

MEADOWS SOUTH ASSOCIATION, INC.

March 16, 2023

A Corporation Not-for-Profit
Meadows South – Unit 1305-F

President Katherine Call called the meeting to order at 7:00 pm. All stood for the Pledge of Allegiance.

ROLL CALL: Present: Katherine Call, Melissa Brandon, Jackie Higgins, Linda Heppler, Kathy Kennedy, Lisa Brague, Susan Seger. Quorum confirmed.

Guests: Homeowners: Joe Doyle, Robert Stuck, Greg Peel, Yvonne Duengel, Patricia Nickerson, Elaine Humphrey; Non-owner – Clayton Humphrey

SECRETARY'S REPORT: Secretary asked Board if there were any additions, deletions, or corrections to February 16, 2023 Minutes. Linda Heppler made motion to accept Minutes. Lisa Brague seconded motion. Motion carried unanimously by all members of the Board of Directors.

TREASURER'S REPORT: Financial Reports were included in the file folders President made for each Board Member and distributed to the Board for the month of February 2023. General review of the following reports: Aging Report, Balance Sheet and Profit and Loss Report. President stated that she sent letters to those owners whose accounts are over 91 days behind. President reviewed the Balance Sheet, covering the different accounts and their balances. Total Liabilities and Equity equal \$130,736.00. President then went over the Profit and Loss statement, line item by line item. Balance reflects a net income of -\$861.74

Elaine Humphrey asked when the Financials and Minutes will be posted on the HOA website. Secretary explained that monthly Minutes and Financial Reports will always be posted the month they are approved and become "official" records. In most cases, they will be posted one month behind the current month. In other words, February's Minutes and Financial Reports are approved at the March BOD meeting. Once they are approved, they will be posted.

Jackie Higgins made a motion to accept Treasurer's Report. Kathy Kennedy seconded motion. Motion carried unanimously by all members of the Board of Directors.

PRESIDENT'S REPORT: President stated that the primary purpose of this meeting was to get the final determination on who's going to take over the open positions of President and Acting Treasurer due to her moving out of state and who will be responsible for outstanding current projects. Other than two brief items under New Business to be covered by the Secretary, the Board will not be covering any New Business at this March 16th Board Meeting.

Let the record reflect that Melissa Brandon, Vice President, stated that she does not want to be considered for the President's position. Melissa desires to stay on as the Vice President.

President asked for volunteers from the Board of Directors for the position of President. Only one person volunteered and that was Susan Seger. After giving a brief bio on her background, the Board voted by show of hands. **Susan Seger was unanimously voted in and approved for President by the Board of Directors.**

President asked for volunteers from the Board of Directors for the position of Acting Treasurer. Only one person volunteered and that was Kathy Kennedy. After giving a brief bio on her background, the Board voted by a show of hands. **Kathy Kennedy was unanimously voted in and approved for Acting Treasurer by the Board of Directors.**

Let the record reflect that training will take place over the next two (2) weeks. **Community Credit Union account will need to be changed to reflect new signers (Officers: President and Treasurer) and pertinent information for contact and correspondence between parties effective as soon as the parties go to the Credit Union (March 2023) and make the official changes. Katherine Call and Jackie Higgins will be removed from the Community Credit Union account. The two (2) new authorized signers will be President Susan Seger and Acting Treasurer Kathy Kennedy.**

OLD BUSINESS:

Spectrum Cable Contract – President reported that each member on the Board of Directors has individually signed the letter that is being sent to Spectrum and Spectrum Legal, using the verbiage and counsel that Clayton and McCulloh provided. President stated that she will be taking the letter to the Post Office and sending the letter certified, return receipt requested. A request was made by Clayton Humphrey (non-homeowner) to explain the whole Spectrum situation over again starting at Ground Zero. Elaine Humphrey (homeowner) got involved in the discussion and started asking questions about what Spectrum is saying to us about the issues we are trying to resolve, which is basically that Spectrum is not honoring the rates we agreed upon. President attempted to explain that this issue was discussed at length at the January 21, 2023 Annual Homeowners Meeting and again an update was given at the February 16, 2023 BOD meeting. Both Clayton and Elaine Humphrey attended both of these meetings. President reiterated that the Board is following our attorneys advice and we do not need to go over this whole issue again. Clayton asked President if we are paying the monthly bill and President affirmed that we are. Both the Humphreys confronted the President and wanted to know “why” the bill was being paid. Elaine Humphrey had concerns that the Board was not handling the situation correctly and should not be paying the monthly bill if it is even “one dime” over what we originally contracted for. The discussion became very heated. President stated that the Board is trying to resolve the issue the way our attorneys instructed and if we didn’t pay the bill, everyone’s cable would be cut off. She was trying to prevent that from happening. Let the record reflect that voices were raised and the meeting evolved into a “back and forth” shouting match, on all sides. President said that she has been dealing with this matter for 7 months and is attempting, in a transparent effort, to resolve this issue in a business-like and sound manner, without disrupting the cable service of the homeowners by following the counsel of our attorneys. The President again stated that she is handling this situation through the proper, legal channels and hopefully we will be able to recoup any overage of funds from Spectrum when this issue is resolved. The Humphreys left the meeting and the discussion was ended.

