

VLPOA BOARD of DIRECTORS

Minutes of Work Session of October 12, 2009

The meeting was called to order by President Sue Alandar at 1:00 p.m.

Present were: President Sue **Alandar**, Secretary Joe **McCord**, Treasurer Judy **Mabie**, Directors Earl **Ewing**, and Tony **Fiore**.

Also Present: Community Manager Jack **Donovan**.

Absent: Vice-President Lori **Norris**, Director Chet **Homan**

The agenda for the meeting was discussion of the proposed Ventana Lakes Rules.

Sue Alandar opened the meeting with the following:

This is obviously a lot of material and I do not expect that we will go over it with a fine tooth comb today. Rather, I expect us to discuss concepts and planning, and begin a list issues that will have to be addressed during the ongoing rulemaking process.

As you know, my proposal is to come up with a second draft after today, put it out for comment, and collect written input. My suggestion is that this period last until the end of 2009. I will then do a third draft (if necessary) making corrections and editorial changes. I will list all of the issues that require Board action and we would have a meeting for that purpose before I prepare the final draft which may be adopted by the Board.

Before we begin our discussion, I would like to note that Chet Homan could not be here today, but he and I did teleconference yesterday and I have his notes here. Also, I would like to thank the Vada Bowers, Ron Congrove, Don Holtzee, Lois Owen and Judy Mabie...the CC&R committee...who took the time to meet again to review this draft. They have sent me a letter of recommendation that I would like to read for the Board now, and respond to by point. The following indented material is from their letter.

October 6, 2009

Sue:

In response to your request the CC&R Committee has met twice to review the draft of the Ventana Lakes Rules. Our notes will be made available to you by October 7.

I have those notes on the draft I will be using today for discussion. Thank you.

Although we can appreciate the amount of work that went into this project, we feel it will be confusing to the residents. Topics are repeated within one article and repeated again in different articles. The numbering system is confusing, and it is far too lengthy to encourage residents to familiarize themselves with it.

The organization of the rules is directed to the reader, or audience. For example, most people would not be interested in what our directives are to Management. Nor would they care about a volunteer committees internal procedures. It isn't expected that people read the entire package if they are only interested in one part. Each section is written so that it can be published individually. Redundancies within a Section should be

removed as necessary – remember this is a FIRST DRAFT. However, redundancies may be expected within different sections, because the information is needed in more than one context to more than one audience.

Any numbering system can be improved, and if the Board wants to change this one it is fine with me. In fact, I have a couple of various simplified versions for today.

As for length, all of this has been published over the years without any organization. Anything that isn't needed can be removed...if it isn't needed, I hope it will be. The important thing is that organization is needed, and at least the Table of Contents should be available to everyone so they can find what they need when they need it. There was a Table of Contents for all the Sections included in the Ventana Views in October.

Much of the material presented directly quotes the CC&R's or Bylaws. We fear people will begin to question which document takes precedence.

This is one of the concerns I had when I started pulling everything together. The "Community Guidelines" has been published for years as part of the telephone directory, generally along with the Architectural Guidelines. This information obviously restates the governing documents of Ventana Lakes. Is this a good idea? Who is responsible for changing or updating this information? Should we use this information in formal rules, or should we instead adopt a rule saying that whenever Community Information is published, it shall at least be reviewed by the Board to ensure there is no conflict with the governing documents? This is a necessary Board decision.

We would question the need to reproduce the documents for all residents due to cost and redundancy. Perhaps final copies should be made available for committee chairpersons, board members, and a supply should be available for residents who request them. Most residents will be concerned with Architectural Guidelines only. Therefore, it is our suggestion that architectural matters continue to be available in a separate document.

I agree. Again, each section is written toward a specific audience, so that it can be published in that matter. What I call Article 1, the Rules for all Homeowners, is very long, but it can be published in Sections. There are Ten Sections. There may well be less if we remove material that restates the CC&R's.

Perhaps an Ad Hoc Committee of community residents should be appointed to review, revise, reorganize and simplify the rules for maximum readability and understanding.

I disagree about having a resident committee review, revise and reorganize the rules. These are the Board's rules. I believe the Board has the authority and the responsibility to do any review, revision or reorganization, in open meeting with the discussions happening in open meeting. I will be making the substance of all written comments available accordingly to the Board and the community, and discussions will occur accordingly. If a future Board wishes to review, revise and reorganize the rules then they should also be the ones who do it. There should be no behind the scenes work on this material.

