTION BY: Director Houlton SECONDED BY: Director D’Angelo
134 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
135 IN FAVOR: Directors D’Angelo, De Veaux, Houlton, Trower, McRoberts, Entrikin, Narsico
136 AGAINST: Director Holmstrom ABSTAINED: None

138 **8. MOTION TO:** Amend the Association Corporate Credit Card Policy to change the "...in no case
139 exceed a maximum of \$6,500." to the new maximum of \$8,500.

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141 MOTION BY: Director Trower SECONDED BY: Director Houlton
142 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
143 IN FAVOR: Unanimous
144 AGAINST: None ABSTAINED: None
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147 d. 2019 Budget Measure 1

- 148 i. Director Houlton stated that the Board needs to approve each measure that is to be
149 presented on the ballot. Jennifer had reviewed the ballot measure with counsel to
150 ensure all requirements were included.
151 ii. Jennifer reviewed the measure and its changes.
152 1. There were grammatical errors that were noted and corrected.
153

154 **9. AMENDED MOTION:** Adopt and or approve Measure 1 as written and proposed within the packet
155 from page 21-28 which includes the budget.

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157 MOTION BY: Director Houlton SECONDED BY: Director McRoberts
158 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
159 IN FAVOR: Directors Brown, Trower, Houlton, McRoberts, D'Angelo, Narsico, Entrikin, DeVeaux
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161 AGAINST: Director Holmstrom ABSTAINED: None
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163 **10. MOTION TO AMEND:** Remove the last bullet point on page 23 which references the net
164 projected income from Operations Special Assessment.

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166 MOTION BY: Director Houlton SECONDED BY: Director D'Angelo
167 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
168 IN FAVOR: Unanimous
169 AGAINST: _____ ABSTAINED: None
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171 Personal privilege was requested at 9:21 p.m. The meeting reconvened at 9:30 p.m.
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173 e. 2019 Bylaw Measure 2 WUCOIA Alignment w/Bylaws
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175 **11. MOTION TO:** Approve Bylaw Measure 2 as submitted.

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177 MOTION BY: Director D'Angelo SECONDED BY: Director Trower
178 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
179 IN FAVOR: Directors D'Angelo, De Veaux, Houlton, Trower, McRoberts, Entrikin, Narsico
180 AGAINST: Director Holmstrom ABSTAINED: None
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183 f. 2019 Bylaw Measure 3 Electronic Voting

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- i. The BOD reviewed Legal Counsel suggestions and edits which were provided within the packet.

12. MOTION TO: Bylaws be amended to allow for Electronic Voting Measure 3 as stated and as amended.

MOTION BY: Director D’Angelo SECONDED BY: Director Trower
APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
IN FAVOR: Unanimous
AGAINST: None ABSTAINED: None

- g. GM Search Discussion
 - i. Director McRoberts presented information from 3 different professional search teams: Prothman, Management Matters, and Julie Adaman & Assoc.
 - 1. All of the informational documentation will be forwarded to the Board by Director McRoberts via email.
 - ii. The Board agreed to hold a Special Board meeting at 6:00 p.m.in the Multi-Purpose Room on Monday 9/17/18.
 - 1. Board Members who could not be in attendance would forward comments prior to the meeting.
 - 2. Two topics will be placed on the agenda: GM Recruitment Search and the AGM Ballot Proof.

VI. PROPERTY OWNER COMMENTS AND BOARD RESPONSE

- a. A member made comments regarding how to provide information to the Community regarding the GM Search.

VII. ADJOURNMENT

- a. The meeting adjourned at 10:13p.m.

Approved By: _____
Leslie McRoberts, Board of Directors Secretary

BOARD OF DIRECTORS CONTINUED:

DIRECTIVES MADE BY THE BOARD

ITEMS FOR NEXT MEETING'S AGENDA

1.

ITEMS FOR NEXT NEWSLETTER

**ACTION ITEM
LIST**

Task	Assignee	Date Assigned	Due Date	Completion Date	Comments
Correct the format on page 9 under ACC to read "Amount" and make clarifications on the refundable building deposits	Jennifer	9/13/18	ASAP	N/A	
Forward all informational documentation to BOD	Leslie	9/13/18	ASAP	N/A	