

**Sylvan Shores Property Owners Association**  
**Board Meeting Minutes**  
**May 30, 2015**

Mary Ann Donovan, President called the ‘closed’ board meeting to order at 10:15 a.m.

**Roll call** was taken. All members were present: Mary Ann Donovan –President, Polly Brown - V. Pres, Joan Morpew - Treasurer, Judy Fricke, Terry Chacos, Ann Dibb-Secretary

**Review of minutes:** Judy Fricke moved to approve both the March 14<sup>th</sup> and May 2<sup>nd</sup> meeting notes at the next board meeting. Ann Dibb seconded the motion. Judy Fricke made an additional recommendation that draft meeting minutes be posted on the web site for viewing by members once the board has reviewed them, to allow all members to have visibility to topics sooner. The draft minutes would be replaced with the final minutes after they are approved at the next board meeting. Minutes in draft are to be clearly stated as such with the following header: “Draft- Subject to approval at upcoming meeting”. Motion passed with all yes votes

**The agenda** for the meeting was reviewed. The following items were requested to be added to the agenda: 1) Event coordinator position, as requested by Sharon Kadlec. 2) Structure around engagement with the attorney, as requested by Ann Dibb. 3) Creation of a committee to review declaration (covenants), as requested by Judy Fricke. 4) Insurance coverage for association and board members, as requested by Terry Chacos. The revised agenda was accepted by all.

**Reaffirm officers:** Judy Fricke moved to accept the positions as stated in May 2<sup>nd</sup> meeting; Mary Ann Donovan –President, Polly Brown - V. Pres, Joan Morpew - Treasurer, Ann Dibb-Secretary. Polly Brown seconded the motion. Motion passed with all yes votes.

**Settle appointment of the 7<sup>th</sup> board member:**

Judy Fricke made a motion that we accept the next highest vote getter. Terry Chacos seconded the motion. Discussion resumed regarding the appointment of the next highest votes vs the appointment of Phil Miller as someone with prior board experience (the tie vote from May 2<sup>nd</sup> meeting). Other options were explored. An option of having 8 board members was discussed, however the by-laws do not specify the process in which to appoint beyond seven members. A special election was also discussed, but this would have a cost impact. A vote on the motion via paper ballot resulted in a tie. The motion failed.

Ann Dibb made a motion to postpone the appointment of a 7<sup>th</sup> board member until the next election. Judy Fricke seconded the motion. Terry Chacos opposed the motion as it is a direct violation of the bylaws (Article 9 section 2). Judy Fricke made a motion to amend the motion to add: “...after discussion with attorney regarding legitimacy of running the board with 6 members and not filling the vacancy”. Ann seconded the motion. The members voted (5 yes, 1 no). The motion passed by majority vote. Sharon will craft a letter to the attorney to review the legitimacy of running the board with 6 members.

**Term limits per board member:**

Terry Chacos made a motion that the top 4 board members with the most votes serve a 2 year term, and the 5th, 6th and 7th based on votes, serve a one year term. Polly Brown seconded the motion. After discussion, Terry postponed the motion to next board meeting. The topic will be on the agenda as: Board term limits 2016/2017. Judy Fricke will craft the recommended amendment for article 14 regarding term limits. The existing board members' term remains 2 years.

**Update on legal matter.** (Closed board discussion)

**Event coordinator position:** Joann Folkert is filling a two year term as event coordinator which concludes in December. A notice should be posted in the next newsletter to allow members to consider and notify the board of their interest in the position. A motion was made by Ann Dibb to have Sharon post the opening of the event coordinator position in the next newsletter. Judy Fricke seconded the motion. Motion passed with all yes votes.

**Other Agenda items:** Motion was made by Judy Fricke to postpone the remaining agenda items to the June 13th meeting. Joan Morpew seconded. Motion passed with all yes votes

Agenda items deferred to next meeting:

- Event coordinator position
- Structure around engagement with the attorney
- Creation of committee to review declaration (covenants)
- Insurance coverage for association and board.

**Adjourn** Motion to adjourn was made by Joan Morpew. Judy Fricke seconded. Motion passed with all yes votes. Meeting adjourned at 1:00 p.m.

Submitted by  
Ann Dibb, Secretary