

Minutes of the Regular Meeting of the Board of Directors of the Timber Cove Homes Association held October 21, 2017 at the Fort Ross School

A regular meeting of the TCHA Board of Directors was held on Saturday, October 21 at 10:00 a.m. at the Fort Ross School.

A call in telephone connection was established for the meeting to enable directors who could not attend personally to participate, and to permit TCHA members to listen to the meeting.

Attendees:

Directors:

Ron Case, President
Russell Wells, Vice President
John Gray, Treasurer
Bob Leichtner, Secretary
Sue Ellen McCann (via speaker phone)
Eric McConn
Susan Moulton (via speaker phone, until approximately 1 pm)

Also attending:

Melany Collett, TCHA Office Manager
Martin Hirsch, Esq. of the Perry Law firm, attorneys for TCHA

A copy of the sign in sheet for Association members who attended is attached.

The President chaired the meeting; the Secretary kept minutes.
Mr. Case called the meeting to order at 10:10 am.

Training on Board Responsibilities.

Mr. Case introduced Mr. Hirsch, who advises the Board on legal matters. Mr. Hirsch presented a training session for all Board members, together with attending Association members, outlining key legal requirements of the California Open Meeting Act, as well as the Fiduciary Duties of Board Members. He responded to a number of questions from Board members and Association attendees during his presentation. Mr. Hirsch's training included a power point presentation, a copy of which will be posted on the TCHA website for general information.

At 11:45 upon completion of his presentation, the Board expressed their appreciation to Mr. Hirsch who then departed the meeting. A brief adjournment followed.

At 11:50 Mr. Case called the Regular Meeting to order.

Approval of Agenda

Upon motion duly made and seconded, the Agenda for this meeting was approved, 7-0.

Review of Minutes of September 9, 2017 Regular Meeting,

The Board reviewed minutes of the September 9 meeting. It was agreed to amend the minutes to delete an inaccurate reference to the Board's discussion of Sal Culasi's IDR request. Upon motion duly made and seconded, the Minutes of the September 9, 2017 meeting were approved as corrected, 6-0, Mr. Wells abstaining.

Public Comment

A question about the status of new mailboxes. They have arrived, but not yet been installed. Some further site preparation and support detailing may be required.

John Howland announced a fund raising event for the Timber Cove Foundation he is hosting tonight at his house. The President clarified that the Foundation is an entity totally separate from TCHA and the Association is not connected with, and has not endorsed, the fund raiser.

The President commented that fire abatement and disaster preparedness are urgent concerns for our community, as the recent Northern California wild fire disaster reminds us all. The Water Board has primary responsibility in our community for fire abatement initiatives, funding support from monthly water fees. There are good disaster preparedness guidelines applicable to Timber Cove; a link will be published on the TCHA website.

Diane Fedderson mentioned other important resources, including the Fire Department, and Fire Protection District. She noted that a Fire Department representative will be attending the Community Market Sunday, to answer questions and provide good informational materials.

Attention was also called to the California REACH emergency medevac services program, which provides valuable emergency services with an annual membership of approximately \$55.

President's Report Summarizing Executive Session

As duly noticed, the Board held a meeting in Executive Session prior to the commencement of the Regular Meeting. Discussions were not completed, and the meeting will resume at the earliest feasible opportunity. The subjects discussed will be reported to the Association after the conclusion of the Executive Session.

Office Communications

Melany noted that she is in the process of updating the TCHA website. She explained that her practice is that all emails received by the Board are routinely shared with all directors for review and information. As a general matter, because the content can be personal, sensitive or offensive, those communications are not made public.

