

**APPROVED MINUTES**  
**ULLPOA Regular Meeting Minutes**

**Saturday, December 19, 2020**

- I. **Call to order, roll call, Pledge of Allegiance** - Doug called the meeting to order at 9:02am.  
**Board members present** - Cheryl Wash, Toni Vella, Mary Sullivan, Beth Caudill, Scott Johnson, Mike Huber, Jon Arneson, & Doug Jones. **Absent** - Kim Rogers
  - **Welcome to visitors** - **9 members have also logged onto the Zoom part of the meeting as listen only.**
- II. **Approval of Agenda** - A motion to approve the agenda was made by Cheryl Wash, and was seconded by Jon Arneson. Cheryl asked to add 1 item for discussion, New Business Item i, discuss item G in the covenants. **A voice vote was taken, all board members in attendance voted to approve the December 19, 2020 agenda with the additional item.**
- III. **Member Comments** - There were no member comments.
- IV. **Approval of Minutes**
  - a. Cheryl Wash motioned to approve the November 2, 2020 Annual Meeting minutes as amended. This was seconded by Toni Vella. There was no discussion. **A voice vote was taken, all in attendance approved the November 2, 2020 Annual Meeting minutes.**
  - b. Cheryl Wash motioned to approve the November 21, 2020 Regular Meeting minutes. This was seconded by Beth Caudill. There was no discussion. A voice vote was taken, 7 board members approved the minutes, Mary Sullivan opposed. The motion to approve the November 21, 2020 minutes carries with 7 Ayes, 1 No.
- V. **Reports**
  - a. **Treasurer's Report** - Toni read her final treasurer's report (**Attachment A**)
    - 1) **Toni Vella motioned to approve the July 2020 Profit & Loss statements.** This was seconded by Cheryl Wash. Doug Jones pointed out that the balance sheets had some significant issues with previous accounting practices and some assets not being listed on the current fixed asset list or the depreciation schedules. Until that is approved we will only be approving the P&L's for each month. There was no other discussion. **A roll call vote was taken. Ayes - Cheryl Wash, Toni Vella, Beth Caudill, Scott Johnson, Mike Huber, Jon Arneson, Doug Jones. No - Mary Sullivan. (Ayes - 7 No - 1) The July 2020 P&L statement was approved.**
    - 2) **Toni motioned to approve the August 2020 Profit & Loss statements.** This was seconded by Cheryl Wash. There was no discussion. **A roll call vote was taken. Ayes - Cheryl Wash, Toni Vella, Beth Caudill, Scott Johnson, Mike Huber, Jon Arneson, Doug Jones. No - Mary Sullivan. (Ayes- 7 No-1) The August 2020 P&L statement was approved.**
    - 3) **Toni motioned to approve the September 2020, October 2020 & November 2020 Profit & Loss statements.** This was seconded by Jon Arneson. In a discussion Toni pointed out that the October 2020 P&L is inaccurate. It is corrected but the statement was not printed out, since the board does not have a hard copy of October, Mike suggested that we approve September 2020 & November 2020

P&L statement. **Toni motioned to revise her original motion to approve September 2020 & November 2020 P&L statements.** This motion was seconded by Jon Arneson. **A roll call vote was taken. Ayes - Cheryl Wash, Toni Vella, Beth Caudill, Scott Johnson, Mike Huber, Jon Arneson, Doug Jones. No - Mary Sullivan. (Ayes- 7 No-1) The September 2020 & November 2020 P&L Statement's were approved.**

- 4) Toni tabled the motion to approve the October 2020 P&L statements until the January meeting so that the board can see the changes made in the QB system.

