

**Ceres Gleann Homeowners Board/TAC meeting
Tuesday, December 3, 2013, 3:30 p.m., Community Center**

APPROVED 1/7/2014

Minutes

1. Welcome and Introductions

At 3:30 p.m. Mike Stewart welcomed everyone to our Ceres Gleann HOA Combination Board/TAC Meeting.

2. Ascertain if a Quorum is Present

Mike Stewart, Ron Hannegan, Ron Dodge, Mike Holland and Ray Olmstead were present. Jim Fowler and Randy Rohman were absent. A Quorum of both the Board and the TAC are present. There are approx. 18 homeowners in attendance.

3. Proof of Notice of Meeting

The meeting was noticed in the December HOA Newsletter, in the HOA's Weekly Announcements & Reminders E-mails, and on the Community Center Outside Bulletin board. The meeting agenda and all attached informational documentation were placed in the purple binder in the Community Center.

4. Approval of the Minutes of November 5, 2013 TAC Meeting - (attachment 1 – previously distributed via e-mail)

Mike Stewart asked for any comments/corrections from the Board/TAC members. With no comments being raised, Mike Stewart stated that the draft November 5, 2013 meeting minutes stand approved as presented.

4. Comments/Concerns/Questions/Topics from Homeowners

None were expressed at the time, but refer to Section 9. "Additional Homeowner Comments/Concerns/Questions/Topics" later in these minutes.

6. Committee, Resource and Service Group Reports

Priority

- a. Finance – Creation of Expenditure Process Structure & Tracking System

Mike Holland/LaVonne Wilson raised the issue that a structured expenditure request process and tracking system needs to be implemented by our HOA. The Finance Committee has created a form to request and track "non standard" or "non budgeted" expenditure requests. The following two resolutions requests demonstrated the need as an example. A discussion followed.

The TAC decided that a policy needed to be put in place. The new policy should be based on the following: 1) The Finance Committee must review all the spending of money by all committees for anything that is "non standard projected bills" (where Reserve Fund or, Contingency monies will be expended). This will be accomplished by utilizing a standard form; 2) Committees will need to fill out in advance of spending any monies for "non standard projected bills" and deliver the form to the

Finance Committee to begin the review; 3) The Finance Committee will deliver the completed form along with their recommendation to the TAC accompanied by a resolution; 4) The TAC will review the completed form and pass on the updated form & resolution along with their recommendation to the Board; 5) The Board will review the completed form & resolution and communicate their decision (approval or disapproval) accompanied by the (approved or disapproved) resolution to the Finance Committee; and, 7) The Finance Committee will communicate the Board's decision to the requesting committee.

LaVonne stated that the form is a "work in progress". Once the form has been reviewed by the Standing Business Committees for comments and is in a more finalized stage, the TAC and Board should review it and determine if it will become one of our HOA's standard forms. Once the form is approved by the Board, the form along with an accompanying note will be send to each of our Standing Committees.

- Resolutions:

1. Transfer Contingency to Landscape Repair & Maintenance – (attachment 2 – distributed via e-mail)

Mike Holland and LaVonne Wilson presented a resolution transferring \$2500 from the 2013 Contingency Fund to the Landscape Committee Repair & Maintenance Fund to pay for unbudgeted and unfunded work for Common Area Landscape Repairs that the Landscape Committee had already contracted for and been performed by TLC.

A motion to approve the resolution (2013-02) was made by Ray Olmstead and seconded by Ron Dodge. The TAC approved the resolution with a unanimous vote. The motion was passed by a unanimous vote of the Board. The Board members present signed the presented resolution.

2. Transfer Reserves to Community Center Repair & Maintenance – (attachment 3 – distributed via e-mail)

Mike Holland and LaVonne Wilson presented a resolution transferring \$2000 from the HOA Reserve Fund to the Community Facilities Committee Repair & Maintenance Fund to pay for the replacement of the Community center concrete entrance pad.

