

Clearwood Community Association
Regular Meeting of the Board of Directors
March 26, 2022 at 9:00 am via Zoom
21603 N. Clear Lake Blvd SE, Yelm, WA 98597

***APPROVED MINUTES**

1. **Meeting Called to Order – 9:01 am**
2. **Welcome and Opening Comments** – Reminder we are being audio and video recorded and the agenda is posted on the website.
3. **Roll Call**
 - a. **Directors Present:** Richard Houghton, (President) (RH); Walter White, Vice President (WW); Alexa Burns (Secretary) (AB), Tim Kramer (Treasurer) (TK)(joined at 10:33 am) ; Tyler Marketon, (Director) (TM); Deborah Baker, (Director) (DB); Sabrina Soriero, (Director) (SS)
 - b. **Absent:** Malinda Poirier (Ex Officio Member) (MP)
 - c. **Quorum Verified**
 - d. **Staff:** Racheal Paige, General Manager (RP); Jennifer Spidle, Accounting Manager (JS); Mitch Waterman, Owner's Representative (MW)
 - e. **Guests:** Phil Holzinger, member; Jackie Lambert, Member; Ted Krembs, Member; Gary LaGuire, member, joined at 9:26 am.; Mariel Lindblad, member, joined at 9:38 am; Craig, member, joined at 9:44 am; Carol Anderson, member, joined at 10:10 am.; Emily Zabor, member, joined at noon.
4. **Introductions** – Board members, staff, and guests were introduced
5. **Approval of Agenda** – *Motion by RH with second by WW to approve the March 26 agenda, moving the Executive Session to immediately after item 7. Motion carries.*
6. **Member Questions and Comments on Agenda Items** –
7. **Approval of Consent Agenda** – *Motion by RH with second by WW to approve the Consent Agenda. Motion carries. Discussion: September Board meeting is being held a week early to coincide with the timing for approving the budget for submission to the membership at the Annual General Meeting. DB noted that the ACC report was appreciated but wished it could be condensed.*
 - a. Reschedule September Board Meeting from September 24 to September 17
 - b. Minutes of February 26, 2022, Board Meeting
 - c. Minutes from February 21, 2022, Finance Committee Meeting
 - d. Minutes from March 7, 2022, Finance Committee Meeting
 - e. Minutes from February 11, 2022, Violations Committee Meeting
 - f. Minutes from February 22, 2022, MAC Meeting
 - g. Minutes from March 8, 2022, MAC Meeting
 - h. ACC Report for February 2022
8. **General Manager's Report** – RP summarized her report (available online)
9. **Owner's Representative Report** – MW summarized his report (available online). MW left meeting at 9:37 am.
10. **Accounting Manager's Report** – JS summarized her report (available online).
11. **Business – Operations** –
 - a. *Motion by WW with second by RH to suspend the rule requiring a motion before discussion. Motion carries.*
 - b. Fines and Fees Schedule – Increase of ACC permit fee to \$200 for new houses. Discussion: Increase is being recommended by RP, to cover costs incurred in checking on whether requirements in governing documents are being met.
 - c. Capital Request - Emergency Capital Spending – Discussion: this is set up every year, so the General Manager can respond to emergency situations. Last year, none of the funds were used.
 - d. Capital Request – Water Leak Repair. Discussion: water loss is currently at 43%, which impacts costs due to pumping it and causes concerns about erosion.

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- e. Capital Request – Brookside Bridge. Discussion: this project is already completed and was under budget.
- f. Capital Request – Sunset Beach. Discussion: this project is already nearly completed and is under budget.
- g. Capital Request - Removal of Cul-de-Sac Trees. Discussion: 77 trees to be removed because their root systems are damaging the roads and, in some cases, interfering with the water system. Will be replaced by asphalt in the cul-de-sacs. Trees will be milled and dried to be used on the bridge project.
- h. Moving Forward with other Dock and Bridge Replacement/Repairs
 - i. Capital Request - Docks and Bridges – not submitted yet.
- i. Back Gate Access for Motorcycles – Discussion: Capital Request for \$6162.86 on hold. Received proposal for a different option, which may be more cost effective.
- j. Paint Colors for Community Properties – Discussion: As community buildings and other amenities become due for painting, add as an option the blue color currently used on the Well 5 well house.
- k. *Motion by WW with second by RH to reinstate the rules requiring a motion before discussion. Motion carries. **Motions resulting from discussion:***
 - i. *Motion by WW with second by DB to modify the fee schedule to add "nuisance" to the section on abusive conduct and to amend the permit fee for new home construction to \$200. Motion carries.*
 - ii. *Motion by DB with second by RH to approve the Capital Request for Emergency Capital Spending for not to exceed \$10,000 out of Water or General Reserves. Motion carries.*
 - iii. *Motion by DB with second by RH to approve the Capital Request for water leak repair not to exceed \$10,000 from water reserves. Motion carries.*
 - iv. *Motion by DB with second by RH to approve the Capital Request for the completion of the Brookside bridge at a cost of \$6,297.19 from Reserves. Motion carries.*
 - v. *Motion by RH with second by WW to approve the Capital Request for the completion of the work at Sunset Beach, for the amount of \$3,819.79 from Reserves. Motion carries.*
 - vi. *Motion by RH with second by WW to approve the proposed tree removal for Phase 1 of the Roads Project not to exceed \$9,400 from General Reserves. Motion carries.*
 - vii. *Motion by DB with second by RH to table the discussion on motorcycles exiting the back gate pending more information and to leave the back exit gate open while the new option is explored. Motion carries. WW abstains.*
 - viii. *Motion by DB with second by RH that the Board adopt the color of the well house at Well 5 as one of the Clearwood colors for amenities. Motion carries.*
- l. Break at 10:26 am.