#### 5) **Committee Reports**

- **Security** - Moving forward anyone holding an Estate sale will need to include mention of the 20 mph speed limit within the community, due to the speed of the cars coming into the community on the day of an approved estate sale. Security is also working on an announcement with regard to injured deer in the community due to RCD hunting.
- **Covenants, By-Laws, Rules & Regulations** - No report this month, but the committee is looking at the covenants to identify items to either add or remove with the goal on having something ready for the January board meeting. After the January meeting these updates would be made available for public review/comment via social media as well as copies available at the POA office. The committee is planning a deadline for the February meeting, so that the committee can consider any changes and present them to the board at the March meeting for a vote. This would be enough time to allow the proposed covenants to be mailed out in time for June voting.
- **ACC/ECC** - There was no report
- **Roads** - There was no report
- **Properties, Parks & Maintenance** - Shawn Parish assisted Scott with turning the water off at the gates. The leaning sign at the West gate will be addressed in the spring. Cheryl asked if the Rockford register newspaper metal box can be removed. Doug is working on getting maps replaced at the boxes at the gates.

#### b. **Special Committee Reports**

- **Social Committee** - Cheryl read her report (**Attachment B**)
- **Financial Review Committee** - No report, Toni is recommending to the board that this group continue.

### VI. **Unfinished Business**

- a. **Toni Vella motioned to approve proposed changes to the Officers section of the by laws pertaining to the role of the treasurer. Article VII section 5. This motion was seconded by Cheryl Wash.** Toni read her proposed changes (**Attachment C**) Toni also sent the board a justification to change the treasurer's responsibilities. (**Attachment D**) The discussion followed with Mike pointing out that the by-laws need to be general and less wordy. Mike proposed adding a line stating that certain duties of the treasurer be done by an employee of the association at the discretion of the treasurer. Cheryl agreed that the verbiage should not be too wordy and adding wording so that treasurer have the option to either do the functions or assign it to an employee of the association. Doug recommended to add the suggested verbiage for the treasurer's responsibilities and handle the financial review suggested changes with

the Covenants, By-Laws, R&R committee. Toni asked to withdraw her motion. Cheryl withdrew her second of the motion as well. **Mike motioned to change Article VII Section 5 pertaining to the role of the treasurer in the by-laws, to read as follows: “Certain accounting and financial duties of the treasurer may be performed by an employee of the association at the discretion of the treasurer.”** This motion was seconded by Scott Johnson. (Attachment E) Doug would like to form an ad-hoc committee to develop policies and procedures for the office manager/ association, asking that anyone interested in joining the committee contact him before the January meeting. Mike would also like to look further into changing the financial review part of the treasurers function. Scott would like to see that this is done by February. **A roll call vote was taken, Ayes - Jon Arneson, Scott Johnson, Mike Huber, Cheryl Wash, Doug Jones, Beth Caudill. No-Toni Vella, Absent-Mary Sullivan. (6-yes, 1-no, 1- absent) The motion to update this by-law change was approved.**

- b. **Doug provided an update on information for a new POA website.** He reported that there are several proposals and suggested that the new office manager be a part of this decision, as this person will be responsible for making updates to the website. We hope to have several proposals early in 2021.

## **VII. New Business**

- a. **Cheryl Wash motioned to approve a shed on an adjoining lot at 1111 Timber Trail (Attachment F)** The ACC/ECC recommends their approval. There was no discussion. **A roll call vote was taken. Yes, Cheryl Wash, Toni Vella, Beth Caudill, Scott Johnson, Mike Huber, Jon Arneson, Doug Jones. Absent - Mary Sullivan. The motion was approved with 7- yes & 1 absent. The shed permit for 1111 Timber Trail was approved.**
- b. We had 20 candidates apply through Indeed to fill the open office position. The group was narrowed down to 8 candidates, 6 were very qualified by some wanted more hours than we could allow. We had 3 standouts which led to 3 interviews. The interviews will be completed later today and we hope to have a candidate to present to the board after that is done. Doug asked Mike if we need to have a special meeting to hire the candidate selected. Mike felt comfortable that the board was given all of the candidates information and had the opportunity to speak about any of the persons selected. Therefore a motion to hire a new office manager can be put on the table. **Doug motioned to hire a new office manager after completing the third interview. This motion was seconded by Cheryl.** Based on the resumes submitted Doug asked the board if there were any questions, there were none. **A roll call vote was taken. Ayes-Jon Arneson, Mike Huber, Scott Johnson, Beth Caudill, Toni Vella, Cheryl Wash, Doug Jones. Absent- Mary Sullivan. (Ayes - 7, Absent-1). The approval to hire a new office manager after face to face interviews are completed was granted.**
- c. **Toni Vella motioned to include procedures relating to the disposition of member complaints. This was seconded by Cheryl Wash.** Toni had submitted a complaint which had not yet been addressed. Doug acknowledged this and will address Toni's issue appropriately. Toni withdrew her motion, and the second to that motion, made by Cheryl, was also withdrawn.

