

# *Clearwood Community Association*

Minutes of the Regular Informational Meeting of the Membership  
May 19, 2018 – **\*\*APPROVED\*\***

**1. MEETING CONVENED:**

- a. At the Bald Hills Fire Department

**2. QUORUM:**

- a. The quorum for meetings of the Board of Directors is three. Five Directors were in attendance throughout the meeting, therefore the quorum was met.

**3. IN ATTENDANCE:**

- a. Directors: Laura Drybread (President), Yvonne Moore (Vice President/Secretary), Linda Azzarella (Treasurer), Timothy Francen (Director), Linda Doucette (Director)
- b. Managers and Staff: Albert Darrow, Rebecca Kyser, Dolanna Burnette (Bookkeeper)
- c. Executive Secretary: Wendi Broden
- d. Member(s) and/or Guests, in the order they signed in: Linda Doucette, Pat Callinsky, Ron Smith, LaDonna Hockaday, Timothy Francen, Pete Florschuetz, Geo & Joannie Rodriguez, Valerie Cawley, Doug & Cookie Skelly, Linda Azzarella, Teresa Cook, Wendi Broden, Bob Owen, Lynne Schmoe, Jessica Burkey, Richard Kendall, Bill & Jan Dorweiler, Mariel Lindblad, Cynthia Train, Tobi Perkins, William Owen, Justin Denoyer, Nancy Payne, Will Capps, Racheal Paige, Syndi Martin, Damaria Li, Aaron Lang, Rob Hung, Oscar Hager, Aimee King, Emily Martin, Judy James, John Moore

**4. REGULAR PRESIDING OFFICER AND SECRETARY:**

- a. President Laura Drybread and Secretary Yvonne Moore

**5. MEETING CALLED TO ORDER**

- a. At 09:02am by President Drybread.

**6. APPROVE THE AGENDA:**

- a. *A motion was made by Secretary Moore and seconded by Treasurer Azzarella to approve the agenda. The motion passed unanimously.*

**7. INTRODUCTIONS**

- a. Introductions were made of all Board Directors, Executive Secretary, Members and Guests.

**8. RATIFY BOARD POLLS**

- a. *A motion was made by Secretary Moore and seconded by President Drybread to ratify the Board poll to accept the resignation of Director Em Seymour. The motion passed unanimously.*
- b. *A motion was made by Secretary Moore and seconded by Treasurer Azzarella to ratify the Board poll to accept the seating of Linda Doucette to the Board. The motion passed unanimously.*

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## **9. RESIDENT'S AGENDA QUESTIONS**

- a. Member Syndi Martin turned in some paperwork to President Drybread and was advised that it would be included in executive session, not addressed in open forum.

## **10. EMERGENCY PREPAREDNESS PRESENTATION**

- a. President Drybread reminded Members that it will be a bad year for wildfires and that we all need to be careful with following burn bans when they come out. There will be strict rules in place to prevent any fires in the community with any burn bans.
- b. Secretary Moore introduced Roseanne Garrand, Public Education Specialist for the State of Washington Emergency Management Division for the Washington Military Department.
- c. Ms. Garrand presented the publications she brought with her for Membership to take home to read and discussed various topics including disaster readiness, two weeks ready, and the Map Your Neighborhood Program.
- d. Door prize winners were drawn.

## **11. APPROVAL AND ACCEPTANCE OF MINUTES**

- a. *A motion was made by President Drybread and seconded by Secretary Moore to approve and accept the following minutes. The motion passed unanimously.*
  - i. Regular Board Meeting Minutes – 21 April 2018
  - ii. MAC Minutes – 13 March 2018
  - iii. MAC Minutes – 27 March 2018
  - iv. MAC Minutes – 10 April 2018
  - v. Violations Committee Minutes – 12 April 2018
  - vi. Violations Committee Minutes – 26 April 2018
  - vii. Violations Review Panel Minutes – 06 May 2018
  - viii. Finance Committee Minutes – 11 April 2018

## **12. PRESENTATION OF THE RESOLUTIONS UP FOR MEMBERSHIP VOTE**

- a. President Drybread informed Members that the Resolutions in full can be viewed on our website and will be included in the Voter Pamphlets.
- b. Treasurer Azzarella presented Board Resolution 2018-03-01 – A Resolution to Comply with RCW 64.38.045 Regarding the Annual Audit and explained that any HOA's with a budget over \$50,000 annually are not required to have an audit annually, but strongly urge Membership to vote YES. Discussion regarding our Bylaws and the RCW regarding the annual audit occurred.
- c. Secretary Moore presented Board Resolution 2018-03-02 – A Resolution to Approve August 2017 Annual Membership Meeting Minutes and October 2017 Special Membership Meeting Minutes. Secretary Moore explained to Membership that since

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these are Membership meetings, they differ from the Monthly Board Meetings and only Membership can approve the minutes from Membership Meetings. These minutes can be found on the community website.

