

## **Minutes**

Fieldstone Home Owners Association Meeting

January 5, 2015

1:00 PM at Unit 116 (Ward's House)

### 1. Call to Order and Establish Quorum

The meeting was called to order by President Ward Redman at 1:02 p.m. All board members present; quorum established.

### 2. Approve Minutes of December Meeting

Don Padou motioned to approve the minutes of the December 11, 2014 meeting, Lynne Mulert seconded. The motion passed and the minutes were unanimously approved.

### 3. Officers Reports

President: Ward Redman stated that the metal for the Bret Harte gate repairs is being fabricated by Todeschini Construction. All outstanding bills have been approved and there is one house for sale in the development.

Treasurer: Don Padou presented the treasurer's report (see attached). Two items were also discussed: the HOA has a worker's compensation insurance policy that Don says is unnecessary as we have no workers at present. Committee and HOA board members are not covered by this policy. Don Padou moved to cancel the above mentioned policy and Kris Loving seconded. Motion passed unanimously. The Association has also received an invoice and engagement letter from Haley & Company in the amount of \$1,250 for tax preparation services and for a review of our financials. Don Padou motioned to accept this contract and Lynne Mulert seconded. Motion passed unanimously.

### 4. Committee Reports

Pool, Welcoming, and Social Committees – no report

Architectural Review – there is a meeting after the board meeting

Landscape – One plant is left and the committee would like to have it planted by the landscapers and there is a deer problem in the development. Repellant has been requested. A motion to approve the landscaping issues was made by Lynne Mulert and seconded by Kris Loving. Motion passed.

Communication – they held a meeting and a communication policy is being developed.

### 5. Update on 209 Rental

The interior painting is complete and a few minor repairs are still needed, including the installation of appliances and carpet cleaning.

### 6. Baydaline & Jacobsen Contract

Don Padou recommends that the HOA sign a straight retainer with the law firm of Baydaline & Jacobson. Previously the contract included prepaid hours but these hours only cover already existing issues whereas pay by the hour would more meet the needs of the HOA. The CC&R update is a separate contract. Don Padou motioned to not accept

their contract and will contact them to negotiate an amendment to a straight retainer. Kris Loving seconded and the motion passed.

7. Rental Cap Documents – OMNI maintains a list of units that are rented and units that are grandfathered under our rental cap. The list needs updating which will be undertaken by Barbara Soper, Daniel Loving, and Lynne Mulert.

8. Advanced Roof Design Invoice – The Board discussed the invoice submitted by Advanced Roof Designs and will renegotiate on the basis of issues that have occurred since their inspection. Don Padou will review the bill with the company with a possible reduction in expenditures. Ward Redman will contact the lawyer about responsibilities of the HOA and owners as far as the outside of the homes.

9. Authorization for Emergency Expenses. – The Board unanimously passed a motion for an emergency expenditure plan that authorizes the President (or a board member if the President is unavailable) to spend up to \$1000. The Don Padou made the motion, seconded by Lynne Mulert and passed unanimously.

10. CC&R Re-write – The HOA lawyer has suggested a process (see attached). Don Padou recommends step 3 be amended to provide all HOA members with the first draft in order to gather suggestions before the rewrite. It is hoped that the second draft will be close to the final document. HOA members will probably not see the finalization until August or September 2015. Don Padou motioned to accept the procedure as amended, Bob Loudy seconded. Motion passed unanimously. The first draft of the updated CC&Rs will be posted on the Fieldstone HOA website.

#### 11. Correspondence

A package was left out for UPS overnight and was stolen off the front porch. A sheriff's report will be made.

#### 12. Public Comments

Joe Fontana stated that woodpeckers are attacking trees in the front yards of two homeowners.

#### 13. Adjournment

Meeting was adjourned at 2:35 pm.

Respectfully submitted by Kris Loving, HOA Secretary

Fieldstone Owners Association  
Treasurer's Report  
January 5, 2015

Account Balances  
As of Nov. 30, 2014  
Cash Basis

Operating Account	\$ 23,732.71
Reserve Fund	<u>\$316,387.97</u>
Total Cash	\$340,120.68

Delinquent Assessments  
Ex. 209 Fieldstone Drive

Owner A	\$307.00
Owner B	<u>\$ 76.50</u>
Total	\$383.50

Other Matters

1. The Association has received an invoice and engagement letter from Haley & Company in the amount of \$1,250 for tax preparation services and for a review of our financials. I have attached a copy of the invoice/engagement letter to this report. I have reviewed the minutes of past Board meetings and I can find no evidence that the Board authorized the hiring of Haley & Co.

2. Advanced Roof design has submitted an invoice for \$5,900 for roof inspection and gutter cleaning. The Board authorized this contract at the August meeting. Unit 116 suffered a water leak caused by failed flashing and caulking around the chimney. We have not received all of the invoices for the emergency repair, but the total will be about \$800. The roofers who fixed the failed flashing said that the problem was obvious and should have been noticed by even a casual visual inspection.

I have not paid the Advanced Roof Design invoice. I recommend that the Board deduct the cost of the emergency repairs from the amount of the invoice and offer that figure as full payment. Advanced Roof Design might not accept our proposal and might insist on full payment. They might place a lien against the Association for any unpaid amount.

3. We are paying about \$1,000/year for workers comp insurance. We have no workers.

**This report should be attached to the meeting minutes.**

Fieldstone Owners Association  
January 5, 2015

Procedure for Drafting, Modifying and Presenting to Members Restated Governing Documents

The Board is currently in the process of rewriting or restating the governing documents used by the Association, including the Declaration of Covenants, Conditions and Restrictions (CC&Rs) and the bylaws. The Board adopts the following procedure to accomplish this job.

1. Darren Bevan, the Association's lawyer, has prepared a First Draft of restated governing documents (CC&Rs and bylaws). The First Draft was provided to the Board last week.
2. The Board will review the First Draft of the restated documents.
3. The Board will publish the First Draft of the restated documents on the Association's website as soon as practical after adoption of this motion. Members are invited to read the documents and provide written suggestions for modification to the Board. Members' written suggestions should be as specific as possible and should be provided to the Board by the end of January.
4. The Board will meet with Mr. Bevan in executive session. Mr. Bevan will explain how the documents that he prepared reflect changes to California law. Mr. Bevan will answer any questions that the Board may have and take note of the Board's suggestions for changes. This meeting will take place sometime in February.
5. Mr. Bevan will produce a Second Draft of the Restated Documents reflecting the Board's input. The time required for this step will depend on how many changes the Board requests, but the goal is to finish before the May Board meeting.
6. The Board will modify the Second Draft as it sees fit at a public meeting. The result (the Third Draft of the Restated Documents) will be published to the Members. The goal is to finish this step at the May or July meeting.
7. Members will have approximately 60 days to comment on the Third Draft. Members can submit comments or suggestions in writing to the Board.
8. The Board will consider all written comments and suggestions received from Members and modify the Third Draft as necessary. The Board will approve a Final Draft of the Restated Documents.
9. The Final Draft will be presented to the Members for a vote in accordance with our current CC&Rs.

**This motion should be attached to the meeting minutes.**