- d. Cheryl motioned to approve reimbursement for the newsletter layout to Beth Caudill at a rate of \$20/hr. This motion was seconded by Mike Huber. Ayes - Cheryl Wash, Toni Vella, Scott Johnson, Mike Huber, Doug Arneson. No - Jon Arneson, Abstentions - Beth Caudill. Absent - Mary Sullivan. (Ayes - 5, No - 1, Absent - 1, Abstentions - 1.) The board approved reimbursement at the rate of \$20/hr.
- e. **Cheryl - Discussion** to address leaf burning rules for the community, moving forward what is the best way to handle this? Doug asked Mike to review this rule with his committee so that it can be updated, Doug will also share some verbiage that he had found regarding this and will send it to Mike for reference. The rules do address burning in the community and state that if a burn pile is not tended it is a Class A violation and that the member will be fined. Members should also be cognizant of neighbors when burning leaves to be sure that a good distance away from the homes are maintained and to not burn on windy days.
- f. Scott questioned why the officers of the board are nominated in a closed session. He suggested that this be done at an open meeting. Mike stated that it was suggested by the association lawyer to keep this in an Executive Session because things may be shared that could be considered as slanderous in a public meeting when deciding if an elected board member is appropriate for one of the officer positions.
- g. **Scott - Discuss the need for electronic meetings in the future and requirement for all board members to seen visually by signing in on video.** The by-laws may need to be updated to incorporate the way board members attend electronic meetings. All board members should be visual at the meetings whenever possible. Doug also added that moving forward all board meetings should be broadcast somehow so that home bound members can attend remotely. Mike suggested the possibility of utilizing FB live for those unable to attend. The board will work on this moving into 2021. Meeting rules may have to be updated regarding recording of the meetings.
- h. **Set a date for the ES in early January to nominate officers and committee chairs.** Doug suggested the Tuesday, Wednesday or Thursday that first week of January be considered by the board. As much as we all would like to do this in person, it may have to be done via Zoom, due to COVID. All board members were asked to let Doug know their availability.
- i. **Cheryl - Item G in the covenants needs to be looked at with regard to making it easier for builders within the community.** Mike asked that Cheryl send her concerns and suggestions to him for presentation to his committee. Doug suggested that allowing builders to build a spec home to help promote the community is necessary. The committee is looking for suggestions as how to update the covenants for the community, all members are encouraged to submit suggestions to the Covenants, By-laws and Rules & Regulations committee for consideration.

**VIII. Announcements** - Merry Christmas & Happy New Year to all and thank you to all for working with the board, as this year has been a real challenge. The social club will be planning a meeting to look into planning activities and events for 2021, probably via Zoom. Thank you to Toni for her service to the board as treasurer, you did a great job, we all enjoyed working with you.

**IX. Cheryl Wash motioned to adjourn the meeting and was seconded by Toni Vella. The meeting was adjourned by Doug Jones at 10:38am**

**“Motions/Action Items from Board Meeting December 19, 2020”**

- ⇒Action Item - Anyone that would like to be part of the Ad-hoc committee to work on policies and procedures manual for the association send Doug a note before the January meeting.**
- ⇒Action Item - Cheryl will check to see if the Rockford register is ever filled.**
- ⇒Action Item - Mike will bring suggested by-laws changes to the Covenants, by-laws, R&R committee having these items ready for the board at the February meeting.**
- ⇒Action Item - Provide the board with received proposals for the new POA website.**
- ⇒Action Item - All board members send a note to Doug to let him know availability for the ES to nominate the new set of officers.**

**Submitted by:**

\_\_\_\_\_ Dated \_\_\_\_/\_\_\_\_/\_\_\_\_  
**Cheryl A Wash, Board Secretary**