- d. Treasurer Azzarella presented Board Resolution 2018-03-03 – A Resolution to Ratify the 2019 Budget.
- e. President Drybread presented Board Resoluituion 2018-03-04 – A Resolution to Clarify the Meaning of Members Present, Authorized Agent, and Proxy; Provide Electronic Voting as an Option Increasing Access to Voting. President Drybread explained that this Resolution intends to clear up some language in the CC&Rs that caused confusion at last year's Special Membership Meeting.
- f. President Drybread presented Board Resolution 2018-03-05 – A Resolution to Amend the Bylaws Regarding Members Seeking to be Seated on the Board of Directors and Flexibility to the Number of Directors. President Drybread explained what the Board is legally allowed to do for background checks and the usefulness of the Self Disclosure Form that will be added with the passing of this Resolution.

Discussion regarding background checks on volunteers and what the law states occurred.

President Drybread also explained the difficulty in filling and keeping 7 seated Board Directors which is what the second part of this resolution.

- g. President Drybread presented Board Resolution 2018-03-06 – A Resolution Concerning Directors Missing Board Meetings. President Drybread stated that it is your expectation that if you vote someone onto the Board, you expect them to attend and represent you at the Board Meetings.

Discussion regarding Board Members being penalized for not attending special meetings that are scheduled when all members cannot attend occurred.

- h. President Drybread invited Membership to sign up to help write the Pro and Con statements for each resolution. Members were directed to the table in the back of the room where all resolutions and Pro and Con signup sheets were available.
- i. Member Resolutions were then presented to Membership by President Drybread because the Member who wrote them was not present at the meeting.
- j. President Drybread presented Member Resolution 2018-03-07 – A Nonbinding Resolution Concerning Professional Property Management. President Drybread explained that this was a Resolution to see how many people are interested in Professional Property Management option and that this Resolution is Nonbinding.
- k. President Drybread presented Member Resolution 2018-03-08 – A Resolution Concerning Mail-in Voting at ALL Membership Meetings. President Drybread explained

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this was also written due to the confusion during last year's Special Membership Meeting.

Discussion regarding what happens if both the Board and Member Resolution pass regarding the same topic.

## **13. CANDIDATES FOR THE BOARD OPENINGS**

- a. President Drybread announced that nobody has declared and there has been no interest from anyone to join the board, so there will be no candidate listings in the Voter Pamphlet.

Discussion regarding the possibility of write in candidates and the Board Resolution 2018-03-05 passing occurred.

Discussion regarding the reasons why volunteers won't come forward to sit on the Board and possible solutions to that fact occurred.

## **14. Substitute Senate Bill 6175 – Washington Uniformed Common Community Interest Act**

- a. President Drybread discussed this new bill that was signed by the Governor of Washington State and will go into effect July 1, 2018.

President Drybread stated this act took a lot of laws from other sections of the RCW and combined them into one bill. She outlined that 2 sections of this bill are applicable to Clearwood – 1. the adoption of budgets and 2. the process that needs to be followed in order to bring a common interest community under the guidelines of this new law vs. staying under the current law.

President Drybread explained that any common interest community, i.e. Clearwood, that is preexistent to July 1, 2018 is not automatically covered by this law. President Drybread outlined the steps that would need to be taken to bring Clearwood under the guidelines of this new law. There was discussion on how this new law would be adopted by Clearwood in full and what the guidelines for that to happen would be.

President Drybread explained how the budget process is changing under this law. Under this new law, assessment increases and special assessments would be included into the budget and voted on just as we do now. No separate resolution would be needed to ratify the budget, and it would take 678 NO votes to fail.

Discussion on the budget changes and other sections under this new law occurred.

## **15. Violations and Compliance**

- a. President Drybread discussed the amount negative feedback and input on social media and several questions regarding violations enforcement. Office staff will not be doing Compliance and the Property Standards Program is still being worked on by the Board. Director Doucette has been involved with the Violations Committee for 18 years and will be helping the Board with this task. Discussion regarding Property Standards and the Violations process occurred.

