

BRENTWOOD HILLS

HOMEOWNERS' ASSOCIATION, INC.

Board of Directors – Special Meeting

March 29, 2022

Meeting Minutes

1. Call to Order – Certifying of Quorum

The meeting was called to order by Denise Stearns, President at 7:00 o'clock PM. Roll call of directors, Denise Stearns, Ed Campbell, Adrienne Vining, and Charlie Leo were present, so a quorum was established. Chris Crain represented WISE Management. Timely meeting notice and agenda was given via US postal system to all homeowners and arrived on March 26, 2022.

2. Approval of Minutes

On Motion: Duly made by Adrienne Vining, second by Ed Campbell and carried 3 in favor and 1 abstained (Denise Stearns).

Resolve: To waive reading and approve February 21, 2022, minutes as presented.

3. Management Reports

4. Board Officers & Committee Reports

5. Unfinished Business

a. Continuation of the Organizational Meeting March 21, 2022.

On Motion: Duly made by Ed Campbell, second by Adrienne Vining and carried unanimously.

Resolve: To elect Denise Stearns as President.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To elect Adrienne Vining as Vice President.

On Motion: Duly made by Charlie Leo, second by Adrienne Vining and carried unanimously.

Resolve: To elect Ed Campbell as Treasurer.

On Motion: Duly made by Ed Campbell, second by Adrienne Vining and carried unanimously.

Resolve: To elect Charlie Leo as Secretary.

Discussion was had by the BOD and other Officers and Liaisons were assigned to positions.

Chris Crain stated that 3 directors, Ron Goeddaeus, Regina Meredith, and Genise Crockett submitted their resignation letters.

On Motion: Duly made by Adrienne Vining, second by Charlie Leo and carried unanimously.

Resolve: To accept the 3 BOD resignation letters.

6. New Business

MRTA: A discussion was had as to why MRTA needed to be reviewed annually.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried unanimously.

Resolve: To allow management to review our documents and indicate if anything needs to be recorded.

Pool Issues: A discussion was had as to what vendor to be used for BH HOA Pool Services. To select Aqua Sentry or continue with Sav-A-Buc. Denise mentioned that if Sav-A-Buc was selected, that a contract would be negotiated in the future. It was also discussed the several pool repairs that needed to be addressed.

On Motion: To Accept the proposal from Aqua Sentry. No Motion. Motion Failed.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried unanimously.

Resolve: To retain Sav-A-Buc as BH HOA Pool Contractor.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: To approve Sav-A-Buc pool repair estimate #1769 with a cap set at \$4600 utilizing reserve funding.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: To approve Sav-A-Buc pool repair estimates #1805 & #1827 with a cap set at \$850 utilizing operating pool repair budget line.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: To approve Sav-A-Buc invoices #38572 & #38571 utilizing operating pool maintenance/repair budget line.

Expenditure Protocols: A discussion was had that in the absence of the Purchasing Policy, the BOD needs a process to approve emergencies without having to obtain a quorum at a meeting on a moment's notice.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried unanimously.

Resolve: To approve Purchasing Policy #2 Emergencies to allow 3 officers to deem an emergency up to \$7500.

Fire Violations: A discussion was had that after meeting with the fire marshal, there were some remaining items that needed to be addressed to have the violation signed off on. Denise stated that being that another fire extinguisher was needed, it would make sense to have the annual inspection done at the same time so all the extinguishers would have the same recharge date going forward.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To approve repairing remaining fire violations using PP# 2 Emergency authorization as repairs are made.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried unanimously.

Resolve: To approve Annual Fire Inspection be moved from previously approved month of June to April, starting in 2022 and continuing each year unless changed by BOD vote, utilizing operating contingency budget line.

Insurance Renewal: A discussion was had that some of BH HOA insurance will expire April 30. With the change of BOD and lack of information and time, it was discussed that the BOD considers approving renewals now and shop later as not to allow the insurance to lapse.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To approve renewal of any insurance that may expire by April 30, 2022.

Legal Services: Adrienne explained that previous members of the BOD had stopped collections without a BOD vote. She explained how this effects the community. Tankel Law Firm was directed to start the collection process again.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried unanimously.

Resolve: To move ahead with the settlement offer to McNeil Management company to obtain the web domain name with an offer to waive all claims against McNeil.

Crepe Myrtle Tree Trimming Proposals: A discussion was had that the Crepe Myrtle trees have not been trimmed in several years. The BOD received 2 written estimates from Yellowstone and Nature Coast.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: To approve the trimming of the Crepe Myrtles by Yellowstone up to \$5250 Utilizing the operating Landscape Extras budget line.

Gate Repairs: Estimate was placed on the agenda by Regina. Because of lack of information and her absence, the item was tabled.

