

**Call to Order & Introductions** The meeting was called to order at 7:05pm by Director Scott Kingsford with 25 attendees present via Zoom. All Directors were present as were Tisha Goodman, Gil Pierce and Melissa Owens of Rockwood Property Management (RPM).

#### OLD BUSINESS

**2021 Annual Meeting Minutes** Having established quorum, the Board motioned, seconded and approved the draft 2021 Annual Meeting Minutes for member review. (Karen/Eugene, unopposed)

**Budget Ratification** As a follow up to the recent budget ratification, which took place at the 2021 Annual Meeting, 99 ballots were submitted in opposition to the proposed 2022 Budget. Unless 51% of the members, or 437 lots, reject the budget it is considered ratified. This outcome is reflected in the draft minutes (approved above) that will be posted to the website shortly.

**Pumphouse Park Slide Update** Marsha followed up on the Pumphouse Park slide replacement that's been delayed by supply chain interruptions; the slide has been installed and is open for use. The Board thanks the Members for their patience, understanding and additional safety measures during the repair process.

#### NEW BUSINESS

**Meeting Format** Tisha continues to investigate possible solutions to establish a suitable meeting format. We are considering a hybrid style where members can attend a meeting location at which others may be present by Zoom (or similar platform) and broadcast on a screen so everyone can see, hear and be heard at the same time.

During Zoom Meetings, RPM will monitor the chat and relay questions to the Board for response during the homeowner forum portion of the meeting or at a later date, whichever is more appropriate in each situation. Members can submit their comments directly to the Board via the chat, which is preserved for Board reference at the conclusion of the meeting.

**Code of Ethics** The Board is considering the benefits of adopting a Code of Ethics that will help define and guide expectations of director conduct and decorum. Discussion resolved with the Board's intent to draft and implement such a policy at its earliest opportunity. RPM will provide a Code of Ethics adapted from CAI for the Board's consideration.

Karen spoke with Jim Frank today and reports the resolution of her outstanding questions and concerns about Board policies, procedures.

**Director Appointment** David is vacating his seat at the end of the year and as such, the Board is considering a replacement to serve the end of his term. Candidates who previously submitted their interest in serving on the Board were contacted and asked if they were still interested in being serving. Each director received candidate biographies in advance of the

meeting tonight from interested members. Scott called the question, the outcome being Marsha's appointment to the Board pursuant to the following votes:

- Karen nominates Steve Bradasich to fill the vacant director position and to serve as treasurer.
- Rod agrees with Karen on having someone new.
- Eugene votes for Marsha
- David votes for Marsha so that she may continue with the projects underway and assist with the management transition.
- Jacob praises each of the candidates for the unique qualities they would bring to the Board but with only one vacancy, he submits his vote for Marsha.

Directors Scott and Marsha thanked outgoing Directors David and Jacob for their service to the Board and the community.

**Assignment of Officers** Scott opened the discussion for 2022 Officer Positions. Gil stepped in to assist with the nominating process. The 5 Directors that will serve in 2022 appointed officer positions as follows:

- Karen nominated herself for president, no second. Eugene motioned and Marsha seconded a nomination for Scott to serve as President. Rod votes in favor to confirm Scott as president. Scott agreed to serve as president for one more year.
- Rod was nominated to serve as VP, motioned by Marsha, seconded by Karen, and confirmed by Eugene.
- Scott nominated Marsha for Treasurer, which was seconded by Eugene and confirmed by Karen. Marsha accepts the nomination and will serve as Treasurer in 2022.
- Eugene was nominated by Marsha to serve as Secretary, the motion was seconded by Karen and confirmed by David. Eugene accepts the officer position, which concludes the officer assignments for the coming year.

## Homeowner Forum

- 1) Homeowners that own more than one property in MeadowWood HOA (or any other property managed by RPM) will need assistance registering for the Portal. Contact RPM through the website for help with this or any other matter related to your account with the HOA.
- 2) With the transition to RPM, we have expanded the Management Tab at [www.meadowwoodhoa.com](http://www.meadowwoodhoa.com) to include self-service options for updating your owner profile or contact preferences and reporting CCR violations. An online ACC request form is forthcoming. Take a tour to familiarize yourself with these new online resources and information related to the management transition and payment remittance. Violation reports are kept confidential but do require the reporting member's name and contact information to verify membership.
- 3) A question was raised regarding RPM's staffing structure and what preparations were made in order to satisfy the terms of its contract with the HOA. Gil Pierce is the Community Manager, who interfaces primarily with vendors and the Board. Melissa Owens is the

December 1, 2021 @ 7pm via Zoom

## Board of Directors Meeting Minutes



Association Admin that provides record management and homeowner assistance with assessments, Portal and owner profile preferences. Vaughn Dieter and Dori Bush primarily work in the field providing enforcement and maintenance support. Most management companies employ the portfolio management structure in which one person handles all aspects of the Association's operations but our team is robust and diversified so that we can provide the highest level of service in each aspect of our contract fulfillment.

- 4) Again, the question was raised as to the Board's authority to reduce the number of Directors that serve on the Board. CC&R Article 2.6 "Voting Requirements" prohibits any change to the relative voting powers or the rights and/or obligations of members based on class of membership. This prohibition protects both the member's and the Declarant's voting power from being reduced or otherwise limited by class of membership without a vote of all members. The Declarant isn't specifically mentioned in this Article but it's implied as the only other membership class in a 2 class system (ref. CCR Article 2.5), which is a typical model we see in most CCRs.

The HOA was turned over from Declarant to member control many years ago, which makes references to the 2 class system irrelevant in today's interpretations. Regardless, the number of directors is a function controlled by the Bylaws. Changing the number of directors does not change a member's voting power or class. Each lot still has one vote in matters subject to member approval so the recent reduction in directors did not violate CCR Article 2.6.

- 5) With no other questions submitted by the members and no further questions from the Directors, the meeting was adjourned at 8:23pm.

Respectfully submitted,  
Melissa Owens, CMCA, AMS  
Association Admin, Rockwood PM