Treasurer's Report

John Gray presented the Treasurer's report. He thanked Sue Ellen McCann for the many hours of hard work she has devoted to trying to bring delinquent filings up to date and get disordered records organized. Prior accountant, Larry Johnson, retired in 2015. No replacement until the Board retained Sheri Flying Hawk earlier this year; she has been working energetically with Sue Ellen to bring affairs up to date. When asked how matters had fallen so far behind, the accountant observed that there appeared to have been "no oversight from the Board". Sue Ellen expressed agreement with the need for the Treasurer to keep the Board up to date, and that the entire Board shares responsibility to accurately inform the Association. She noted that when trying to get matters in order she had encountered a lack of cooperation from former clerical staff, with information difficult to track down, delays, etc.

Mr. Gray reported he is engaged in a comprehensive review of financial records and required actions, including notices, unfiled taxes, payment records, minutes, etc. Preliminary findings include the following. Payroll taxes previously were up to date until October 2014, then failure to file any returns until 2017. Federal and State tax returns not filed for 2014, 2015, 2016; extensions applied for. Fines for late filing exceed \$5000; the accountant is seeking reductions. Mr. Gray is continuing his review and hopes to provide a fuller report of financial operations and conditions at the next meeting.

Mr. Gray commended the accountant's work and progress made. He noted no audit had been completed in three years, and that in light of the late filings and record irregularities he recommended the Board procure an audit by a CPA. A formal proposal will be submitted for Board discussion at the next meeting.

The only bill presented for payment was the Office Manager's salary. Ms. McCann advised that payment of bills should be an agenda item for approval for the Board. Salary can be paid because it is a recurring, previously authorized obligation. Mr. Culcasi suggested including bills for payment in the information distributed with the Board meeting agenda.

Committees

Mr. Case reported that, following recommendations by the TCHA attorney, a fresh start was advisable for all committees. As President, Mr. Case will appoint all new members for the committees. Initial appointees include the following:

Roads: John Gray

Architecture and Environment: Ron Case

Trails: Bob Leichtner; Susan Moulton also volunteered to serve.

Communications (including website/social media): Bob Leichtner, with assistance from Melany Collett

Mr. Case commented that he would welcome additional committee members, and encouraged recommendations. Impartiality was a critical quality for successful service.

Regarding Roads, Mr. Gray commented on delayed maintenance, including weeds growing through, and encroaching on the road bed. This can also be a fire hazard. Ms. Moulton called attention to existing maintenance recommendations and suggested Mr. Gray obtain bids for priority roadwork and present them for approval at the next meeting.

A question was raised as to how to handle property owner obligations to control weeds along roadsides, especially for absentee owners. Mr. Gray agreed that was an issue the Roads Committee should address.

Proposal to Promote Community Tranquility

Mr. Wells discussed a proposal he has recommended to minimize interference with the rights of property owners and reduce friction and acrimony within the Association, while respecting and enforcing the purposes of the CCRs. The text of his proposal is attached to these minutes. He explained his objective is optimal compliance with minimal intrusion by focusing only on readily visible offenses.

Association member Ivan Trujillo commented that although he thought the spirit of the proposal was positive and beneficial, the definition might not be sufficient to deal with unwanted or dangerous structures or construction that may not be visible but still pose a safety or security risk, including electric wiring and septic system concerns. A modified proposal, taking into account such non-visible problem conditions, and a process for careful investigation was invited by the

Board. Mr. Trujillo offered to work with Mr. Wells to revise the proposal to address such concerns while retaining the overall spirit and aim. Mr. Leichtner offered to facilitate their effort.

[Ms. Moulton ended her meeting participation by telephone at approximately 1:00 pm.]

Old Business

A previously proposed IDR policy addendum has been challenged as non-compliant with the requirements of Davis Stirling. Discussion on that matter and other subjects was deferred to a future meeting.

New Business

The former security patrol resigned effective October 2017. Applications for the position have been solicited. Thus far, two applications have been received. The matter will be reviewed in a future executive session.

Next Regular Meeting

On motion duly made and seconded, it was agreed that the next regular TCHA Board meeting be held November 18, 2017. Approved, 6-0.

Adjournment

There being no further business, the President adjourned the meeting at 1:10 pm.

Respectfully submitted,
Robert Leichtner
Secretary.