A motion to approve the resolution (2013-03) was made by Ron Dodge and seconded. The TAC approved the resolution with a unanimous vote. The motion was passed by a unanimous vote of the Board. The Board members present signed the resolution as presented.

3. Second Signature Needed on Reserve Fund Account

Mike Holland and LaVonne Wilson brought to the attention of the Board and TAC that only one person had signature authority

on the HOA Reserve Fund Bank Account and that there should be at least two persons with signature authority on the account. A brief discussion followed. It was suggested that Mike Holland, TAC Liaison to the Finance Committee, be appointed as the second signature authority to the HOA Reserve Fund Bank Account in addition to LaVonne Wilson.

A motion to approve the resolution (2013-04) appointing Mike Holland as the second signature on the Reserve Account was made by Ron Dodge and seconded. The TAC approved the motion with a unanimous vote. The motion was passed by a unanimous vote of the Board. The Board members present signed the presented resolution.

- b. Welcome – Draft Handbook of Information – (attachment 4 – distributed via e-mail)

The Welcome Committee (Barb Silvey & Linda Holland) presented an updated Draft Handbook of Information to the Board and TAC for their comments/approval. The intent of the manual is for the Welcome Committee to be able to present a copy of the Handbook to all new homeowners. A discussion followed. It was also suggested that the Welcome Packet should direct residents to the HOA Website for HOA information.

Ron Dodge made a motion to approve the presented Welcome Committee Draft Handbook of Information and it was seconded. The TAC approved the motion with a unanimous vote. The motion was passed by a unanimous vote of the Board. It was decided that the Welcome Committee should present a resolution at the next regularly scheduled Board meeting for official approval. It was also agreed to that the final resolution should require annual TAC review of the handbook to approve incremental changes.

- c. Other

Regular

- a. Other

7. Unfinished Business

Priority

- a. Update on Annual Insurance Review - (attachment 5 - previously distributed via e-mail)

Ray Olmstead presented our Local Insurance Agent's answers to the questions presented in our October 21, 2013 letter to the Agent. Ray raised the concern that any Committees not Chartered by the HOA are not covered by our D&O Insurance policy per our Local Insurance Agent. Since none of our Standing Committees have been chartered, is this something our HOA needs to address? A discussion followed.

Since our HOA's organizational structure has never exactly matched the organizational structure documented in the Oregon PCA & NCA Statutes, it was determined that the intent of our HOA was to comply with the intent of the Statutes. It was decided, that since our HOA Committees have not been formally chartered, that our HOA should document our existing organizational structure and assignment of responsibilities. Mike Holland and Ray Olmstead volunteered to

prepare a resolution for consideration at our next regularly scheduled Board/TAC Meeting in January 2014. The resolution will be accompanied by the following attachments: A copy of the Organizational Structure out of the Welcome Manual modified to show the reporting path for all HOA business committees; and, corresponding copies of the Standing Committees current Statements of Purpose.

The Local Insurance Agent also suggested that our HOA get current replacement costs for our Community Center Building to ensure our current replacement policy level is sufficient. Builder/Declarant Ron Hannegan and Builder Don James were both asked for current per sq. ft. replacement cost. They agreed that a \$125 per sq. ft. current replacement building cost was accurate. Multiplying the \$125 per sq. ft. cost times the 2235 sq. ft. of the building footprint estimates a current replacement cost of \$280,000. The \$280K dollar figure is well within the \$313,000 replacement coverage of our insurance policy.

- b. Update on Age Verification Survey - Mike Gamble – (attachment 7 – distributed via e-mail)

The results of the 2013 Age Verification Survey (Mike Gamble, Lead) were shared with the Board and TAC members.

Ray Olmstead presented a resolution accepting the presented 2013 Age Verification Survey as the official 2013 HOA Age Verification Survey and that the 2013 Age Verification Survey results are to be filed in the HOA Official Corporate Records Files in the Community Center.

