

Clearwood Community Association

Minutes of the Board of Directors Special Meeting

May 22, 2019 - **APPROVED**

- 1 **1. MEETING CONVENED**
- 2 a. At the Clearwood Office
- 3 **2. QUORUM**
- 4 a. The quorum for the meetings of the Board of Directors is four. Six Directors
- 5 were in attendance throughout the meeting; therefore, the quorum was met.
- 6 **3. IN ATTENDANCE**
- 7 a. Directors: Aaron Lang, President (AL); Brian Gerrish, Vice President (BG); Emily
- 8 Martin, Secretary (EM); John Moore, Treasurer (JM); Malinda Poirier, Director
- 9 (MP); Lonny Bays, Director (LB)
- 10 b. Staff: Racheal Paige
- 11 c. Member(s) and/or Guests: Linda Azzarella, Mary & Sandy Stokes, Laura &
- 12 Tommy Drybread, Yvonne Moore, Valerie Cawley, Syndi Martin, Stacey
- 13 Beggerly, Sooze Fitsik and Jason Lane
- 14 **4. REGULAR PRESIDING OFFICER AND SECRETARY**
- 15 President Aaron Lang and Secretary Emily Martin
- 16 **5. MEETING CALLED TO ORDER** at 6:32pm
- 17 **6. INTRODUCTIONS**
- 18 a. The Board, Staff, Members and Guests introduced themselves.
- 19 **7. APPROVE THE AGENDA**
- 20 a. A Motion is made by AL and seconded by JM to approve the agenda. Motion
- 21 passed unanimously.
- 22 **8. ASSOCIATION OFFICERS**
- 23 a. AL addressed the situation that occurred at the Patrol Meeting held last
- 24 Wednesday and apologized for his behavior and that we all as Directors of the
- 25 Board must be more professional and lead by example. AL referenced RCW
- 26 24.03.127 Duties of a director and relying on the advice from not only legal
- 27 counsel, employees, CPA, etc., but other officers and/or committees and
- 28 when an email inquiry is sent out, if anyone has something to say, they need
- 29 to respond.
- 30 b. EM addressed issues with comments made by JM during open board meetings
- 31 regarding getting cattle prods out for certain directors when they speak. EM
- 32 also addressed BG regarding his behavior at the May Informational Meeting
- 33 and that him speaking to her like a child needs to stop and while he may not
- 34 like her, he should not speak to her like that. BG stated she should not act
- 35 like one then.
- 36 c. A Motion is made by MP and seconded by EM to have BG step down as Vice
- 37 President. Open for discussion. LB stated that he has witnessed too many
- 38 people take things personally and we are here to represent the community,
- 39 not ourselves. MP addressed concerns regarding Board meetings and the
- 40 conduct of Directors. JM stated there was a previous system where each
- 41 board directors gets time to speak and nobody is interrupted and a process
- 42 we should go back to. BG stated the reason he banged the gavel so intensely
- 43 at the meeting was because MP was attacking the members and he was
- 44 trying to keep the peace. EM stated while BG felt MP was the one attacking
- 45 members, he attacked specific members he was not in favor. EM further
- 46 stated that her issues are not just with the conduct at the meeting, but with
- 47 him acting outside of his authority as Vice President and board directive to
- 48 make decisions on his own as well as gaining access to systems he was not
- 49 given approval to have.
- 50

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51 AL addressed an email he sent out to the board requesting the resignation of
52 BG, but after thinking the situation over and speaking with BG, he felt he let
53 his emotions get to him and came across prematurely. AL asked why Patrol
54 decided to take a leave of absence as BG stated the reasoning was because of
55 his conduct at the meeting, but he witnessed it being minuted that members
56 were taking a leave of absence as he was entering the room. BG stated the
57 committee discussed the Board not supporting them and they are fed up with
58 it, but their decision to take a leave of absence was after the meeting.

59 d. The audience was welcomed to address concerns and comments regarding
60 the motion, pointing out other directors' conduct in defense of the motion,
61 and speaking out about issues they have with how this is being handled.

62 e. JM called for the question. JM, LB, AL voted no. EM and MP voted yes. Motion
63 failed.

64 **9. APPROVE MAY 8, 2019 BOARD MEETING MINUTES**

65 a. A Motion is made by AL and seconded by EM to approve the Board Meeting
66 Minutes for May 8, 2019. Motion passed unanimously.

