

**WALDEN WOODS**  
**BOARD OF DIRECTORS MEETING MINUTES**

**MEETING DATE:** November 29, 2017

**STATUS OF THESE MINUTES:** DRAFT as of 12/13/17

**1. ATTENDANCE:**

**Directors in Attendance:** Fitzgerald, Towers, Palladino, Hoffman, Cocoran, Tracy, Lattimer, Webber, Onessimo, Raupach, Boccuzzi, and Brand

**Directors Absent:** None.

**Elite Property Management Representative:** Chris Kohnle, Property Manager.

**2. CALL TO ORDER:**

President Lattimer called the meeting to order at 7:00 p.m.

*NOTE: It was asked by Mr. Kohnle to allow the representative of Russo Landscaping to speak first thereby bypassing the order of the Agenda provided to allow discussion of the Landscaping Contract (see Section 5c of these Minutes for that discussion) which has an impending deadline. It was agreed to do so. In order to maintain the continuity of the Minutes, the undersigned followed the Agenda in preparing these Minutes.*

**3. APPROVAL OF THE MINUTES:**

Edits to Minutes of prior meeting were to include Director Hoffman in attendance and Director Brand absent. After some discussion and these changes to the October 2017 Minutes, a motion to accept the minutes was moved by Director Webber seconded by Director Tracy. A vote was called with Director Palladino abstaining. Motion was approved.

**4. FINANCIAL REPORT:** Director Tracy, referring to the financial information that was provided the Board by Elite, briefly summarized the financial status of the Conservancy, as well as, the various Councils. On target to be in the black for the end of the year. Director Lattimer asked for clarification as to what is the prepaid assessments. He made a point that the prepaids are about \$50,000 yet only \$26,000 collected and we are at the end of the year. This needs to be monitored and stressed that the Conservancy was working with "borrowed money".

**5. MANAGER'S REPORT:**

a) **Inspection Reports:** Elite summary of field visits and work orders included in Board package were presented. Issue with two old items from July were

discussed (see pgs 50 and 51). Those are completed. The report needs to be amended.

- b) **Boundaries Update:** It was reported that 197 agreements to amendment have been signed. Need another 27 minimum to complete. Additional signatures are being sought. Attorney Pearlstein recommended that there be more than the minimum. Mr. Kohnle is getting emails out and Director Tracy is going door to door. Mr. Kohnle stated we have time to get the signatures, but better to get this moved.
- c) **Landscaping, Snow Removal, Fert. Contract:** Mark from Russo Landscaping appeared for discussion. Reminded everyone it was a three (3) Year contract. Chris added this to the Board packet. Contract is up in a few days. Prior year was a five (5) year contract, but the Board preferred the shorter term contract and during the negotiations it was to include the Shed. Contract outlines what Russo would cover including the Shed and what the work would entail. Mark pointed out that there is an upfront extra charge and then at the end of the three (3) years, any overpayment would be credited back to the Conservancy. All other Councils would get the benefit of the Shed through the Conservancy (see the prior Minutes for those details.) The Shed is to help Russo to have equipment on site for supplies and for ease and quick access for Russo Landscaping.

Discussion regarding the need for the Shed and being able to lock it up and keep secure. Some discussion of what it would entail to do this in 2020 and how that would happen. Funding would come out of Operation not Reserves.

Director Webber pointed out issues within the contract. Those items are summarized below:

- Page 36 of Board Packet - Legal fees as read from the contract. The language listed was not acceptable and she thinks that needs to come out. Mark said that their attorney needs to address that point.
- Storage question – pad clarification should say something like “...a *thick liner to protect the environment*”. Director Webber wanted to know if there is ever an issue, how does the Board address an environment problem; how do they to test or know about that issue. Mark explained that would be done by a visual inspection, spillage is pretty immediate to see.
- Insurance - Director Webber asked clarification. The insurance doesn't appear to cover a slip and fall or injury from an event if the worker was hurt. There needed to be clarification specifically to (see the last two lines before signatures), how does the Board deal with certain sections on the Conservancy property that is now Russo's storage/access? It should be insured. Based upon this, the Conservancy needs to have proof of insurance

that will include coverage of this.

- Pages 32 and 33 (8, 9,10 and 11) - Remove Woodmoor.

*Discussion on weeds over the bridge at the pond. Needs to be addressed but due to environmental issues on how to deal with and the fact that this was not part of discussion on the contract the item was tabled and to be discussed at January Meeting.*