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## **16. Treasurer Comments**

- a. Otter Beach Docks – The 2 old wooden docks at Otter Beach have reached the end of their useful lives. The Finance committee feels that it would save money for the community to have them taken out as opposed to spending money for exploration into repairs, which could cost up to \$100,000. The Finance committee has recommended to the Board that the 2 wooden docks be removed and a new EZ Dock be put in to replace them at the cost of \$18,000 for the dock and approximately \$10,000 to remove the old docks, a total of \$28,000 out of General Reserves.

*A motion was made by President Drybread and seconded by Secretary Moore to follow the recommendation made by the Finance Committee to remove the wooden docks that are currently there and replace them with the EZ Dock that was approved by a previous Board. The motion passed unanimously.*

- b. Water Operations Surplus – Bookkeeper Burnett explained that any surplus from Water Operations each year is supposed to be moved over into the Water Reserves to help support those projects. The last time this was done at the end of 2013. There are funds in the amount of almost \$300,000 that need to be moved into Water Reserves. Bookkeeper Burnett recommends that \$50,000 be kept in Water Operations in the event that Water Operations goes over budget for the year, but the remainder be moved to Water Reserves.

*A motion was made by President Drybread and seconded by Director Francen to move excess funds from Water Operations to Water Reserves minus \$50,000 to be maintained for potential water deficits. The motion passed unanimously.*

## **17. Sheriff Department Update**

- a. Member John Moore updated the Board that we are under a contract with the Thurston County Sheriff Office for patrols and that we have doubled the patrols that we had before. He stated that we have also been given loan of the speed trailer to monitor speed in the community. He reminded everyone to please make sure your cars and homes are locked at night and when not in use.
- b. Director Doucette reminded Membership that Patrol does offer the Vacation Watch Check and how effective it is. President Drybread stated that it's a form that you can fill out at the office to let Patrol know when you will be gone and that they will do checks on your home while you are gone. Treasurer Azzarella stated that Patrol and the Office also passes that information on to the Sheriff patrols so that they can also check to make sure your doors and windows are secure, and it will give them permission to enter your property to make those checks. He reminded Membership that they will not enter your home unless there has been a break in.

## **18. Fire Department Update**

- a. Former Commissioner Bill Owen stated that they are thinner than they have ever been with volunteers. It will take a little longer to get to you with the amount of people they have right now, and sometimes Yelm must take some of their calls, which could take up to 45 minutes. Volunteers are desperately needed. They currently have about 30 volunteers with over 4,000 people to service in the area. Training will be

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paid for the training needed for all volunteers. Membership was reminded to keep the areas around their homes free of debris to help them get to you in the event of an emergency.

## **19. Volunteer Coordinator Update**

- a. Volunteer Coordinator Wendi Broden briefed that there were volunteer signup sheets on the back table for members to sign up for committees. Volunteers can also sign up on the website. CPC is in the most need of help right now, but all volunteers for any of the committees are welcomed.

## **20. Seating of Committee Members**

- a. A motion was made by Director Francen and seconded by Treasurer Azzarella that the following members are seated on the Roads and Water Committee and Albert Darrow, Maintenance Manager serve on the committee as a subject matter expert. The motion passed unanimously.
  - i. Will Capps
  - ii. Valerie Cawley
  - iii. Linda Azzarella
  - iv. Deborah Baker

## **21. Open Mic**

- a. Member Syndi Martin thanked the Board for posting the Resolutions on the website so that they could be read through.
- b. Member Syndi Martin stated that regarding the 2019 Budget, in the Finance Committee Meeting Minutes, the Finance Committee was recommending an increase to the Water Reserve Assessments, but she did not see that reflected in the 2019 Budget Packet. Clarification that there would be no increase was asked for. Treasurer Azzarella responded that there would be no increase requested this year, but that it was a discussion during a Finance Committee Meeting based on the amount of money that will be needed in the future for projects such as pipes, and that with the new law on the horizon regarding the passing of budgets, it was decided that no increase would be asked for.
- c. Member Syndi Martin asked why there is a decrease to the income between the 2018 and 2019 Budgets. Bookkeeper Burnett explained that during the budget process for 2019, it was determined to be more conservative with the estimations of income, and that all income line items were based on historical data.
- d. Member Syndi Martin expressed that she would like to see the Resolution 2018-03-05 regarding background checks and the number of Directors on the Board to be two separate resolutions because she feels a lot of people could be for one part and against the other part. Discussion on this topic occurred. President Drybread said the Board would take that under consideration.
- e. Member Syndi Martin also had a question regarding the 2018 Budget. She stated that when she compared the approved budget to the amended budget, that the allocated expenses for Water Operations were increased, but the Water Operations budget doesn't reflect this change. Bookkeeper Burnett said that it was noticed, but

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it was not adjusted on the Water Operations budget because the Chemical line item on the Water Operations budget was increased significantly for 2018 with the anticipation that Well 5 would be operational, and since it will not be, which will absorb the \$20,000 error of the Allocated Expenses not being adjusted.

