

WATERS LANDING ASSOCIATION

Minutes from the Board of Directors Meeting

Thursday, 21 March 2024

In Attendance – Board of Directors

- Gavin Green, President (2023-2026)
- Lee Callicutt, Vice President (2023-2026)
- Anna Varnavas, Treasurer (2024-2026)
- Mark Sagarin, Assistant Treasurer (2022-2024)
- Karen Kizer, Secretary (2024-2025)
- Nic D'Ascoli, Member-at-Large (2023-2025)

In Attendance – Management and Office Staff

- Donald Perper, General Manager
- Luisa Chavez, Assistant General Manager
- Tara Perry, Project Manager
- Sonia Iraheta, Assistant Controller & Senior Financial Manager from FirstService Residential (FSR)

I. Call to Order & Verification of Quorum

The Board of Directors of the Waters Landing Association convened a meeting on Thursday, 21 March 2024. The meeting was convened using Zoom technology. With a quorum of the Board of Directors verified, General Manager Don Perper called the meeting to order at 7:02 pm.

II. Review and Approval of Meeting Minutes

MOTION: Nic D'Ascoli moved to approve the January 17, 2024 Board of Directors Meeting minutes as presented. Mark Sagarin seconded. The motion carried unanimously.

DECISION: Lee Callicutt moved to defer approval of the February 15, 2024 Board of Directors Meeting minutes until the April 2024 Board Meeting to allow additional time for review and revision. Nic D'Ascoli seconded. The motion carried unanimously.

III. Committee Reports

A. Architectoral & Environmental Review Committee (AERC)

Sharon Black reported the following:

1. A Smartwebs training session was held March 5, 2024, which was directed by FSR for all nine committee members. It focused on digitizing AERC applications, so owners may submit applications online directly to the office. The Smartwebs application appeared to be helpful to the Association to streamline the process and manage all applications. Paper applications are still temporarily available. All community members are encouraged to join and use the Resident Connect app.
2. The AERC is attempting to use the Friday online updates to add small pieces of information for the benefit of community members regarding care of the Association's homes and the neighborhood. The first bits of information were on the trash and recycling schedule for 2024, and use of Montgomery County and J&J Trash to conduct free bulk item pickups.
3. Brainstorm Session with 2 members held Thursday, March 21, to research a possible outreach to the Waters Landing community. The focus will be to ask representatives from county (permitting, zoning, recycling, etc.) to present information and materials to the Waters Landing community. The Board of Directors, office staff, and the entire AERC would be welcome to attend as a Meet & Greet. The committee is researching food trucks and the possibility of children's activities that could take place during the event. The tentative date is Saturday, May 18th from 10:00 a.m. to 3:00 p.m.
4. During the month of March 2024, the AERC reviewed six applications.
 - a. Any new composite materials are being marked as an exception on the status sheet with an explanation, as they are not referenced in the current guidelines. The AERC expects the matter will be corrected when a new version of the guidelines is created and composite materials are added. The county noted issues in recent years with decks failing due to structural errors and/or a lack of maintenance.
 - b. The AERC had a difference of opinion during their review of the fence application for a Logansport residence. The application requested the installation of a six foot, solid white vinyl fence with lattice top, next door to a similar six foot white vinyl fence in a townhouse community. There were no meeting

minutes recorded for the AERC before approximately 2020, which would have provided details about the neighbor's approved fence exception.

B. Electric Vehicle (EV) Charging Committee and Board liaison: Reported the following information:

1. The committee did not meet during the month of March 2024, as they were waiting on information from the Board of Directors.
2. The Committee held a meeting earlier in March to review the final Electrical Vehicle Recharging Equipment policy. The EV charging committee is still waiting on the umbrella insurance policy letter on the Association's letterhead. Homeowners will need to have Waters Landing Association named as an additional insured to hold the Association harmless.
3. **ACTION:** Draft a list of action items for the committee and Board to move the process forward.
4. **MOTION:** Ms. Kizer moved to appoint Jordan Straub to the EV Charging Committee. Mr. Green seconded. The motion carried unanimously.

