

Pembroke Home Owners Association

**APPROVED**

Regular Board Meeting Minutes

January 23, 2017 | Lexington Park Library

**1. CALL TO ORDER**

The meeting was called to order by the President, at 6:00 p.m. A quorum of directors was established.

Directors present:

|                  |                 |
|------------------|-----------------|
| Patrick MacRae   | President       |
| Sarah Peddicord  | Vice President  |
| Karen MacRae     | Secretary       |
| Chris Steingrube | Treasurer       |
| Cam Ferguson     | Member at Large |

Absent:

|                    |                 |
|--------------------|-----------------|
| Daniel DeStephanis | ARC Chair       |
| Paul Mills         | Member at large |

President’s Remarks:

Approve the Agenda at the start of the meeting being the second thing that happens right after the call to order. I would like the board to approve the agenda based on their inputs to the secretary in a timely manner. As the Chair, comments should all be made to the chair. It keeps things going smoothly and you will see why when we get into Robert’s Rules of Order.

I will entertain a motion to approve the agenda as presented. If you have any changes to be made now would be the time. Keeping in mind that we have an hour and 45 minutes. Motion made by Secretary to approve the agenda, seconded by Cam Ferguson Member at large. Discussion: Vice President if we have time I want to talk about the storage unit. One of the proposed things I wanted to talk about I think we can table until later at training so that would be the question about email responses and if there is time I would like to add the mailboxes.

Motion by Vice President to add the Storage Unit to the agenda. Motion seconded by Cam Ferguson Member at large. All in favor say Aye, 2 opposed, 2 in favor. President voted due to a tie. Motion Passed.

**2. SECRETARY'S REPORT**

Karen MacRae presented the minutes from the November 21 2016 Board of Directors meeting. Secretary's Report, I realize that most of this meeting will be people listening to me. Secretary's report should be read prior to coming to the meeting. As the Chair, I would be asking for a motion to approve the secretary's report. I would be expecting a motion a second and then discussion

Discussion, Treasurer for new members the stuff that is presented here is a couple of weeks late. Just so we can get it on the agenda. I've got the information I can present now. Do you want me to present it now in the treasurer's report? Chairman, Yes. I'm waiting for a motion to approve the Secretary's Report. Member at Large Cam Ferguson, I make a motion that we approve the secretary's report. Motion seconded, Secretary's report approved

**3. TREASURER'S REPORT**

The financial report dated November 21, 2016 was presented by Treasurer, Chris Steingrube. The chair will entertain a motion to approve the Treasurer's Report. Again it should be read prior to the meeting. Motion made by Secretary to approve the Treasurers' Report, seconded by Member at large. Discussion Treasurer as of today we have \$13,198 in checking, \$112,530 in savings. I have 40 more payments, 3 PayPal payments to process and 4 credit cards to process tonight.

Vice President wanted to know when she will see the statement for the insurance that was just paid. It renews in April. I can't present that bill I just threw it away. That will show up on our next board meeting. The additional bill was in July we added additional houses. It took us this long to get the bill.

All those in favor of accepting the treasurer's report say Aye. Motion passed unanimously.

Question from Treasurer am I allowed to vote on my own items? Yes, the only one who does not vote according to Robert's Rules of Order is the chair. If I want to get involved heavily in the discussions, I am supposed to turn over the chair.

These first things can be handled much quicker if everyone has read the information provided to you prior to the meetings.

**4. COMMITTEE REPORTS****SOCIAL COMMITTEE NO REPORT****OLD BUSINESS****Playground Equipment and Signs**

Tot Lot Crazy Climber, recommend it be installed in March. Do we have anyone in mind or do we need to request someone to find people.

Question: Is there a reason why we aren't asking someone in the neighborhood to install? Yes because of insurance liabilities.

I would also recommend the same person who installs the crazy climber install the bulletin boards.

Vice President says I can do it, but I don't know how to find anyone. Secretary volunteered to take over the responsibility.

**Speaking as president, we go digging holes we have to find out where to dig and where not to dig.**

Email accounts/cloud storage (Secretary) This was approved in the November Minutes which the board just approved.

Email: We currently use godaddy for email. The email account which means we are limited to the amount of storage. Godaddy offers a professional email which comes with outlook. Right now it is on sale for \$6.99 a person per user per year. After the sale it will go up to \$9.99 per user per month. My recommendation is to purchase 2 years of email so we can.

Discussion: (vice president) I would like to make a recommendation that we look around for other options.

President. This issue has been kicking around for a very long time, it was approved in November. I don't want to make track since it has already been approved.