- f. Member Syndi Martin stated that in President Drybread's President Digest in March it was stated that there were several staff changes and that those changes were cost neutral, but she is seeing about \$16,000 additional expenses for Admin payroll. President Drybread stated she would check into that for her.
- g. Member Syndi Martin stated that she is uncomfortable with the fact that the Finance Committee finds the funding for positions such as the Executive Secretary, and that Wendi Broden is the Chairperson for the Finance Committee and that the position of Executive Secretary was given to her without being advertised to the community. Member Martin feels it was a conflict and wanted to know if there was a reason the position wasn't posted to the community. President Drybread stated that she felt they chose somebody that was skilled and able to do what needed to get done with the limitations the Board has, and that even though the Finance Committee may make recommendations, the Board still has to ultimately vote on it. Member Martin wanted to know the budget for that position. It was told to her that it was an hourly position, and not to exceed 40 hours per month. Member Martin inquired on what tasks were associated with the position because she felt that 40 hours a month was not needed to do agendas. Secretary Moore informed her that the Executive Secretary is also doing record retention and that she is hourly, so does not always work the full 10 hours per week, however, Secretary Moore was working on Clearwood items 7 days a week, but now has a full-time job. The Executive Secretary has picked up quite a bit of her work load and is condensing it into 40 hours per month.
- h. Member Syndi Martin stated that in October the Board voted to pass a contingency fund resolution that was based on what the attorney advised and backed up by the auditor, and that she sees that was pulled but she doesn't see the Finance Committee has addressed what they are doing with that. The status of that was requested. Treasurer Azzarella reminded Member Martin that she wrote the contingency fund resolution while she was on the Board, and the Board decided to set it aside when Member Martin resigned from the Board because of all the other pending projects going on: the budget, the Meadow Road project, the docks, etc. Treasurer Azzarella explained that what Member Martin wrote in the resolution is confusing and the Finance Committee has to go back and take a second look at it, probably around August after the Election.
- i. Member Syndi Martin stated that in 2016, the board approved \$750,000 for the Well 5 Project and asked if the project was still on track for that amount. Treasurer Azzarella assured her that it was still on track for that amount.
  1. Manager Albert Darrow stated that early 2019 is the timeline to break ground. One pilot test was done using the method with chlorination. Ammonia was found in that test, so chlorination is not an option because that combination will cause taste and odor problems. On top of that to remove the iron and manganese they were hoping for a .2 outflow chlorination, but they are looking more like .6 which will be too much chlorine. They have decided that the engineers come back and try other methods instead. It's looking like the O<sup>2</sup> method is the most promising.

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Once the Aquatech finishes their report, it will go to the engineer, then it will go to the state.

- j. Member Syndi Martin asked when the audit from last year and the Reserve Study will be posted on the website. Member Broden, who maintains the website, stated she would investigate it because it was on the old website, and may have not been transferred over to the new one.
- k. Member Denoyer would like to know why information isn't being put out there and are being told to come to the meetings to find things out. Treasurer Azzarella replied stating she knows he is referring to the gate project, and that it is still an open contract and cannot be posted officially because of that. President Drybread stated that all matters of business are recorded in the meeting minutes and can be viewed on our website. She explained that we do not post on social media for a variety of reasons, one being a liability issue, and the Board will not answer questions regarding costs, etc. on social media. Anyone can email specific questions to the Board at [info@clearwood.org](mailto:info@clearwood.org).
- l. Member Denoyer asked how much the gates are costing and what license plate recognition is and how it affects the community. President Drybread responded that the gates will not cost more than \$130,000 and that license plate recognition is an amenity that comes with the gates which allows the owner to register their license plate and when they come through the gate, the license plate will be read, and the gate will automatically open without a gate card. President Drybread stated that it is optional and that it's not required to register your license plate, gate cards can still be used.
- m. Member Cawley referred to the Resolution 2018-03-05 and had some suggestions for the Board to separate it into 2 different resolutions and the possibility of changing some of the wording. Discussion on this topic occurred.

## **22. ADJOURN**

- a. *A motion was made by President Drybread and seconded by Secretary Moore to adjourn the meeting at 11:33am The motion passed unanimously.*

### **Minutes Prepared by:**

Wendi Broden  
*Executive Secretary*