- Page 7, 4th paragraph - 48 hours or 5 business days for notification of an issue and resolution. This need to be clarified. Mr. Kohnle stated that “48 hours” was an email acknowledgement that there is issue reported. A written would issue in 5 days.
- Page 6 – Snow and ice measurements. Is this accurate. Mark reported that it was boiler plate language.
- Page 6 – Access to storage. Just clarify that equipment to be stored in the storage Shed and not all over. Agreed that language to be added for clarification.
- Page 4 H, in the “event of excessive of fuel surcharge”. Director Webber asked to look to see what was done in prior years when there was a fuel surcharge. Mark will look into that and come back with that language. Director Webber pointed out that the contract needs to have a number listed within the document.
- G – Indemnification – “....subcontractor **or customer**” (please add “or Customer”)
- F – (Correct to I) Conservancy maintenance....doesn't include.... (that paragraph needs to add *pool, tennis courts, island...*) all the Conservancy.
- Director Brand asked why equipment to be moved in the first place. They were fine in Duplex. Director Tracy made comment that it wasn't fine and that there were such as a few leaks from bad equipment. Environmental issues and leaking were discussed and can that be remedied? Discussion ensued on the complications of that. Disposal of leakage is a problem. The new storage will have a heavy liner, then stone to help prevent or diminish the environmental exposure. Director Lattimer stated that this needed to be discussed at a later time, since this contract discussion. The focus on the contract language was what was being discussed now.
- Director Boccuzzi – clarification that Holden has the equipment that Russo is using. How does the Board know if there is a problem with their equipment and that they will address this. Mark assured that they are very responsive at

Holden. There have been no issues in the past that haven't been addressed quickly.

**MOTION** made by Director Webber to go forward with accepting the Russo contract presented 10/31/17 subject to the changes of tonight's meeting. Seconded by Director Fitzgerald. Discussion ensued. Vote to approve with one opposed (Director Brand). No abstentions. **MOTION PASSED.**

- d) **Budget Reserves 2018** – Townhome will be \$282 and all others to remain the same (see Director Packet for details). Discussion ensued. If there are any last minute changes, they need to be voted on as the Annual Meeting is on 12/12/17. It was further discussed that notices go out by Friday for the Annual Meeting to meet that deadline.

**MOTION** To approve the Conservancy and Council budgets was made by Director Tracy and seconded by Director Palladino. Issue was asked of how to cover the cost of Duplex and Townhome and should there be a discussion. Director Lattimer is aware that there is an issue, but stated that the Board should approve the budget as it is and discuss the allocation issues later. **MOTION PASSES** unanimously. Chris will get the budgets out in time to meet the 10 day due notice.

- e) **Signature Cards**. Chris wanted to update the signature cards. Director Latimer suggested that the Board wait until after the December Annual Meeting so that the new board would be voted in and the cards could be addressed after that vote.

## 6. UNIT OWNERS FORUM:

No one presented any specific issues to the Board at this meeting for discussion.

## 7. UNFINISHED BUSINESS:

a) **136 PB AAI Resolution**

136 Pierce Blvd, balcony issue. Per the Standards Committee, it can stay as is. Much discussion ensued. The issue of the Board having the Standards Committee follow up with the homeowner but the made the decision for the Board not to fine even after the Board recommended a fine was not in their purview. The Standards Committee made the recommendation because the expense was in their opinion excessive. The homeowner never followed the rules and filed his AAI and yet he isn't being fined.

**MOTION** – Motion made by Director Tracey to accept the recommendation of the Standards Committee, seconded by Director Boccuzzi. Vote to Approve was agreed by Directors Fitzgerald, Towers, Palladino, Cocoran, Tracy and Brand. Opposed by Directors Webber, Boccuzzi, Raupach, and Onessimo. **MOTION PASSES.**

There was a general comment that you can't change the rules for any one home owner. The rules need to apply to everyone. Much discussion ensued but no resolution on the issue was made.

## 8. NEW BUSINESS:

a) **Generator.** Director Webber moved to approve the Standards recommendation wants notice. Seconded by Director Cocoran. Elite will send notice out to the community.

b) **Hearing Results 11AP & 201 PL.**

- **11 Astor Place** – Gillette roof and gas can issues. Two notices were ignored. Third issued a fine of \$175. Still not AI. **MOTION** to approve the fine was made by Director Fitzgerald and seconded by Director Towers. Discussion ensued to reduce the fine because it has been an ongoing issue. All opposed with Directors Webber and Tower abstaining. **MOTION DOES NOT PASS.**

Director Tracy stated that the Standards Committee will review the fines over the winter and come back with any recommendations. It was also stated to Director Tracy (directed towards the Standards Committee) that that the Committee needs to address the homeowner issues, convey the Board's recommendations and then return to the Board for a ruling; not just have the Standards Committee overriding the Board's authority to enforce their recommendations/ruling.

- **201 Pickett Lane** – **MOTION** made by Director Palladino and Seconded by Director Towers to issue fine. **MOTION PASSES** with Director Onessimo voting no and Director Raupach abstaining.

**9. COMMITTEE REPORTS:**

The reports of the various Board sanctioned committees were previously provided to Elite and included as part of the Board package received by each member. There was no discussion.

**10. EXECUTIVE SESSION:**

There was a short session held prior to the start of the regular Board meeting. No Minutes were taken by the undersigned for that meeting.

**11. NEXT BOARD MEETING:** Annual Meeting on Tuesday, December 12, 2017 at 7:00 pm.

**12. ADJOURNED:** There being no additional business, it was moved by Director Lattimer, seconded by Director Tracy to adjourn, which passed unanimously. Meeting adjourned at 8:37 p.m.

Respectfully Submitted by  
Rebekah Royer-Poppel,  
Minute Secretary  
(Non-Member)