

CLHOA Board of Directors
Meeting Minutes
August 9, 2007

Meeting Began: 7:30pm
Location: Gwinnett Community Bank

Board Members in Attendance:

Brittany Vincente, President
Jonathan Zhong, Vice President
David Suddoth, Treasurer

Board Members Absent:

Marcella Dew

Homeowners in Attendance:

Kim Belloni - 3410 Berwick South Drive
Sandra Noguez - 4019 Berwick Farm Drive

Special Guests:

James Rambeau – Attorney, Rambeau Law Group

Quorum: Yes

Brittany Vincente, President called the meeting to order.

Ms. Vincente asked it to be noted in the meeting minutes that minutes for the meeting on July 26, 2007 were never prepared by the former Secretary, Mary Nappi.

The Board approved the new Treasurer, David Suddoth. Vote: 2-0

The Board welcomed their guest, Mr. James Rambeau, Attorney with Rambeau Law Group. The Board invited Mr. Rambeau to find out more about his law firms services and to consider placing him on retainer.

The Board asked Mr. Rambeau more about his services and fees. Mr. Rambeau stated that he usually worked on retainer. The Board could pay either \$200 for one month or \$600 for a quarter.

David Suddoth, Treasurer asked Mr. Rambeau to step out of the room for a moment while the Board discussed and voted on placing Mr. Rambeau on retainer. Everyone on the Board expressed their view that his price was very reasonable considering some of the quotes that the Board had received from various attorneys. The Board considered whether to pay monthly or quarterly. The Board approved bringing Mr. Rambeau on as our

attorney 3-0. David Suddoth said he felt we should pay monthly and the other two present Board members agreed. Mr. Rambeau said he would send a Retainer Agreement to the Board to be signed and we could pay him when we mailed the form back in.

It was discussed what records Mr. Rambeau would obtain from Dorough & Dorough, the former law firm as they had said there were two files – one for collections and one for general board correspondence. Ms. Mary Beth Breedan of Dorough & Dorough had stated that she felt not all the records were applicable to the present time because some of them were old collections files or correspondence. Mr. Rambeau said he would make an appointment with Dorough & Dorough and review the file. He would take what was needed.

Ms. Vincente stated that she wasn't sure what liens were open due to the poor record keeping of prior Boards in the past. Ms. Breedan of Dorough & Dorough said she thought that one file was still open but that would have to be confirmed. Mr. Rambeau said not to worry about checking as he would make sure everything was taken care of when the records were transferred.

Ms. Vincente expressed concern about the delinquent dues from the past years. Due to the state of the records it was difficult to determine who owed for any year except 2007 and even for 2007 no copies of the checks were handed over to the new Board. In addition, the checkbook had deposits recorded with no breakout of what individual checks were deposited. Mrs. Belloni, a homeowner, said that she felt the Board should only collect for 2007 and not collect for the previous years. Ms. Vincente said that she felt that is what might have to happen if the records could not be straightened out and all the records found. Ms. Vincente stated once again that there were records missing including the bank statements that were never given to this Board. David Suddoth said as the new Treasurer he would take a look at the records and that the Board as a whole would make the best efforts to collect past dues pending on the ability to identify who owed what. The other two Board members present agreed. Mr. Rambeau stated that was his recommendation as well.

Ms. Vincente asked about revising the Bylaws and the Covenants due to the discrepancies and insufficiencies noted therein. Mr. Rambeau had expressed his concern over the state of the Bylaws as well - both on the phone to Ms. Vincente and in person. Mr. Rambeau stated that he felt the Covenants were a difficult document to amend. He stated that he had a stock set of Bylaws that the Board could work off of to help in the revision of that document. He said that you could suspend the Bylaws of an organization and start fresh but that would be difficult to do. The Board said that once Mr. Rambeau was on retainer that they would like to receive a copy of the stock Bylaws to begin the revision.

The Board then discussed the Berm Issue with Mr. Rambeau. Mrs. Belloni stated that she used to be on the Board of Directors in the past and knew some about this issue. Mr. Rambeau asked to see the plat. Mrs. Belloni stated that she didn't feel the Board should be taking care of it because that area initially was supposed to be a second entrance and

the developer never fulfilled his duties. In addition, she stated that the initial plat and the final plat differed on the issue. Mr. Rambeau stated that he would like to see more of the past records in regard to the Berm before advising the Board further. Ms. Vincente stated that she was concerned about the City coming back and forcing the HOA to take care of it and fining us for not doing so. She noted the letters she had obtained from Phil McLemore, City Administrator about the issue. It was noted that the City had never come through with action to back up their threats in the past. However, Ms. Vincente stated that she was concerned about making sure that everything was done properly and that we truly did not have to take care of that area. The Board agreed that the only way to settle this dispute was to obtain the records from the City file on the subdivision for Mr. Rambeau's review.