12. Business – Governance

- a. 2022 Unaudited Financial Report through February 28, 2022 – *Motion by WW with second by DB to accept the 2022 Unaudited Financial Report through February 28, 2022. Motion carries.*
- b. Transfer Resolutions – *Motion by WW with second by RH to approve Transfer Resolution 2022 03 01. Motion carries.*
- c. Reserves 10-Year Plan – Was provided to the Board for information. Not being discussed at this meeting.

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- i. Projects Matrix
- d. 2023 Budget Development Calendar – Was provided to the Board for information. Not being discussed at this meeting.
- e. Harassment Policy – covered in General Manager’s report
- f. Update on Embezzlement – covered in Executive Session.
- g. Violations Review Panel Venues – *Motion by DB with second by RH to suspend the rule requiring a motion before discussion. Motion carries.*
 - i. Violation committee does not feel it is appropriate to hold Review Panels on Zoom. Concern for confidentiality. Chair hands out packets in the meeting room, collects them at the end and shreds them. Could be up to 11 people in attendance. The Clearwood Office is not a viable option. Other options: Fire station, Lackamas school, clubhouse at Single Tree.
 - ii. Action item: GM to find a location.
- h. Resolutions writing – attorney would draft all resolutions. Discussion: it will be more cost effective to give the attorney the information and let him draft the language for Board resolutions.
- i. Buyer’s Transfer Fee – Action Item: WW will work with JS on this.
- j. Committee Reports
 - i. Elections Committee – Quorum Clarification – not a problem. Action Item: forward Elections Timeline to the Board to be discussed at the next meeting.
 - ii. Member Activities Committee (MAC) –
 - 1. St. Patrick’s Day went well, still a few rocks not found. Another notice sent out.
 - 2. Easter Egg Hunt scheduled for April 9. Send pdf of notice to WW. Email Tyler re: wearing the Easter Bunny costume.
 - 3. Fishing Derby will be held April 24. Still looking for volunteers to help with this.
 - iii. Community Property Committee (CPC) – On hiatus till weather gets warmer. The bulbs they planted are appreciated.
 - iv. Violations Committee – Nothing further.
 - v. ACC – huge packet of updates. RH and AB approving permits now. Board would like a shorter report.
- k. Communication to Residents
 - i. Volunteer Spotlight – Finance Committee – still in process. Action Item: RP, RH and AB formalize the process. Change to quarterly. AB to see that February volunteer (Linda Doucette) is properly acknowledged.
 - ii. Weekly Email Newsletter – Finance Committee adding a “Finance Matters” column monthly, drawing from reports of General Manager, Owner’s Representative, and Accounting Manager. WW and AB have the lead.
 - iii. *Motion by WW with second by DB to reinstate the rule requiring a motion before discussion. Motion carries.*
- l. Motions resulting from the discussion:
 - i. *Motion by AB with second by WW for the Board to utilize legal staff to draft its resolutions with their purpose and intent outlined by the Board. Motion carries.*

13. Member Open Forum – members present made their comments.

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14. **Executive Session – Legal and Personnel Issues** – *Motion by DB with second by RH to adjourn to Executive Session at 10:37 am for the purpose of legal and personnel issues, with Racheal Paige as guest. Motion carries.*
15. **Reconvene General Session – 11:29 am.**
16. **Motions Resulting from Executive Session**
 - a. *Motion by DB with second by RH to adopt Operating Resolution 2022-03-01 regarding harassment and add the same language to Section G of the Rules and Regulations. Motion carries.*
 - b. *Motion by DB with second by WW to not accept the attorney's offer regarding the violation on Div 3 Lot 166. Motion carries.*
 - c. *Motion by WW with second by DB for the Board to authorize RH to initiate the salary adjustment provided for in RP's contract. Motion carries.*
17. **Adjourn** – *Motion to adjourn by RH with second by DB. Motion carries. Meeting adjourned at 12:36 pm.*
18. **Future Agenda Items**
 - m. Back Gate Motorcycle Access
 - n. Use of grazing animals to clear brush
 - o. Discussion on best use of boat yard
 - p. Security System
 - q. Signs warning of pedestrian traffic
 - r. Resolutions for 2022
 - i. R&R on Releasing information
 - ii. To recoup costs relating to vandalism
 - iii. Audit Waiver
19. **GM Action Items**
 - a. Find a location where the Violations Review Panel can meet in person. Suggestions: Fire Station, Lackamas School, meeting room at Single Tree.
20. **Board Action Items**
 - s. AB to forward the Elections Timeline to the Board.
 - t. AB to forward notice of Easter Egg Hunt to WW.
 - u. AB to send email to TM with details about Easter Bunny.
 - v. WW to work with JS to bring forward for a vote in November the resolution regarding the Buyer's Transfer Fee.
 - w. RP, RH and AB finalize the process for the Volunteer Spotlight
 - x. AB to see that February volunteer (Linda Doucette) is properly acknowledged.
 - y. RH design sign for sharing road with pedestrians
 - z. RH, AB and RP to explore using grazing animals to clear brush

Next Regular Board Meeting: April 23, 2022, at 9:00 am