

## Minutes for CNA Board Meeting 11/3/12

**Board members in attendance:** Carl Moellering, Lorenda Ward, Stephanie Brown, Todd Wise, Ed Fitzhugh, and Mari Don Dent. **Absent:** Danny Savage, Paul Rippeth and Dawn Deardon

Meeting convened at approximately 8:20am on November 3, 2012. Note agenda was put forth out of order so that the guest speakers from American Management could present their material on the services their company could provide the CNA community.

- 1. Management Company:** Guest speakers Ernie Lightfoot and Janice Jackson with American Management gave the board a detailed overview of the services they provide. They answered questions presented to them by both the community members in attendance and the board members. Discussion centered on the various types of situations the management company gathers information on then presents their findings and recommendations to the board. The board then has the responsibility to make a final decision on how to proceed. Mr. Lightfoot then presented to the board their written proposal.

After the speakers left the board discussed the material presented and put forth the following motion for a vote

**“That we proceed as a board to go forward with the process of hiring a management company for the Cuckoo’s Nest Association. Further that the board obtains a minimum of three (3) bids to be considered at the next scheduled board meeting to be held on December 1, 2012.”**

**Vote taken resulted in 4 in favor and 2 against. The motioned as presented was approved.**

**Second motion presented to the board. “That the board consider on a short time basis hiring an attorney to consult with the board on two matters. 1. To determine if we have authority to rule on matters other than common property concerns. 2. To review the Douglas’s deed and compare it to the homeowners rules to see if the board has authority to proceed or do the instruments conflict; which takes president. Further that once all paperwork is submitted concerning the deed, common area and management company bids that copies of all documents received be given to all board members prior to the next scheduled board meeting on December 1, 2012.”**

**Vote taken resulted in 6 in favor. The motion as presented was approved.**

**Action items:** The Douglas’ agreed to give the board’s secretary a copy of his deed so than it could be scanned and sent out to all board members for review. Further to give this deed and any related documents to an attorney the board hires for review and recommendation on how the board should proceed.

Following this discussion Lorenda requested that the board go into executive session to discuss how to conduct the meeting going forward. She explained the issue would be on how we would personally conduct ourselves as a board. All board members voted in favor. The community members present left the meeting and the 6 board members present remained and discussed the above stated issue. All recorders were turned off.

The meeting then resumed approximately 12 minutes later with the community members back in attendance.

**Treasurer’s Report:** Danny Savage was not present but gave the board via email a current financial report titled “CAN Financial Report - 11/3/12” and includes information on the FY 2012 Projected P&L, FY 2012 Budge Variance, Highlights and Payment Detail. The board reviewed the financial statement, discussed it briefly and noted the document as received and entered into the record.

**Motion:** Recommend we accept the financial report. **Vote:** All in favor.

## Old Business:

1. **Reserve Study** - Information was presented on what the old verbal CNA reserve studies contained. It was noted that no written studies exist that we know of. The ones done in the past (2003 & 2009) were delivered orally to the board at that time. To be in compliance with the Virginia POA code the study has to be in a written format. Details were presented by Stephanie on her recent search for companies that can give us bid proposals for a reserve study.

### Action items:

1. Stephanie will obtain 3 bids from companies who conduct reserve studies and submit them to the board for consideration.
  2. Todd will obtain information from CNA's insurance company Nationwide on what the cost would be to insure the docks which presently only have liability coverage.
  3. Danny Savage will be consulted and later inform the board if there is a specific reserve amount set aside in the current financial statement for the docks designated as reserve funds.
2. **POA packets:** Todd updated us on the current status of the POA packet. He noted that it does not contain a reserve study as required by law so for recent requests made to provide the POA packet he has indicated in writing that the board is currently in the process of obtaining the study which will then be provided at a later date either via the CNA website and/or mailed out. Todd recommended further review and "cleaning up" of the POA packet is needed.

