

GPOA Board Meeting
Wednesday November 16th, 2022, at 5:00 PM
The Emerald

1. Call to order 5:00pm
2. Roll call
 - Geoffrey Smith (GS) present
 - Carter Ann Rollins (CAR) present
 - Ed Preston absent; excused
 - Hoben Thomas (HT) present
 - Ashley Smith absent; excused
 - Julia Burke (JB) present
 - Tim Jernee (TJ) present
3. Community Comments - 15 minutes
 - 1) In response to M. Waring's comment, it was clarified that the Board's attorney would communicate with his attorney. 2) Parks Schaeffer (PS) addressed an issue that permeated aspects of commentary throughout the meeting, which will only be addressed here: Namely, the GPOA's communication with the larger membership concerning events and activities of interest. PS claimed he was communicating concerns of other residents. No explicit decision was rendered, and no motion made. But a spirited discussion ensued. The issue of *how* such communication would take place, was raised; the modal suggestion seemed to be through through MailChimp. The matter of *what* should be communicated, and wide ranging suggestions were aired. The most controversial of which concerned financial information. Presumably the Board (and others) will cogitate on the matter with perhaps proposals forthcoming.
4. Hold vote to accept TJ to complete Paul Devenuto's term on the Board:
 - GS introduced TJ; JB made a motion to accept the recommendation which was seconded and passed.
5. Secretary's report
 - a. HT presented the October Board meeting minutes which, following two corrections, were approved.
6. President's Report.
 - a. Greenbrier Parkway Fountain status update: GS noted the fountain was broken; repair parts are available, but who does the repairs and when the repairs will be done seems uncertain.
 - b. Four dog Complaint. GS hand delivered a letter to the party owning four dogs. Apparently the party was chagrined to learn they were in violation. Two of the dogs it was reported, literally, to be on their last legs, with one perhaps being scheduled for more prompt put-down. With two surviving dogs, the issue will vanish. A second letter is to be delivered.
 - c. Letter has been sent to Ward Smith III addressing Waring issue:
 - The matter was noted.
 - d. Drum up support and participation for Luminaries:
 - The event is scheduled for Wednesday Dec 21, 2022. GS emphasized the need to increase interest and cooperation among residents.
 - e. Attorney Brian Moore has sent a reply letter to Waring's attorney
 - The matter was noted.
7. Treasurer's Report:

a. Accepted “as information”: CAR reported financial matters were “about normal” when referring to the previously distributed GPOA 2022 monthly report through September. She noted about \$3300 was paid to have the 2023 Directory printed, and raised the issue, which has been raised before, regarding whether non-paying folks (i.e., residents who are not paying members of the GPOA) should receive the Directory. CAR thinks they should not. PS noted the budget needs to be attached to the minutes.

8. ACC Report- George Kramer

a. Vote on the recommendations of the ACC board meeting Nov. 10th. TJ moved and it was seconded and passed, that the report be accepted. From that report were the following recommendations:

Russell Bell, 1327 Pine Valley Drive (2022-049)-S-VI-1. One Oak and one Bradford Pear to be replaced by non-invasive trees. Reviewed by T. D’Arco and G. Kramer.

PS requested keys and corresponding access to storage unit records; the request was granted. He also wished some “friendly” reminders broadcast to the community about numerous and increasing frequent infractions he felt needed attention, in particular, improper parking of trailers. He suggested a MailChimp manner of information distribution.

PS raised the matter of a possible placement of a small open-access “library” with contributed materials, perhaps placed in Bear Park. The matter of who would maintain it, and on a continuing basis, and whether there is general community interest were issues raised. GS indicated that he would talk with the Melody Anisko, who first proposed the idea.

9. Committee reports:

a. Bylaws–PS Distributed on 16 November a report from the Bylaws Team. Edited portions of that report follow:

A focus was on issue surrounding Article V BOARD OF DIRECTORS - SELECTION, TERM OF OFFICE. Section 3 - Replacement of Directors. During that discussion the conclusion of the Board was that, according to Section 3, a Director could be appointed from the membership to fill a vacancy; however, at the next annual or special meeting, an election by the membership shall be held to fill the vacancy. Preparations began to conduct an election at the Annual Meeting in December. Recently it was discovered the Articles of Incorporation (AoI), Article VIII BOARD OF DIRECTORS, contains language contrary to the Bylaws. Specifically, the AoI states in part, “the Board shall appoint a replacement from the Corporation membership to serve out the remaining term.” This language creates a conflict with the Bylaws which is then resolved by application of Bylaws Article XIII, AMENDMENTS, Section 2 which states in part, “In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control.” Upon discovery, GS was notified. There will be recommendations to the Board to avoid conflicts.

b. Membership report: Melody Anisko has taken charge.

c. Welcoming committee: Melody Anisko is head.

d. Finance:

e. Noise abatement: Headed by Peggy Rollins; no new information.

f. Nature Park: The possible “library” placement in Bear Park was mentioned in an earlier discussion

g. Maintenance: The fountain repair was mentioned earlier.

h. Civic: TJ suggested that the heads of committees attend the next Board meeting to orient the Board and others.

10. Old business:

11. New business

a. Request the Bylaws' committee to add to their topics to address inconsistency between Articles of Incorporation & Bylaws Article 5 section 3 a. Explore changing winter meeting from Dec. to Jan. to make matters easier. The issue was noted.

b. Winter meeting details: A conflict requires the December date be 15 December (Approved). Only two items on mail in ballot: Proxy 2023 budget and summer (August) meeting minutes. PS Noted that following rediscovery of the appropriate procedures, the only issue needing a vote during the December meeting was on the budget. Envelop stuffing date? HT proposed Sunday, 20 November at his residence starting in the morning; materials seem unlikely to be available before the weekend. Pony express Delivery date; earlier 20 November was the target date to handoff the materials; it appears now Monday 21 November will be the date.

12. Next (Winter) meeting Thursday, December 15, 2022, 5pm at The Emerald

13. Adjournment

JB moved to adjourn, 6:17pm

Hoben Thomas
Secretary