

**Ceres Gleann Homeowners Board/TAC meeting  
Tuesday April 1, 2014, 3:30 p.m., Community Center**

**APPROVED May 6, 2014**

**Minutes**

**1. Welcome and Introductions**

At 3:31 p.m. Mike Stewart welcomed everyone to our Combination Ceres Gleann HOA 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 TAC are present. There were approximately 21 homeowners in attendance.

**3. Proof of Notice of Meeting**

The meeting was noticed in the April HOA Newsletter, in the HOA's Weekly Announcements & Reminders E-mails. The meeting agenda and all attached informational documentation were placed in the purple binder in the Community Center 3 days prior to the scheduled meeting.

**4. Approval of the Minutes of March 4, 2014 TAC Meeting - (attachment 1\*)**

Mike Stewart asked for any comments/corrections from the Board/TAC members. With no comments being raised, Mike Stewart stated that the draft March 4, 2014 meeting minutes stand approved as presented.

**5. Comments/Concerns/Questions/Topics from Homeowners**

- a. Bret Marks' e-mail – Mike Stewart reported that a TAC written response letter sent
- b. Ruth Corsi asked for a report from the Architectural Review Committee (ARC)

**6. Committee, Resource and Service Group Reports**

**Priority**

a. Finance Committee Report:

- 1. February 28, 2014 HOA Finance Reports – (attachment 2\*)

The Finance Committee distributed to the TAC & Board Members via e-mail the Finance Committee Reports for February 28, 2014. Ray Olmstead asked Mike Holland, Finance Committee TAC Liaison, what the General Fund Budget vs. Actual Report Line 5 Prior Months labeled "Bank Carryover" \$38,010.88 represented. Mike explained that it was bank account monies carried over from last year to this year. With no other comments being raised, Mike Stewart stated that the February 28, 2014 Finance Reports stand approved as presented.

- 2. Declarant Loan Repayment Plan Summary and Resolution – (attachment 3\*)

Mike Holland presented the Finance Committee's recommended Declarant Loan Repayment Plan Summary and Resolution. Mike Holland explained the debt belongs to the HOA as an organization and not to individual homeowners, so that the repayment would not be handled as a separate assessment on each property, but in yearly payments (starting in 2015) by the HOA to the Declarants until the debt is repaid. A discussion followed.

**A motion to approve the presented "Declarant Loan Repayment Plan" Resolution was made by Mike Holland and seconded. The TAC members present voted unanimously to approve the motion. The Board members present voted to approve the motion. The motion was passed and the Board members present signed Ceres Gleann HOA resolution 2014-03.**

3. Annual HOA Financial Statement Review Resolution – (attachment 5\*)

Mike Holland presented the Finance Committee's recommended "Annual Financial Statement Review performed by an Independent Certified Public Accounting Firm" Resolution.

Mike explained that the Oregon Statutes mandate that a planned community HOA that has annual assessments exceeding \$75,000 shall cause the financial statement to be reviewed within 180 days after the end of the fiscal year by an independent certified public accountant licensed in the State of Oregon. Mike went on to further explain that the Oregon Statutes do have an exemption clause that an association subject to the financial review requirement, may elect on an annual basis, not to comply with the financial review requirement by an affirmative vote of at least 60 percent of the owners, not including the votes of the declarant with respect to the lots owned by the declarant. A discussion followed.

Ray Olmstead asked Mike Holland if the HOA having fidelity insurance was something we should consider. Mike Holland indicated that fidelity insurance only covered specific "named" individuals and not the HOA overall (i.e. HOA Finance Committee Chair, HOA Finance Committee TAC Liaison, etc.). Outside companies contracted to handle our monies should carry their own fidelity insurance.

**A motion to approve the presented "Annual financial Statement Review performed by an Independent Certified Public Account" Resolution and to have Mike Holland send letters to CPAs to solicit three bids was made by - Mike Holland and seconded. The TAC members present voted unanimously to approve the motion. The Board members present voted to approve the motion. The motion was passed and the Board members present signed Ceres Gleann HOA resolution 2014-04.**

4. Community Center Painting Resolution & Info Packet – (attachment 6\*)

Mike Holland presented the Finance Committee's recommendation letter and a "Community Center Painting" Resolution. Mike explained that the

resolution directed that the Community Center Painting Project would be funded out of our Reserve Fund. A discussion followed.

Mike Holland recommended that the Board pass the authority to sign the Poston painting contract to Judy Levis, CFC Chair. The Board members present agreed. The Board & TAC members' thoughts were that this would expedite getting the painting work scheduled and that Judy would actually be the one overseeing the work being performed. If the TAC & Board consent letter can be drafted and signed by the CFC, TAC and Board, then the contract won't have to come back to the Board for signature.