You might be able to find it cheaper but I don't think we will find it better.

Motion by secretary that we purchase 2 years of email, motion seconded, motion passed with one board member voting no.

**CLOUD STORAGE**

We are illegal as we stand with everyone's files on their own computer. We are required to have a backup. This was approved again in November. I was tasked with finding cloud storage. One is 596.00 a year and one is 495.00 per year they both offer encryption and they both offer unlimited storage.

I make a motion that we use sync.com for storage. Motion seconded.

Discussion. (Vice president) I want time to check out other solutions other than those offered. (President) We have done research and we have done research this needs to be dealt with now.

We have a records retention policy that we need to deal with hopefully tonight.

(Vice President) I don't understand why we can't take advantage of free options.

(President) It may not meet legal requirements, certain parts of that we are required to keep. All of that has to be done and met, once we get all of our policies each person will be able to see everything.

(Member at large) this was approved in November in 11 months we can revisit it we need to move on.

President, the problem becomes if I am gone and Sarah replies to any email. how do I as president get that email and get it where it can be archived? at the same time I am looking for transparency I want everyone to be able to see them

## 5. NEW BUSINESS

**Job descriptions and duties**, we do things a certain way all the time. A job description is a type of policy. There are things that we do it is our policy that certain bills be allowed to pay via electronic debit. I think we need to come up with polices that we can write to deal with these.

I in this particular instance tonight have 2 policies that we are required to have. One is a records retention policy it can be added to this is the minimum that we are required to have by the federal government and one is a conflict of interest policy.

If the board feels that what I have here is ok, I would like a motion to approve the forms. If you would like time to look it over and question it. I would like to approve them at the next board meeting.

You have copies in your folder. Are you looking to get these approved tonight? This is how I want to generally approve things like this. You get the item at one meeting, come back at the next meeting with changes/additions and at the third meeting you vote on them. (Treasurer) I would like to make a recommendation that we have all of our inputs in 2 weeks.

The treasurer makes a motion that we get all inputs back to the secretary in 2 weeks. Two weeks from today is the 6<sup>th</sup> of February. There is a motion and a second to make the deadline. Motion carries, please have any comments back to the secretary by the 6<sup>th</sup> of February.

### **Bulletin Boards**

I am concerned that we need to have a policy for the bulletin board procedures. Who is going to handle it? (Vice President) I am happy to volunteer and follow up with John and have a look at them. I want to have a discussion about how things are going to be approved.

A bulletin board was bought for every mail box cluster.

## **Contracting Procedures** (Secretary)

We are required by law to get bids. If anyone has a contract they need to put out, we are required to get three bids if the price is over 500.00. The only person who can sign a contract the only person to write and sign a contract is the president per the CC&R's.

Roberts Rules of Order, you have a simplified Roberts rules of orders (cheat cheat) there is also a large package of Roberts Rules of Order in your folder. If I am not following the procedure i.e. like talking to each other instead of the chair. Another board member can say point of order.

You will also find a piece of paper I called it Pembroke Homeowners Association guidelines. We have discussed some of these. This is the way that I would like to conduct the meetings. This is something that I would like to over at training for all of the new board members.

Any copies of past signed contracts they need to go to the secretary asap.

## **Garbage at Tot Lot**

Do we need to hire a company to empty the garbage can at the tot lot? Do we want to ask someone to put the trash in their garbage can?

(Member at large) Too bad that we can't have a volunteer each week to take the trash from the tot lot and put in their trash can.

(Vice President) I had a discussion with someone in the neighborhood can we see if this person can organize the homeowners to take the trash? If this lady has something that she can do please contact her.

Motion that we let the vice president contact the lady and see what can be done. Motion seconded and passed unanimously.

## **Purchase of a filing cabinet** for the Secretary

Motion made by Member at large, seconded motion carried and passed unanimously.

We need to put dollar limits in the future on motions.

## **Managing email responses** (taken off till training)

### **Help for the treasurer** (vice president)

I wanted to bring up the conversation in getting help for you. It would also give us a backup in case something happens to you.

Treasurer as for how much help I need; I don't need help. I do have one task assigned that I want to give to someone else. From December to mid-April I do 40 hours a week for the HOA. I have a good flow with QuickBooks, our audits are through an independent bookkeeping company. Our last audit showed there were no issues.

In regards in having a second, I do have one, the secretary. She has access to all of the boards accounts in order to make sure things are what they are supposed to be.

(Vice President) To follow up I've seen a lot of email traffic for issues.

