

Minutes
MPMA Board Meeting
August 6, 2012 6:30 pm Allan Fisher's home

Attendees: Allan Fisher (Chair), Don Coleman (by phone), Doug Botimer, Steve Haynal, Gregg Irland, David Shannon, Nancy Nichols (by phone)

Allan Fisher explained that Don was called out of town and Greg Irland requested that Allan chair the meeting.

The meeting was called to order. A quorum was established and the agenda was accepted by unanimous consent.

Business:

The minutes of the June 4, 2012 meeting were reviewed and accepted by motion and unanimous vote. The Treasurer's reported was reviewed and accepted by motion and unanimous vote.

Visitors Comments:

Susan Tarver noted that there is no electrical power in the gazebo. If power could be added, it would allow more options for social functions and possibly a display of Christmas lights. Susan and Tom Elstrom are willing to make a donation to pay for the costs. David Shannon suggested surveying the 13 adjacent neighbors about this idea, and Susan agreed to do so. Susan will also get pricing and more information on the construction details involved. The refined proposal will be placed on the next board meeting agenda.

Committee Reports:

Gazebo benches – Allan Fisher expressed appreciation to Doug Botimer for designing the benches and to Neil McGinnis for volunteering his labor to construct them. It was unanimously approved to send a \$50 Home Depot gift certificate to Neil with a letter of appreciation from Don Coleman.

Roads – Don Coleman shared an estimate dated 4/11/2012 from Klicker Enterprises to apply emulsified asphalt sealer to the roads in Phases I and II, including Garrison Village Way in Phase I. The estimate totaled \$7965.79. The roads date back to 1997 and have been sealed once since then. Don Coleman will verify the square footage involved and obtain a formal bid. If the work is done this summer, Doug Botimer advised that the work should be done not later than September 30. The bid will be presented at the upcoming budget committee meeting.

Bridges – Don Coleman reported that Andrew Eaton was nearly finished with the west end bridge. The deck is held in place by gravity and several securing attachments outside the beams. This removes the need to place screws into the top of the beams. It is estimated that the new design should last twice as long as the original.

Grounds/Trees – Don Coleman noted that a volunteer is needed as a grounds contract supervisor. Weeding and tree pruning, which are included in flat rate landscape maintenance contracts, have fallen behind schedule this summer. Don suggested that the work be removed from the general contracts, and be done by another provider or by hired individuals. The proposal will be discussed further at the upcoming budget committee meeting.

Storm Drains – Don Coleman reported that a volunteer is still needed to see that the storm drains are cleaned on a periodic basis (every two to three years). Allan Fisher will attempt to recruit a volunteer directly, since no one has yet responded to the website notice.

Annual Meeting – Steve Haynal proposed two dates for the annual meeting: November 18 and December 2. The date of December 2 was unanimously approved. The meeting will start at 2:00 pm December 2, 2012 and will be held at the Lions Club meeting hall at Lions Park in College Place. Steve will be responsible for renting the meeting facility and preparing the ballot. Nancy Nichols will arrange for the refreshments. An additional budget of approximately \$500 for the rental of the hall and refreshments for this meeting was authorized. Steve proposed that all materials be sent to him by October 14 so they can be duplicated and mailed by October 28.

Budget Committee Meeting – The date of August 27, 2012, was set for the budget committee to meet. The committee, consisting of available board members, will prepare a budget recommendation for 2013, to be considered at the next board meeting. As part of the budget preparation, the most recent reserve study recommendation for funding of the replacement reserve will be discussed. Interested VGC members are invited to attend. The meeting will be at 6:00 pm at the Lions Club meeting hall at Lions Park in College Place.

New Business:

Annual Budget-Washington law – unanimously agreed to table this item and refer it to the August 27 budget committee meeting.

Hiring of workers by VGC – unanimously agreed to table this item until the next board meeting.

Unfinished Business:

Audit Report – Jim Hall reported that the information requested by the audit firm for the 2011 financial audit was sent on July 30, 2012, and that the audit process should begin shortly.

2013 Contract renewals (Smith Brothers, Diamond Cut) – unanimously agreed to table this item until the August 27 budget committee meeting.

2013 Budget (Reserve Study) – unanimously agreed to table this item and refer it to the August 27 meeting of the budget committee.

Collection of Delinquent Dues – David Shannon brought the recommendation that a Village with properly adopted bylaws could proceed with collection of their delinquent dues. Other Villages could contract with the Master Association to collect dues on behalf of the Village. No action was taken on this item.

Document Review Committee – David Shannon placed the following motion before the board:

“David Shannon moves that Board of Directors place on the agenda for the 2012 Annual meeting the following recommendation to amend the Master Association Bylaws, and Declarations and Covenants which in concept, (subject to drafting would include)

1. Allowance of Special Membership meetings which may be called by the President, majority of the Board members or by petition of 10% of owners
2. Except for Developer Board members, Board membership is limited to owners and residents of Villages of Garrison Creek
3. Notice of special owner meetings shall be given at least 14 days and not more than 60 days in advance
4. Except for Developer Board members, Board members shall be elected by the owners as a whole at the annual meeting, but all Village Presidents shall be non-voting members of the Board and shall receive all materials, provided to Board members. A quorum of the Board shall be four voting members.
5. Board member terms shall be two years and terms shall be staggered.
6. Notice of Board meetings, including telephonic meetings shall be posted on the web site.
7. Developer votes shall be limited to those lots which have been approved for development by the City of College Place.
8. Developer shall only have a veto of Board or Owner actions which would change the ratio of the number of Developer Board members to Owner Board members.
9. Prior to any enforcement action, the offending owner shall be informed in writing and the owner may be heard before the Board or a committee appointed by the Board.
10. The Board of Directors shall have a Budget and Finance Committee, Long Range Planning Committee, Common Area Committee, Bylaws/Legal/Insurance Committee. Non Board members may be on the committees.
11. Executive Session of the Board shall be limited to personnel matters, legal matters and potential litigation.
12. A Village with properly adopted bylaws may contract with the Master Association to collect delinquent dues.
13. Architectural Review Committee will present proposed land use changes to the Board for comment prior to adoption."

Comments from several board members indicated that there was simply not enough information presented in a way that made the proposals understandable, how they differed from the current documents, or how they would improve the current governing structure.

It was further pointed out that the process that had been agreed to and recorded in the June 4, 2012 minutes had not been followed: "It was asked that we (David Shannon) present the changes suggested in clear bullet points beside the current status of the point followed by the reason the change is needed.

He agreed to do this and provide the information well ahead of the next board meeting." (*Quoted from the approved minutes of June 4, 2012*)

Question was called on the motion. The vote was as follows:

In Favor – David Shannon. Opposed – Don Coleman, Gregg Irland, Allan Fisher, Steve Haynal, Nancy Nichols, Doug Botimer.

Insurance – The new policy declarations have not yet been received.

Amendment of Annual Meeting Minutes – It was agreed that results of the supplemental mail-in ballot authorized at the January 2012 annual meeting be included as an addendum to the annual meeting minutes.

Ponds-Spare Pump – It was unanimously agreed to table this item and refer it to the August 27 meeting of the budget committee.

VGC Social events – The board accepted Nancy Nichol's offer to organize a social event on September 9 and approved \$200 in support of the event. Notice of the event will be posted on the web and included in the Villages' monthly statements.

Adjourned around 8:30 pm.

Respectfully Submitted

Allan Fisher, Secretary/Treasurer