

Brentwood Hills Meeting Minutes January 17, 2022

Meeting was called to order by Ron Goeddaeus at 7:00 p.m.

Present:

Ron Goeddaeus

Regina Meredith

Genise Crockett

Olin Barnett

Charlie Leo

Adrienne Vining

Debra Wilson

Douglas Lee, LCAM

Chris Crain, LCAM

Charles Evans Glausier, Esquire

Notice was posted in accordance with the Association's Bylaws and Florida law.

Ms. Meredith moved to waive the reading of the minutes and approve the Board meeting minutes for December 20, 2021. The motion was seconded by Mr. Goeddaeus. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett and Ms. Wilson voted in favor of the motion. Mr. Leo, Ms. Vining and Mr. Barnett voted against the motion. The motion carried.

Messrs. Lee and Crain presented the Management Report. Ms. Crockett presented the Treasurer's Report.

Ms. Crockett moved that the Board direct Wise Property Management to solicit bids for a one-year deep-dive audit of the Association's financials. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett and Ms. Wilson voted in favor of the motion. Mr. Leo, Ms. Vining and Mr. Barnett voted against the motion. The motion carried.

Ms. Crockett moved to re-appoint the ACC Committee, comprised of Ilene Schwartz-Chair Sharon Snyder Charlie Leo Brian Shrader. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Mr. Glausier presented his proposal regarding the scheduling of the annual meeting and elections. He proposed that the first notice of annual meeting be mailed by January 20, 2022, that candidate nominations be due on February 9, 2022, that candidate information sheets be due on February 14, 2022, and that the second notice of annual meeting be mailed by February 18, 2022. Mr. Glausier also presented his proposed First Notice of Annual Meeting package for mailing. Mr. Goeddaeus moved to accept the proposed annual meeting and election schedule, as presented by Mr. Glausier. The motion was seconded by Ms. Crockett. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Mr. Glausier presented his recommendation that the Association's legal matters be consolidated into one law firm. Ms. Crockett moved to table the issue to the next Board meeting. The motion was seconded by Mr. Goeddaeus. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Mr. Glausier presented the proposed Amendments to the Amended and Restated Bylaws of the Association, lowering the quorum requirement for membership meetings, lowering the number of directors

to seven, and adding a provision governing competitive bidding for Association contracts for products and services.

Ms. Vining moved that the proposed Amendment adding Article VII, Section 4 to the Amended and Restated Bylaws of the Association be revised to apply to any contract for products or services which requires payment by the Association of \$5,000 or more. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Ms. Vining moved that the proposed Amendment adding Article VII, Section 4 to the Amended and Restated Bylaws of the Association be revised to clarify that the Board may also require competitive bidding for contracts for attorney and/or community association manager. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Ms. Vining moved that the proposed Amendment to Article IV, Section 1 of the Amended and Restated Bylaws of the Association be revised to provide for 3 directors in Class 1 and 1 director in Class 2. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Ms. Vining moved that the proposed Amendments to Article III, Section 4, Article IV, Section 1, Article V, Section 2, and Article VII, Section 4 of the Amended and Restated Bylaws of the Association be approved for mailing (except as amended by the previous motions) to the members of the Association, and placed on the agenda of the next Board meeting for adoption. The motion was seconded by Ms. Crockett. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

Mr. Glausier presented a number of management transition issues, notably with the taking down of the Association's website and the cancellation of auto-debits with the Association's bank. Ms. Crockett moved that Mr. Glausier make demand upon McNeil Management for the return of the website and all materials previously displayed on the website. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett and Ms. Wilson voted in favor of the motion. Mr. Leo, Ms. Vining and Mr. Barnett voted against the motion. The motion carried.

Mr. Glausier presented the status of the pending insurance claim. Mr. Crain stated that he has solicited new landscaping contract bids, so the Board did not need to address ongoing contractual issues with the Association's current landscaping vendor. Mr. Crain also stated that he would gather the necessary documents to evaluate the manufacturer warranty claim for the installed fencing, and the surface issues for the basketball court.

Ms. Crockett moved that the Board direct Wise Property Management to solicit 3 bids for necessary fence repairs and replacements. The motion was seconded by Mr. Goeddaeus. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett, Mr. Leo, Ms. Vining and Ms. Wilson voted in favor of the motion. Mr. Barnett voted against the motion. The motion carried.

The Board discussed the issues with various social media pages. Ms. Crockett moved that the Association's Facebook page be taken down once the Association's website has been reinstated. The motion was seconded by Ms. Meredith. Mr. Goeddaeus, Ms. Meredith, Ms. Crockett and Ms. Wilson voted in favor of the motion. Mr. Leo, Ms. Vining and Mr. Barnett voted against the motion. The motion carried.

The Board received the comments from the members present at the meeting.

All future Board meetings will be held via Zoom rather than in person.

Ms. Meredith moved to adjourn the meeting. The motion was seconded by Ms. Wilson, and carried unanimously.

Meeting adjourned at 9:15 p.m.