(Treasurer) Title companies, I respond to them the day I get them or the day after I get them.

If I am going to be on leave, Karen backs me up, I have QuickBooks on line on my cell phone app and I have access to my board email.

In response to what is my balance? I respond to those immediately. You see those because they usually go to bod@ instead of the treasurer.

**Overview of the state of the board** – Vice President. Take off the agenda.

**(Secretary) can I respond to the mailbox question?** The area where the mailboxes are going to be placed until that area is turned over to the HOA, we cannot move the mailboxes until the developer turned it over to us, there will be a charge of about \$15,000 to the board due to the developer's requirement.

End at written agenda

(Vice President) I went to the storage unit. We are paying a\$75.00 a month for climate control storage. I was looking and took an inventory, I wondered how much those tents cost? Are we spending more to store them than what they are worth?

(Treasurer) does it have to be climate controlled? The signs and the tents can be put in someone's garage.

Pro's you have a nice facility you don't have to worry about where it is. It is a hassle to handle it at someone's house.

(Treasurer) Make a motion to find a better deal. Vice President to price. Have a list of people who offered storage with costs. Report due at next board.

## 6. **Open Forum**

### 7. **Items of interest to the board.**

- a. Conservation Area (snakeville) Residents in the past have been angry about the black snakes, rodents, etc. We talked about getting this rezoned and purchase. Last year the board voted in favor to looking at it with the idea of rezoning and purchasing the land. I contacted our lawyers and have had no response. I need to unload this I don't have time to do it. This needs to be actively managed and done. We have it in our capital improvements and done. I need to pass the task on so someone else can do it.

(President) it is zoned as conservation land we cannot do anything to it.

If it needs to be rezoned, there is paperwork that needs to be filed, I recommend that we hire a legal time to do it.

(Vice President) I love the idea of mowing it down, and I have a hard time justifying the purchase. We still have to get the homeowner's approval in order to spend the money to buy the land. I have a hard time justifying that expenditure.

(Secretary) The previous president went to the county and reported back that it was \$10,000 to purchase the land. Hopefully he has all of that information. Member at large said she will take the project on with the attorney to find out how much this will cost and how to go about it.

Member at large will contact previous board president to see if he has anything regarding this issue.

As conservation land we cannot do anything to it. It is a 10k fine. The county requires a certain amount of conservation land.

(Vice President) are we going to have an executive session to talk about fines, late fees?

(President) we have the authority to use email for votes. You cannot say if I do not hear from you it is a yes vote

(vice President) what I want to do is what amounts are we talking about, what are the facts?

(Treasurer) do you want to have a policy for email votes?

President, it is already in the CC&R's, if we are at a board meeting and there is a vote on the floor and you do not say anything one way or another that is counted as a yes vote. Email votes are different; you cannot assume if no one answers you cannot assume they are saying yes. If you get four votes, then you have approval.

Point of order called by Member at large. We have already discussed this and we need to move on.

(Secretary) Khov Trailer they are going to get back in touch with me. KHov thought it was already gone.

**Member at large** I thought you were going to talk about the ponds? President we have 5 infraction letters from the state. People are throwing their garbage over the fences of the pond. We have standing water; we have erosion issues. The current Lawn Care Service is checking into what it is going to take to fix. (President) I am hoping we can get the information prior to the next board meeting this needs to be handled.

I have given you a proposed calendar. I would like you to come back with information and deletions by the next board meeting.

(Vice President) there is a discrepancy between the bylaws and the CC&R's about late fee's. President I have not seen the conflict.

**Email Votes**

**Waiving Late fees for a homeowner.**

Motion to vote no for waiving fees. A majority of the board voted no. Homeowner notified of the no vote by the Treasurer

**Motion for Two Brothers Lawn Care to resolve the Pond Issue.**

Three emails were sent to the board for approval to enter into a contract(s) with Two Brothers Lawn Care to:

1. Purchase locks for the ponds. \$500.00 most of the ponds either have non-working locks or no locks.
2. Clean up retention ponds in order to respond to the violation notices that was received from the state.
3. Resolve erosion issue with the Ponds.

Motion made to use Two Brothers Lawn Care for the services. Seconded and unanimous vote yes

**NEXT MEETING**

The next regular board meeting The Pembroke Home Owners Association will be on February 21, 2017 at 6:00 p.m. at the Library.

**8. ADJOURN**

A motion was made by the Treasurer to adjourn the meeting at 7:41 p.m. Seconded, carried unanimously.

*Karen MacRae*

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Approved: Karen MacRae, Secretary  
Pembroke Homeowners Association