A motion to accept the survey results and approve resolution (2013-05) was made by Ray Olmstead and seconded. The TAC approved the motion with a unanimous vote. The motion was passed by a unanimous vote of the Board. The Board members present approved and signed the resolution as presented.

- c. Validation of 2009 "Street Tree" Resolution - (attachment 6 –previously distributed)

Ray Olmstead presented an “unsigned” copy of the 2009 “Street Tree” resolution, which appears in the 2011 “Board Approved” HOA Landscape Manual and has been in forced since 2009. There is not a “signed” copy of the “Street Tree” Resolution in our Corporate Records Files. Previous minutes show that the topic was discussed and implemented, so Ray is asking the TAC to approve the resolution and for the Board to “sign” a copy of the resolution for our Corporate Records Files. The TAC reiterated it’s approval though not reflected in the 2009 minutes.

The TAC members present agreed the resolution should be made official. The Board members present agreed to sign the resolution (2013-06) to make the attached Exhibit A “Policy for Selecting and Maintaining Avenue Trees within Ceres Gleann” officially approved.

Regular

- a. Other

8. New Business

Priority

- a. Discussion of HOA Corporate Records Policies and Procedures

Ray Olmstead presented the issue that our HOA has few formally adopted, documented and implemented Corporate Records Policies and Procedures. The Finance Committee has some documented financial records policies, but no resolution documenting the decision could be found. There have been no documented policies or procedures found regarding any HOA business operations documentation. Ray believes that our HOA needs to address these issues. A discussion followed.

It was decided that Mike Holland and Ray Olmstead would work together to do the following:

- 1) Present to the TAC & Board in January what are the essential records that need to be retained accompanied by a retention schedule;
- 2) Present to the TAC & Board in February what record keeping responsibilities we're performing adequately and what responsibilities we're not performing adequately;
- 3) Present to the TAC & Board in March an overall record keeping plan to include suggestions as to how to address any currently existing HOA record keeping problems.

Regular

- a. Other

9. Additional Comments/Concerns/Questions/Topics from Homeowners

Dwight Dean asked "How the HOA is notified of property title transfers"? The answers offered were that the local title company contacts the HOA's contracted Accountant and by "word of mouth" within the community.

Ruth Corsi asked "When people are buying a resale home, how do the new residents get to see the CC&Rs"? The answer offered was that the Title Company has them sign a document indicating that the new homeowners have received and read the HOA CC&Rs and a copy of the CC&Rs are given to the homeowners. The most current CC&Rs are available on the "protected homeowner's only portion" of our HOA website only and a hardcopy is available to read in our Community Center.

Jim Schmaltz wanted to know how far back our Corporate Records go. Ray Olmstead answered there are some records as early as 2003, but that the majority of records represent 2009 forward. The early record keeping was very sporadic. Jim Schmaltz suggested that the TAC and Board review earlier year's homeowner correspondence from Doris Perry/Robert Schwartz for HOA organizational and Business Operating suggestions.

10. Next Meeting Dates

- a. Regular TAC Meeting, Tuesday, January 7, 2014, 3:30 p.m., Community Center

11. Adjournment

The meeting was adjourned by Mike Stewart at 4:50 p.m.

Ray Olmstead
TAC Secretary

Attachments:

- November 5, 2013 Board/TAC Meeting Minutes – (attachment 1)
- Finance Committee Resolution authorizing Transfer of Budgetary Funds – (attachment 2)
- Finance Committee Resolution authorizing Transfer of Reserve Funds to Budgetary Funds – attachment 3)
- Welcome to Ceres Gleann Your Handbook of Information – (attachment 4)
- Annual Insurance Review Letter to Scellars Etzel & Rising Inc. with their written answers to our HOA questions – (attachment 5)
- Ceres Gleann Homeowners Association, Inc. Resolution “Policy for Selecting and Maintaining Avenue Tress within Ceres Gleann” – (attachment 6)
- Ceres Gleann 2013 Age Survey Results – (attachment 7)