### Action items:

1. Todd will compare the DPOR requirements with SSEC's requirements to determine if any overlap exists or other discrepancies so that when he sends out a POA packet it is in compliance with both DPOR and the SSEC.
  2. Todd will find out if there are two separate \$50.00 fees required or just one. The additional one if required would be from the seller.
3. **Insurance:** Update from Todd on recent quotes he obtained and the types of insurance coverage we now have. He is presently waiting for Nationwide to get back to him on the cost of insuring the docks for damage etc. rather than just liability.

### Action items:

1. Todd will present to the board at a later date all quote he receives from Nationwide Ins. on dock replacement/repair in the event of an incident resulting damage, entire destruction or some catastrophic event to the docks.
2. Todd will present to the board suggested language on the use of uninsured vehicles in the common area to be posted on the CNA bulletin board. Also to add this same language to the list of rules that is already posted on the bulletin board.
3. Todd will consult the CNA developer to find out if it was the original intention that the entire dock with finger pier's be included or was the original intention just cover the main docks without finger pier's.

**Proposed motion introduced:** To add to the above motion cited under section 1. Management Company above with regard to consulting an attorney an additional item be added. "How internal correspondence between board members is conducted and should emails, phone calls etc. be included in documents the community members may have access to."

**Motion:** "How does internal discussion amongst board members need to be conducted to include emails and phone calls?" **Vote:** Board approved.

**Action item:**

1. Stephanie agreed to take the file cabinet delivered to Mari Don and place it in her home. She further agreed to review its contents and advise the board at a later date what the file cabinet contained.

**4. Pavilion** use tabled until the next meeting.

**Action item:** Todd offered to allow his name; phone number and email to be placed on the bulletin boards in the common areas in the event an emergency occurs where the community member would need board member assistance.

**5. Complaints:** Procedure for board to follow when a formal written complaint is mailed to the Board. Who will acknowledge receipt, who will scan and distribute to the board members, board consultation and who will respond to the complaint based upon board decisions?

**Agreement:** When a complaint is received in the mail and picked up by Paul or Carl they will turn the complaint over to the secretary who will have the responsibility to scan the complaint(s) and send it via email to all board members. The secretary will then write and mail out a simple general acknowledgement to the person who filed the complaint acknowledging receipt. The complaint will then be addressed at our next scheduled board meeting. Further it was agreed the board as a whole would call for an elective meeting if necessary or discuss by email how the complaint is handled. Once the board has made a majority decision a board member will be designated to address the complaint as the board has stipulated. If the complaint is about a simple matter that our board president can address or delegate to some other board member to address then that board member will let the other board members know how they proceeded with the complaint.

The board acknowledged a community members request that if an executive meeting is held to discuss a complaint that the person who filed the complaint be allowed to attend the executive meeting. The board agreed.

**Action item:** Add to the above motion on issues where we need an attorney consultation: "Does a board member have to comply with the current rules on filing a complaint and mailing it to CNA? Or can a board member request that their complaint be added to a board meeting agenda for discussion and decision by the board. Further we need to define the enforcement of a rule vs. filing a formal complaint."

**Action item:** A community member brought to the board's attention discrepancies he felt existed on three documents: The CNA formal complaint document given out at the meeting 9/8/12 board meeting and the final complaint as posted on the CNA website. The discrepancy centered on board meeting dates. The community member agreed to hand deliver the documents to Stephanie Brown, point out the discrepancies where upon she would investigate and let the board know what was found and recommend appropriate action.

**Action item:** Mari Don will review the current complaint document posted on the CNA website to determine if the document incorrectly requires board signatures and will make recommendations to the board on possible corrections that need to be made.

**Action item:** The board president will deliver to the secretary a copy of first complaint filed by a community member and his response to that complaint. The secretary will then scan all paper work and send it out to all board members for review. The second and third complaint just received will be scanned as well and delivered to all board members for review.

Next board meeting to be held on 12/1/12 and the location is yet to be determined. The meeting was adjourned at approximately 11:20am.