**A motion to approve the presented "Community Center Painting" Resolution was made by Ron Dodge and seconded. The TAC members present voted unanimously to approve the motion. The Board members present voted to approve the motion. The motion was passed and the Board members present signed Ceres Gleann HOA resolution 2014-05.**

b. ARC Report:

Ron Hannegan, ARC Chair, reported that the ARC met to review three new home plans from Fowler Homes, Inc. Bob Comella was invited to take part in the review, because of his extensive construction background. Public comments and input were also accepted at the meeting. ARC members met again later to discuss the committee's plan review comments with Don James, Fowler Homes, Inc. The agreed upon ARC plan review comments would be documented on new construction plans and all soffits would be enclosed. Fowler Homes, Inc. agreed to include all ARC requests for improvement. Because we are a +55 community, they agreed to address minimal access for handicapped persons such as having at least one ramped access/egress door, wider front door, wider master bedroom door, wider master bathroom door, etc. in the newer homes. These homes in their entirety will not be ADA compliant, but will at minimum allow residents with handicaps to have access to/egress from their homes and with minimal modifications be able to use the above mentioned essential areas of the homes.

**Regular**

- a. Other

**7. Unfinished Business**

**Priority**

- a. HOA Corporate Record Keeping Resolution – (attachment 4\*)

Mike Holland presented the HOA Corporate Record Keeping Resolution. This resolution is the result of several months of HOA discussions and represents the consensus thoughts of those involved. A discussion followed.

**A motion to approve the presented the "HOA Corporate Record Keeping" Resolution was made by Mike Holland and seconded. The TAC members present voted unanimously to approve the motion. The Board members present voted to**

**approve the motion. The motion was passed and the Board members present signed Ceres Gleann HOA resolution 2014-06.**

**Regular**

**8. New Business**

**Priority**

- a. New “members only” website creation discussion – (attachment 7\*)

Ray Olmstead presented the draft “members only” Website Administrative Procedures document to start the discussion about our HOA creating a new separate “members only website”. This website will not only be a “search engine” “live text” searchable repository for storing the HOA Corporate Records as identified in the above newly signed Corporate Record Keeping Resolution 2014-06, but will also continue to be a place for our HOA homeowners to view other “password protected” HOA documentation as well. The new “members only website” would replace and eliminate the current “password protected” section of our current HOA website. The “public” side of our current HOA website would remain as is. A discussion followed.

During the discussion it was recommended that Denise and Larry Seith, HOA Webmasters, backup the new “members only” website every quarter. They would back up the website twice at the same time (i.e. backup on one thumb drive and then backup again on the second thumb drive) but on separate media. The webmasters would store the thumb drives in an “access controlled” filing cabinet in the Community Center during the year. At the end of the year, one thumb drive with a year (201X) label would be given to the Finance committee Chair so they could deliver it to the contracted accountant for storage in their facility. The other thumb drive with a year (201X) label would remain stored in the Community Center Cabinet. At the beginning of each year, the HOA would buy two more thumb drives and repeat the process over again.

It was also requested if the new “members only” website could be setup so that each homeowner would have a unique password. The thought was that once a homeowner sold their home and moved, they would be removed from the access listing.

The above items will be discussed at the next scheduled Communications Committee meeting, Friday, April 25, 2014 at 4:00 p.m. in the Community Center. It was suggested that once a plan was formulated the Communications Committee would present their finalized proposal in the form of a resolution to the TAC & Board.

- b. Committee Charter Letter to Local Insurance Agent – (attachment 8\*)

Ray Olmstead presented a letter, which he and Mike Holland composed, accompanied by a copy of the Committee Charter Resolution. They were suggesting that the letter & attachment be sent to our local insurance agent as a follow up to our HOA adopting Business Operation Committees Charter Resolution 2014-02. The purpose of the letter is to verify that our Business Operation

Committees identified in the Charter Resolution are now, according to the insurance company, covered by our current HOA's Directors & Officers Liability Insurance Policy. A discussion followed.

**A motion to accept the letter accompanied by the HOA Committee Charter Resolution as presented and to forward them to our local insurance agent was made by Mike Holland and seconded. The members of the TAC & Board present voted to approve the motion. The motion passed unanimously. Ray will send the letter with attachment to the insurance company.**

**Regular**

- a. Other

**9. Next Meeting Dates**

- a. Regular TAC Meeting, Tuesday, May 6, 2014, 3:30 p.m., Community Center
- b. Set Annual Homeowners' Meeting for, Tuesday, May 20, 2014, 6:30 p.m., Community Center

**10. Adjournment**

The meeting was adjourned by Mike Stewart at 4:54 p.m.

**Legends:**

- \* Attachment materials distributed via e-mail to Board & TAC members and a hardcopy placed in the Community Center Purple Binder for Homeowners

**Attachments:**

- Ceres Gleann Homeowners Board/TAC Meeting, Tuesday, March 4, 2014 Meeting Minutes (attachment 1)
- Ceres Gleann HOA Finance Committee Reports (attachment 2):
  - General Fund Budget vs. Actual dated February 28, 2014
  - Special Activities Budget vs. Actual dated February 28, 2014
  - A/R Aging Summary dated February 28, 2014
- Ceres Gleann Homeowners Association Board of Directors Resolution 2014-03 (attachment 3)
- Ceres Gleann Homeowners Association Board of Directors Resolution 2014-04 (attachment 4)
- Ceres Gleann Homeowners Association Board of Directors Resolution 2014-05 (attachment 5)
- Ceres Gleann Homeowners Association Board of Directors Resolution 2014-06 (attachment 6)
- Ceres Gleann Homeowners Association, Inc. "Members Only" Website Administrative Procedures (attachment 7)
- Ceres Gleann Homeowners Association, Inc. letter to Scellar Etzel & Rising, Inc. (attachment 8)