IV. Management Report

Mr. Perper reported the following information:

A. December 2023 Year-End Financial Report:

1. Ms. Iraheta presented highlights of the December 2023 year-end financial report, and answered questions posed by Board members. Of particular note, the Association experienced an \$89,000 loss when the Royal Bank of Canada (RBC) investment account was closed. Ms. Iraheta spoke with the auditor concerning the matter. A new General Ledger code was created under "Revenue - Other Income". Mr. Perper spoke about the importance of maintaining the Association's funds under the \$250,000 limit per financial institution; and stated FSR's financial team regularly reviews the Association's investments and can make recommendations.
2. Discussions ensued regarding various budget line items. A question was raised regarding the resolution passed by the Board in late-November 2023 to transfer \$1.7 million of Unappropriated Members Equity as recommended by the auditor - specifically where that amount will be reflected in the financials. Ms. Iraheta stated the amount should be noted on the balance sheet as a journal entry, but had not yet received any email concerning the adjustment.
ACTION: Ms. Iraheta will take care of the entry in January 2024 if the appropriate information is emailed to her attention.
3. Ms. Iraheta encouraged Board members to attend the Accounting 101 training with Bob Porco of FSR.
4. Mr. D'Ascoli suggested that the Board discuss with managing agent how the financial reports will be presented going forward.

B. January and February 2024 Financial Reports: The financial reports for January and February 2024 were still in process, and would likely be released back-to-back.

V. New Business

- A. Confirmation of Current Board Members' Terms:** Following an Organizational Meeting, the Board membership terms were updated on the Association's website and listed next to names above.
- B. Open Board Position - Call for Candidates:** In February 2024, Erik Herron stepped down from the Board of Directors leaving one available seat to be filled.
ACTION: Managing agent will post a call for additional candidate statements to be submitted by April 8, 2024. The Board of Directors will then review the statements and appoint a homeowner during their next Board Meeting to fill the vacant seat through the date of the Association's next Annual Meeting.

VI. Unfinished Business

- A. EV Charging Indemnification:** Please see Section III.B of these minutes. Mr. Perper reported the previously approved Indemnification document was finalized, approved, and submitted for the Board's information. The resolution will become part of the overall electric vehicle charging package.
ACTION: The policy resolution number (2024-1) and the "As of" date will be added to the resolution. Mr. Perper suggested the creation of a resolution binder for the Association either in printed form or electronically.

- B. Ad Hoc Committee for Revising AERC Guidelines: The Board of Directors is looking to establish an ad hoc committee for the purpose of reviewing the AERC guidelines and making recommendations to the Board. Mr. Green stated the Board will need to decide how committee members will be appointed; how their public sessions will be held; and the details of the ad hoc committee's charter.
ACTION: A call for volunteers will be published to serve on the Ad Hoc Committee for Revising AERC Guidelines.
- C. Ad Hoc Committee on Waters Landing Code of Ethics and Rules of Conduct for Volunteer Board Members:
ACTION: Mr. Perper will secure samples from other community associations and provide them to the Board of Directors (in addition to what was already provided by legal counsel). The stated goal was to have the matter approved in advance of the next Board Meeting.
- D. 2024 Draft Budget Mailing to Owners: The 2024 budget was scheduled to be mailed on or about March 8th of 2024. However, the budget was not mailed until March 18th. Managing Agent apologized for the error.
ACTIONS: The Board of Directors will hold a Special Meeting on Tuesday, April 23rd at 7:00 p.m. for the sole purpose of approving the budget. Managing Agent will also look at potentially changing print companies for Waters Landing to avoid issues going forward. In the future, management will follow up the day after any scheduled mailings to ensure the mailing was, in fact, completed.
- E. Community Walk with the Board: A tentative date of April 5th was set for office staff and the Board to conduct a walk of the community and note the condition of all common areas and common elements. The start time was still to be determined.

VII. Additional Business

No matters of additional business were raised.

VIII. Open Forum

- A. Community Members Comments and Questions.
 1. Need for document procedures for mailings
 2. AERC Guidelines committee should be diverse group.
 3. Videos for residents if they have questions about how to do things (establish NAC, community issues)
 4. Questions about 2023 and 2024 budgets.
 5. Chat function during meeting was not working for some on call. Office to look into issue.
 6. Captions were appreciated for meeting attendees. More community members can now participate.
 7. Would like reminder emails for Board and AERC meetings as sometimes forget to check website. Office suggested signing up for Resident Connect for emails.
 8. Where do residents bring questions regarding unsustainable practice of landscaping crews.
 9. Harbor Place NAC – following up on votes that were submitted to previous Board and office 18 months ago that have not been implemented or responded to.
 10. There is confusion by residents and Board about the NAC process – how to establish, who is involved, is it disbanded after votes or a standing committee, process after submitting votes to office and Board, etc. Board and office need to review and send to residents the by-laws that address the processes and possibly set up a training session for the community.

IX. Adjournment to Executive Session

MOTION: Mr. Green moved to adjourn the March 21, 2024 Board of Directors Meeting at 9:17pm.; and to enter Executive Session. Mr. Sagarin seconded. The motion carried unanimously.