**Loma Linda Subdivision Homeowner’s Association**

**Regular Board Meeting Minutes**

**Ross Aragon Community Center**

**December 11, 2017**

Directors present: Mark Douglass, Bill Trimarco, Don Haywood (a quorum is present)

Members present: Sharon Jennings, Peggy Beach, Al and Jo Myatt, Donna Grindal, Wen Saunders, Judy Estell, Jim Lesch (a quorum is not present)

Mark Douglass called the meeting to order at 6:05 pm.

Mark Douglass made a motion that Sharon Jennings make the official electronic recording of the meeting minutes and that the electronically recorded meeting minutes be kept for thirty days after approval, seconded by Don Haywood, and approved by vote: Mark-Yes, Don-Yes, Bill-Yes.

Homeowner’s Open Forum:

1. Jim Lesch thanked the board for working on behalf of the homeowners, called for all public board communication to be cordial, questioned attendance at board meeting of the press, and felt board members should be able to discuss public concern items without all board members present, but agreed policy issues should only be discussed with all board present.
2. Bill Trimarco relayed comments from Lisa Jensen thanking the board for the work done and hashing through issues; she appreciated the very nice Christmas gathering.
3. Jo Myatt noted that some of the minutes weren’t published as approved on the website.

Treasurer’s Report: Don Haywood distributed the Financial Reports. Bill Trimarco made a motion to approve the reports, seconded by Don Haywood, and approved by vote: Bill-Yes, Don-Yes, Mark-Yes. Don will post the approved budget on the website. Discussion: Fence and Mailbox repair costs will come out of the reserve fund.

Al Myatt recommended that Loma Linda HOA become a member HOA in the Friends of FireWise program with a $500 donation for educational programs, material printing costs, etc. Bill Trimarco recused himself from the discussion due to a conflict of interest. This item will be placed on the January agenda.

Committee Report:

Architectural Control Committee: Jo Myatt reported there was one item of business; a homeowner was given written notice of non-compliance on a building project.

FireWise Committee: Peggy Beach distributed the FireWise Bulletin and the printed proposal on the Friends of FireWise program. Loma Linda Subdivision has received FireWise Community status. Al Myatt, Jo Myatt, and Peggy Beach are our community’s FireWise Ambassadors.

Old Business:

Bill Trimarco made a motion to approve the 2018 Budget, seconded by Don Haywood, approved by vote of Bill-Yes, Don-Yes, Mark-Yes.

Bill Trimarco made a motion to adopt the Enforcement Policy, seconded by Don Haywood, approved by vote of Bill-Yes, Don-Yes, Mark-Yes.

Don Haywood made a motion that the directors accept the draft policy for the Procedures for Conduct of Meetings under the understanding that Paragraph 1C, Voting, will be modified to be consistent with our Bylaws; all other terms will be accepted. Seconded by Mark Douglass. Discussion on CIOAA requirements and Section C ‘Action Without a Meeting’; Mark to send officially worded document to Bill. Don will post on website for thirty days for member comment and then it could be adopted in January 2018. Approved by vote of Don-Yes, Mark-Yes, Bill-Nay.

New Business:

HOA Bulletin Board: There was unauthorized posting of material on the HOA Bulletin Board at the Mailbox. Mark will have the lock on the HOA side changed with keys being held by the president and recording secretary. Bill volunteered to ensure a barrier is installed between the HOA and Metro District sides of the display case to keep anything from being slipped in.

Minutes: Don made a motion proposing that the Minutes of Loma Linda Home Owners Association, and the minutes of the Committees thereof, include only the following items, until such time as a formal Policy of the Board is developed to document this process: 1. The name of the association; the kind of meeting (regular or special); 2. The date, time and location of the meeting; 3. In the case of a board meeting, the names of the board members present; in all cases (board and members’ meetings), that a quorum was present; 4. Whether minutes of the previous meeting were approved along with any changes or corrections to those minutes; 5. Document any Director Conflicts of Interest; 6. Motions made (with the exact language of the motion) and who made the motion, seconded the motion, and its disposition (Director’s votes, with the facts as to whether the motion was discussed, debated or amended – to demonstrate the board’s compliance with the business judgment rule it is sometimes useful to briefly describe the nature of the discussion); 7. In the case of members’ meetings, the outcome of any vote, with the vote tallies for each side of the issue, without reference to the identity of the members voting; 8. In the case of the board entering into executive session, that an executive session was held and the general subject matter of the executive session; 9. The time of adjournment; and 10. The Secretary’s signature and date when signed. Minutes shall not be recorded except by the Recording Secretary for the sole purpose of preparing written Minutes for the Association or its committees. What not be included in minutes of the Loma Linda Home Owner Association or its Committee: 1. At a Members Meeting, who voted for what Motion; 2. Actions of committees need not be recorded in minutes; 3. Remarks or readings of guest speakers or Letters/Emails written to Directors or the Board; 4. The content of any debate or discussion held on a motion; 5. What was done in executive session.

Seconded by Mark Douglass. Discussion between the Board and comments from homeowners present: A) record business and board actions, motions, not all comments, be concise. B) multiple policies recently accepted which allow members comments to be added to minutes; allow summaries of opinions. Approved by vote of Don-Yes, Mark-Yes, Bill-Nay.

Letters by Non-attending Members: Don made a motion that we reconsider our previous decision to include letters written by Members in the permanent records; specifically, a letter written by Lisa Jensen and read at the October 2017 Board meeting and the letter by Linda Parker mentioned today should not be included in the minutes. Seconded by Mark Douglass. Discussion: Since minutes were approved; leave it in. Correct what we can Approved by vote of Don-Yes, Mark-Yes, Bill-Nay.

Approval of Minutes: 1) Don Haywood made a motion to approve the minutes of the July 24, 2017 Special Board meeting. Seconded by Mark. Approved by vote of Don-Yes, Mark-Yes, Bill-Yes.

Bill Trimarco made a motion to approve the minutes of the November 18, 2017 Special Board meeting. Seconded by Mark. Approved by vote of Bill-Yes, Mark-Yes, Don-Yes.

Bill Trimarco made a motion to accept the minutes of the November 13 Board meeting with the spelling correction and the removal of the sentence in the first section. Seconded by Don Haywood with the caveat that we put a policy in place not to repeat the long-winded dialog in the minutes. Discussion: Board member made changes too near to the meeting and other directors didn’t have time to review/digest changes before meeting. Set a time limit for making recommended changes to the draft minutes. Approved by vote of Bill-Yes, Don-Yes, Mark-Nay.

Next Board meeting: Second Monday, January 18, 2018 at 6:00pm at Ross Aragon Community Center. The meeting was adjourned at 8:15pm.

Sharon Jennings

Recording Secretary

12/15/2017