67 **10. PROFESSIONAL PROPERTY MANAGEMENT**

68 a. Scope of Work Tasks Assigned to each Director

69 i. The board discussed the scope of work for various committees and
70 departments in order to compile these lists for what is felt like PPM
71 should be handling or offering support on, welcoming feedback and
72 advice from the audience.

73 b. Update on Conversation with Consultants

74 i. The board discussed the taped interviews with the four consultants and
75 their biggest takeaways from those.

76 ii. The board discussed holding another Special Meeting on May 29th at
77 6:30pm to discuss this topic further.

78 Member Stokes addressed the board regarding the letter she provided on behalf of her mother
79 at the May Information Meeting that she would like to board to consider. AL stated this is
80 something that will be taken seriously, and the board will address these concerns.

81 **11. PATROL/EMERGENCY SERVICES**

82 a. AL asked what the status of the committee was and if everyone is still taking a
83 leave of absence and, as of now, he and Racheal are on the list for emergency
84 calls and has stepped in to fix the gates the couple times they were down.

85 b. AL asked BG what is it that Patrol needs that they feel the Board is not providing
86 them. BG stated they don't feel appreciated, don't feel like they have the
87 support of the Board and aren't getting the equipment they need to do their
88 job. JM also stated they are not getting the support they need from the Sheriff
89 and have had to pick up the slack. MP asked what happens to Patrol and if new
90 members can join if everyone is taking a leave of absence and what happens
91 when the previous members come back with new members on the committee.
92 JM stated there is training that goes along with being on Patrol and any new
93 members would have to go through that and there is no current trainer to
94 provide this.

95 c. A Motion is made by AL and seconded by LB to put the Patrol / Emergency
96 Service on hiatus. Open for discussion. MP asked what legality there is for
97 members to drive around and be the eye and ears of the community like a
98 neighborhood watch program and what training needs to happen for that.

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99 AL stated we do not have structure on the committee right now and once we
100 have this structure and volunteers, this can be reinstated. AL called for the
101 question. AL, JM, LB, BG, EM voted yes. MP voted no. Motion passed.

12. LICENSE PLATE RECOGNITION

- 102
- 103 a. AL stated we did receive a response from our legal counsel on this topic and
104 we can if there are no audio recordings and we follow very specific guidelines
105 they provided including changes to our Red Book and signage at the gates.
106 AL's opinion is for the database information to not be provided to any volunteer
107 and have the office have that access for Patrol when needed.
- 108 b. A Motion is made by AL and seconded by MP to repeal the Motion to give Patrol
109 access to the excel spreadsheet from the LPR System. Open for discussion. AL
110 stated we need to follow the guideline provided by our legal counsel before we
111 can implement this system including the signage at the gates notifying
112 members this system is in place. AL called for the question. JM and BG
113 abstained. AL, MP, LB and EM voted yes. Motion passed.
- 114 c. AL asked which director would be willing to draft the board resolution changing
115 our books in order to incorporate the LPR System. BG stated he would draft it
116 and enlist the assistance of a previous board director.

13. BANK CHECK SCANNER

- 117
- 118 a. Member Paige feels this is a great idea as it saves on time for her to deposit
119 checks at the bank and is roughly \$400 and then \$40 per month for anything
120 over 500 checks. Some confusion on what the fee is and what is included. EM
121 stated if we are going to vote on equipment that has a monthly fee, we should
122 probably confirm what the exact cost is before voting.
- 123 b. A Motion is made by AL and seconded by BG to table this conversation until the
124 next regular board meeting to allow time to gather all the information. Motion
125 passed unanimously.

14. EXECUTIVE SESSION

- 126
- 127 a. A Motion is made by AL and seconded by EM to enter Executive Session at
128 10:18pm to discuss: Member Complaint (matter involving the possible liability
129 of an owner to the Association)
- 130 b. A Motion is made by AL and seconded by EM to exit executive session at
131 10:32pm.

15. RECONVENE IN OPEN MEETING

- 132
- 133 a. A Motion is made by AL and seconded by LB to seek legal counsel on the
134 Member Complaint brought to the board. Motion passed unanimously.

16. ADJOURN

- 135
- 136 a. A Motion is made by EM and seconded by BG to adjourn at 10:33pm. Motion
137 passed unanimously.

138 **Minutes Prepared by:**
139 Secretary Emily Martin