Now, I have responded to the letter because it was addressed to me. However, I have made the letter and my response available to the Board today, because all of this is the

Board's decision. Does anyone have a concern with my response? If so, I would like to discuss it now and try to reach a consensus on how we will proceed.

Following the above, there was discussion on how the rules should be **published and distributed** after adoption. The general agreement was that they would all be available on the web, but we would not attempt to provide everyone with a full set unless they asked for it. First hard copy publication would be limited to 250 copies of the Rules for Homeowners, printed on 3-hole punched paper, two sides. Generally, the sets for the Board, Volunteers, Committees and Management would be provided only to the Board, Volunteers, Committees and Management, though they would be available on the web (and in hard copy if requested.)

The next discussion was on the **numbering system** and how to ensure it is simple and easy to follow. The consensus was to use the following system:

Each of the four "Parts" will be published separately, and not called Articles or anything similar to the CC&R's. Instead, they will be simply titled:

Rules for Homeowners

Rules for the Board

Rules for Volunteers and Committees

Rules for Management

Within each of these sets, the parts called "Section" in the draft will simply be called "Rule." Then the individual rules will be numbered sequentially. Here is a sample.

RULES FOR THE BOARD

Rule A. Board Meetings

What Constitutes a Board Meeting

1. Requirements for Board Meetings
2. Manner of Noticing Board Meetings
3. Rotation of Monthly Board Meetings
4. Executive Sessions
5. Organizational Meetings: Added Item

Rule B. Duties of Officers of the Board

1. Board President
2. Vice President
3. (ETC.)

The next issue was what would be included in the rules. Should they restate the CC&R's? The consensus was that it would be wrong to do so. The Board can change the rules, but it cannot change the CC&R's. **Therefore, all those rules in the draft that do nothing more than restate what is already in the CC&R's will be removed.** (The CC&R committee offered to go through and mark out all these sections and provide this to Sue Alandar so she can prepare the second draft.)

Everyone was asked to mark **corrections**, (spelling, grammar, punctuation) and give their copy to Sue Alandar for use in the second draft.

The Board and persons present then reviewed the **Rules for Homeowners** and the **Rules for Volunteers and Committees**. (Sue Alandar did point out that the "Record Retention and Disposal Schedule" created by Lori Norris and approved by the Board in 2008 would be need to be added to the Rules for Management in the next draft.)

The following additional points were generally agreed upon:

- A rule is to be added to the Rules for the Board (Rule B) which will have the Board designate a member to be the Rules Director for the Board. This Board member will be responsible for ensuring that rules added, amended or repealed by the Board are actually signed off on, changed in the published document and the web, with a historical footnote regarding the action that was taken.
- The Rules for Homeowners should be included along with the CC&R's in the documents for persons purchasing a home in Ventana Lakes. This should however have a cover letter noting that the Rules can be changed by the Board, and the new homeowner should ensure that the copy they have is current. **(Note: this means that the most recent amendment date should be included on the front of each rules package each time a rule is changed.)**
- The newsletter should carry a standard paragraph stating that the CC&R's and the Ventana Lakes Rules are available on the website and from the office.
- The Architectural Rules will be the first Rule (A) in the Rules for Homeowners, as it will be the most used.
- The (draft rule) Section I "Election and Recall Procedures" will be moved to the Volunteers and Committees Rules with an added provision that the Election Chairperson shall have all of this published annually as part of the election process (something that is done anyway.)

Other changes discussed will be included in the next set of draft rules. There will be a working session scheduled for the beginning of November to complete review of the first draft (Rules for the Board and Rules for Management.)

The following issues were identified that will need to be addressed in open meeting and not just as part of the reorganization. They will be on the November 2009 agenda:

1. Should the resale transfer fee go to Reserves? Since it cannot be predetermined, the income cannot be specified for an annual operating budget.
2. Should the Guest Pass be increased from \$1 to \$5?
3. Wearing identification badges: A policy saying "shall" means it should be enforced. There are no sanctions (fines or loss of privileges) for not wearing an i.d. badge. Should there be? Previous policy said "must"; community information pamphlet said "shall"; proposed language is "should."
4. Should the boat registration policy be repealed? It has not been enforced for two years due to lack of volunteers to report failure to comply. This has not created problems in the community.
5. Should persons who coordinate activities for social clubs or groups be considered "volunteers" for policy purposes?

Submitted by:

Sue Alandar
President
Ventana Lakes Property Owners Association