For the record, let it be noted that disrespectful behavior (shouting, name-calling, etc.) will not be tolerated at any HOA meetings in the future by any person (whether it is a Board Member or a homeowner or resident).

Status of Non-Compliance Letters – President gave Secretary and applicable Directors copies of any non-compliance letters that were done while Secretary has been on medical absence. Updated spreadsheets were included in the folders that were distributed to each board member.

HOA Website – Vice President stated that the HOA website is up and running.

IRC Retaining Wall – Jackie Higgins made a motion to rescind last month's motion to contact Code Enforcement on Indian River Methodist Church and instead write a letter to the Pastor of the church and the Board of Directors, as applicable, and explain the problem of the crumbling retaining wall causing erosion in some of our homeowners backyards. In the letter, we can express our concern and ask the Pastor how they would like to proceed in repairing the wall. Kathy Kennedy seconded the motion. Motion carried unanimously by the Board of Directors. President will write letter to Pastor and Board of Directors at IRC Church and Kathy Kennedy volunteered to take the letter to the Secretary at IRC because she knows her and they have a friendly relationship.

Status of Entrance Signs – On hold until April BOD meeting.

Status on Parking Pad Markings – This project is just a matter of Kevin setting a schedule for donating his time to complete this project. Will address this project at the April BOD meeting.

Status on Wooden Structures Around Dumpsters – President has discussed this project with Kevin and it is on hold until April BOD meeting.

Follow-up on Security Cameras at 4 Dumpster Sites – This project was nixed due to lack of interest at January 21, 2023 Annual Homeowners Meeting.

Transfer Bank Account – Officers will take care of requirements to change check signers and credit union-related information.

Transfer of all HOA property, equipment, supplies, keys, etc. – President will turn over all of the HOA property, equipment, supplies, keys, etc., to the Incoming President, Susan Seger, within the next few weeks during the training period.

Transfer of all Files (digital and hard copies), contracts – President will turn over all the files and contracts (digital and hard copies) to the Incoming President, Susan Seger, within the next few weeks during the training period.

HOA Phone Hotline – Board agreed that no HOA (Consumer Cellular) phone hotline was required in the future. Directors and officers will make their numbers and emails available to the owners of their assigned buildings. The phone bill was in Katherine Call's name because she received an AARP discount, but the monthly bill was paid by the HOA. Katherine will have the phone disconnected. If a final bill should come in, the HOA should pay it as this was a business phone only.

Susan Seger made a motion to accept Old Business. Melissa Brandon seconded motion. Motion carried unanimously by the Board of Directors.

NEW BUSINESS:

Discussion of Rental Cap – Meadows South HOA – Secretary, Jackie Higgins, gave brief presentation on the governing documents, specifically the difference between the By-laws, Deed Restrictions, and the Articles of Incorporation. She specifically addressed the Articles of Incorporation, sometimes referred to as the Covenant,

and what is required if Articles were ever presented to homeowners for consideration of amending any part of the Covenant. Bottom line: to change a Covenant (founding document when Meadows South was built in 1982) would require a majority vote of entire HOA (157 owners). Our attorneys advised against it stating that it would be "nil to impossible" to get 79 homeowners to approve a rental cap in our community, especially in light that currently we have 56 rentals (36% of our total population). In the past, attorneys advised Officers that enforcing the By-laws and governing documents would be more effective in meeting our goals of keeping property values up and the Meadows South community a desirable and nice place to live.

Reminder to Advise Attorneys of Recent Changes – Secretary brought up the importance of advising Attorneys of BOD position changes; Advise Attorneys to incorporate two (2) recent approved By-law amendments (architectural roofs permitted – January 2021 Annual Homeowners Meeting and bringing units into compliance when upgrading or repairing – January 2023 Annual Homeowners Meeting). Secretary stated that this issue must be taken care of before our current President leaves, so that our By-laws are inclusive of all approved amendments and recorded with the Court. President (Katherine Call) stated that she will take care of this issue with our attorneys before she leaves in April.

Katherine Call made a motion to accept New Business. Linda Heppler seconded motion. Motion carried unanimously by the Board of Directors.

CORRESPONDENCE: N/A

ADJOURNMENT: Kathy Kennedy made motion to adjourn meeting. Katherine Call seconded motion. Motion carried by unanimous vote by Board of Directors. Meeting adjourned at 7:35 pm.



Jackie Higgins, Secretary
Meadows South HOA