

# Breakers HOA Board Meeting Minutes

## Meeting Information

<b>Meeting Topic:</b>	Breakers HOA Board Meeting		
<b>Date:</b>	03/22/2023	<b>Time:</b>	7:00 – 8:00 PM EST
<b>Meeting Facilitator:</b>	Todd Ingerto, President Meeting Scribe: Todd Ingerto, President	<b>Location:</b>	Google Meet Video Conference: meet.google.com/jid-xdxx-ier

## Board Members

Name	Attended Meeting?	Name	Attended Meeting?
Linda Patsakos - Treasurer	Y	Ken Gedaka	Y
Jack Hubbert – Vice President	Y	Liz Nittolo	Y
Judith Parker – At Large	Y	Nick Fazzolari	Y
Todd Ingerto - President	Y		
Marilyn Anthony - Secretary	Y		

## Unit Owners

## Agenda

Discussion Topics	Person Responsible	Time Allocated
Discuss status of prior Board meeting minutes.	Breakers Board	10 mins.
Update from the Treasurer.	Breakers Board	10 mins.
Follow up on outstanding action items and open items from the 2/15/23 meeting.	Breakers Board	10 mins.
Discuss situation regarding the last Board election.	Breakers Board	10 mins.
Open discussion – New Business	Breakers Board	10 mins.

## Meeting Summary & Takeaways

1. Discuss status of prior Board meeting minutes.
  - a. In order for the Board to do its best with complying with NJ Department of Community Affairs Administration Code § 5:26-8.12 Open meetings (f)– 5. which states: “Board minutes shall be made available to association members in a timely manner before the next meeting and may be identified as "draft" or "unapproved." Todd made the following decision:
    - i. To draw a line in the sand we will move forward with having the 4 current Board members vote on approving the past Board meeting minutes that they’ve attended prior to being notified on 2/22/23 of the situation that one of the candidates that ran at the last Board election was not eligible to run for the Board.
  - b. Todd noted that Board members should provide feedback regarding meeting minutes in a timely and professional manner.
  - c. After a lengthy discussion regarding the details of the 12/06/22 and 3/15/23 the Board was at an impasse and agreed to work towards finalizing the minutes prior to the next meeting.

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2. Update from the Treasurer.
  - a. Linda mentioned that she completed the 2021 and 2022 tax returns, Jack reviewed them, Todd signed them and that they were mailed.
  - b. Linda provided the Board with a copy of the most recent bank statement and noted that there had been no account activity since the last meeting.
3. Follow up on outstanding action items and open items from the 2/15/23 meeting.
  - a. Liz will contact the insurance underwriter to obtain written responses to the questions outlined in Liz's insurance policy analysis.
  - b. Discuss Breakers expired incorporation status including insurance policy Board indemnification impact with Breakers HOA being an unincorporated entity.
    - i. This action item will be addressed with responses obtained in bullet a.
4. Discuss situation regarding the last Board election.
  - a. Todd explained that on 2/22/23 it was brought to Jack's attention that a State of NJ HOA law prohibits two homeowners from the same unit from serving on the Board at the same time which therefore resulted in a situation that made a unit owner that volunteered to serve on the Board ineligible to be a candidate.
  - b. Todd noted that no unit owner or Board member willfully or knowingly violated any NJ State HOA statute and that the Board initiated conversations regarding how to rectify the situation immediately upon being notified on 2/22/23.
  - c. Todd clarified that the NJ Common Interest Property Act is the primary framework that governs all types of Common Interest Communities within the state including Homeowners' Associations and Condominium Associations.
    - i. The NJ Department of Community Affairs enforces State of New Jersey HOA laws. If a unit owner wishes to make a formal complaint that their association is not in compliance with its obligations, the homeowner would need to submit a Common Interest Community Association Complaint form along with appropriate supporting documentation.
  - d. Todd recommended that the collective Breakers community vote on which of the following options best rectify the situation:
    1. Request Board candidates, conduct a special election and have Breakers' homeowners elect an individual to fill the open position.
    2. Have the remaining four Board members serve the remainder of this year's term and fill the open position at the next annual meeting in the Fall.
    3. Fill the open position with the candidate next in line that received the highest amount of votes at the last annual meeting.
  - e. Linda recommended having the four existing Board members serve the remainder of this year's term and fill the open position at the next annual meeting in the Fall.
  - f. Judy recommended filling the open position with the candidate next in line that received the highest number of votes at the last annual meeting.
  - g. Jack noted that the Board does not have any options other than to abide by the New Jersey HOA law which states that the position is to be filled with the candidate next in line that received the highest amount of votes at the last annual meeting.

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- h. After a lengthy discussion the Board unanimously agreed to abide by State of NJ HOA law and fill the open position with the candidate next in line that received the highest number of votes at the last annual meeting, Marilyn Anthony. Note that this position serves for a two-year term.

### 5. Open discussion – New Business

- a. Jack provided an update in regards to the Governing Documents Amendment committee's progress. He noted that there have been a number of redlines and the committee is getting close to having a draft ready. He clarified that there will be an Executive Summary that highlights the major changes to the governing documents. Jack noted that we will have a comment period where the community can comment on the updated bylaws. Jack explained that the document is much simpler than the existing governing documents and that it's much easier to read.
- b. Jack mentioned that we will look to facilitate a comment period for homeowners to provide their feedback.
- c. Ken recommended having a town hall where the committee could walk through the document after the comment period and answer homeowner's questions.
- d. Liz asked if there would be an independent review of the document as well.
  - i. Todd and Linda agreed that this would be a good idea.
  - ii. Jack noted that this could be costly.
  - iii. Todd and Linda agreed that this would be a good idea.
- e. Ken asked a question regarding the ARB's raised sidewalk hazard initiative.
  - i. Todd noted that the ARB should provide a proposal to the Board for review.

### Decisions Made/Needed:

<u>Responsible Party</u>	<u>Decision Made</u>	<u>Status</u>	<u>Date Due</u>
Breakers Board	The Board unanimously agreed to abide by State of NJ HOA law and fill the open position with the candidate next in line that received the highest number of votes at the last annual meeting, Marilyn Anthony.	Complete	3/22/23

### Follow up/Action Items

<u>Action Item</u>	<u>Status</u>	<u>Responsible Party</u>	<u>Date Due</u>

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Action Item	Status	Responsible Party	Date Due
Linda and Liz will follow up with the insurance underwriter to obtain written responses to the questions outlined in Liz's insurance policy analysis.	Open	Linda Patsakos	By next meeting.