Future Board Meetings, (zoom/in-person): A discussion was had that there are members and BOD members that prefer the meetings to be in person and on zoom. The BOD discussed with WISE if in person with zoom could be done. Chris stated they it should be possible but may take some time to perfect. It was also discussed the BH HOA bylaws state you need to have a location. The business meaning of a location is: the location of the corporation where it carries out activities with customers. The address in which we are registered with the state should be the location. When the previous BOD voted to change to all zoom, there was no legal opinion obtained to whether the BOD could do this outside emergency powers per the bylaws.

On Motion: Duly made by Adrienne Vining, second by Denise Stearns and carried

unanimously.

Resolve: To approve all BOD meetings in person with zoom.

Change in agenda order: Denise explained that because of the extent of the Irrigation Repairs agenda item, the Bod should consider moving it down to the end of the agenda list.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: Reposition agenda item "Irrigation Repairs" to the end of the agenda.

Board Keys: A discussion was had that all Bod members have the same authorities. Therefore, all BOD members should be able to obtain or have access to all the keys that they want or need. If something arises with a BOD member that warrants loss of privileges, it will be brought before the BOD for a vote to revoke privileges.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To allow all board members to always have access to HOA keys and copies. Privileges will be terminated only by a BOD vote. Keys must be logged in the office.

Pool Parties: Denise explained that the old schedule of multiple parties seemed to be too much and the new way is too few. She stated that the BOD should consider increasing the pool parties to have staff discretion to add one more for each time slot available according to the party reservation forms. She also discussed that same day reservations should be allowed in the event there are no other parties booked.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried 3 in favor and 1 opposed (Adrienne Vining).

Resolve: To allow one party per time slot with an additional party being held at staff/board member discretion according to party reservation sheets. Same day reservations will be allowed.

Pool/Staff Hours for April: Denise presented a spreadsheet with proposed pool/staff hours for April. They were constructed last year based on usage and daylight etc. and will be within budget. The schedule was already confirmed with VISTA on their availability. The cost was shared with the BOD.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To approve April pool/staff hours as follows effective April 3, 2022: Pool Hours: Sun–Thurs 8am- 8pm, Fri & Sat. 8am – 9pm. Staff Hours: Sun – Thurs. 12 pm – 8 pm, Fri & Sat 12pm – 9pm.

Social Committee – Easter Proposal: Danielle Near presented what the Social Committee would like to do April 9 for the HOA Easter Egg Hunt event. The Social committee asked for an event budget up to \$500.

On Motion: Duly made by Denise Stearns, second by Charlie Leo and carried unanimously.

Resolve: To approve up to \$500 to the Social Committee for the Easter Egg Hunt event.

Fence Replacement: Denise explained that fence replacement and maintenance are treated differently when it comes to funding. The BOD has no authority to approve an estimate of \$60,000 to replace the wooden fence with PVC fence. It must be treated as a new item because it has not been determined who owns the wooden fence within the HOA easements. Such approval must adhere to the HOA covenants.

On Motion: No motion made to replace all the wooden fence with PVC fence. Motion failed.

There was further discussion on whether all the remaining wooden fence should be maintained by BH HOA. It was discussed that the BOD did not have ample information to determine. Stating that because owner had discarded the fallen fence, it has to be treated as a replacement not maintenance.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To table the wooden fence maintenance until the board can further research where all the wooden fence is in reference to HOA easements.

Irrigation Repairs:

- a. **Yellowstone invoice for irrigation inspection:** A discussion was had pertaining to the HOA irrigation system. The irrigation inspection/repairs were included in Yellowstone's landscaping contract to begin on April 1, 2022. A few previous board members instructed Yellowstone to perform in irrigation inspection prior to the start date without a BOD vote resulting in an invoice for \$1200. The irrigation report that was submitted to the board was not clear.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried unanimously.

Resolve: Table to pay the invoice to Yellowstone until the inspection report was clarified.

- b. **Irrigation Contractor:** After reviewing the expense for Yellowstone to perform a complete inspection on the irrigation system and considering the price of the estimates given to the board for some repairs found, the board discussed revising Yellowstone's contract to omit irrigation services and reinstate Second Irrigation's original contract. Second Irrigation had resigned because previous board members continually held payment for work done.

On Motion: Duly made by Adrienne Vining, second by Ed Campbell and carried unanimously.

Resolve: To accept Yellowstone's revised contract removing irrigation services and edit with 60-day termination without cause provision.

On Motion: Duly made by Denise Stearns, second by Ed Campbell and carried unanimously.

Resolve: To reinstate Second Irrigation's contract to commence for April services. Terms being that within 120 days to provide a completed zone map as previously approved and monthly inspections will be in written form.

7. Adjournment: The next board meeting is scheduled for April 18, 2022.

On Motion: Duly made by Denise Stearns, second by Adrienne Vining and carried

unanimously.

Resolve: To adjourn meeting at 9:24 pm.

BH HOA Secretary

Date