The Board discussed the detention pond #2 and the fact it had not been determined if it was the individual homeowners land and there are no instructions on the plat as to who is to maintain that area. There was, however, an access easement that was granted. Ms. Vincente had been researching county and city regulations in regard to detention ponds. Mr. Rambeau stated that he was unsure of this issue and requested that the Board obtain a copy of the individual homeowners' plats for their individual lots for his review. Ms. Vincente said she had also asked Mr. McLemore at the City about this issue and he had emailed Lee Thompson the City attorney for the answer. However, Ms. Vincente was never informed of the answer.

Ms. Vincente asked if we could take ads in the HOA newsletter. Mr. Rambeau said yes – just charge a minimal fee and draw up a contract that outlines how much they pay, when the newsletter will be distributed, that no inappropriate content be included, etc.

Ms. Vincente double checked with Mr. Rambeau that it was appropriate to place the HOA newsletter on the front doors of the homes with blue painters tape. Mr. Rambeau said that would be appropriate due to the fact that the Board was unable to place them in or on the mailboxes due to federal regulations. He stated that the Board needed a way to communicate with the residents without having to send mail due to postage costs.

Ms. Vincente asked if non-owners in the subdivision – such as those who live in a household but they don't legally own the house – can head up committees. Mr. Rambeau said they could. The Board expressed that these people would not have any financial or legal responsibilities for the neighborhood but we would welcome their help on issues like the Welcoming Committee, the Social Events Committee, etc. as the Board feels it is a community not just a neighborhood and everyone in the community should have a chance to reach out to their neighbors. Mr. Rambeau stated that depending upon the type of committee the Board could also get the owner to sign a proxy allowing the said family member to serve in their place.

Ms. Vincente asked Mr. Rambeau about her concerns over Greg Stewart the former Treasurer leaving the checkbook on her front porch when he resigned due to the possibility of it being lost or stolen. She asked Mr. Rambeau what his recommendation was in regard to this issue. He said the Board could send a letter to Mr. Stewart stating

that he had violated his fiduciary responsibility, asking him that if he serves on a Board in the future that he not repeat such behavior, and stating that as far as the Board could tell all the checks were accounted for but that the Board would obtain an audit at the end of the year and he would be held accountable for his actions.

An update was given on the bank balance - \$16,628.52 was currently in the account.

The Board approved adding the new Treasurer to the bank account and drew up said resolution.

Four past due annual dues had been collected – there were 17 still due.

The Board voted to approve an audit of the books for 2006 upon completion of organizing the records and finding a qualified accountant.

The Board motioned to close the business checking account and open a new account due to Mr. Stewart leaving the checkbook on Ms. Vincente's front porch. The current account was held by Wachovia. Mr. Zhong expressed his concern of some of Wachovia's policies that he had heard on Clark Howard. Ms. Vincente suggested opening an account with Gwinnett Community Bank. The Board decided to open an account with Gwinnett Community Bank upon research of their accounts. Approved 3-0. The Board voted that the new account should be opened and that two signatures would be required on the new checks. Approved 3-0.

It was decided collections letters would be sent to those with delinquent dues. Mr. Rambeau said he would send collections letter for the Board.

The Board set limits on spending without prior Board approval. The Board determined that there are certain incidental expenses that do not need prior approval – such as office supplies. It was determined that the President may spend up to \$200 on office supplies per year based on need without prior Board approval. Approved 3-0.

Mr. Suddoth said he would review the records and generate monthly financial statements for the HOA.

The Board all expressed that they felt there should be proper safeguards in place to assure proper record keeping including making copies of the checks when deposits are made for annual dues and making sure all receipts are accounted for.

Ms. Vincente noted that in the past the bills were not paid timely and she expressed her displeasure at the practice.

The Board determined that documents would be stored at the President's house.

The Board discussed Big Jim's Landscape who was hired by Mr. Stewart to prepare a plan for the buffer zone on either side of the front entrance. A gentleman from Big Jim's

had come out the neighborhood and Ms. Vincente saw he was at the entrance and went to introduce herself. Ms. Vincente expressed that she had repeatedly asked Mr. Stewart what he told the landscaper about boundaries and plans for this project. Mr. Stewart had stated he simply asked the gentleman to come out and give his opinion on the area. The gentleman stated otherwise and said Mr. Stewart asked him to draw up a plan that would have annuals planted lengthwise from the edge of the curb cuts at the shopping centers to the fence five feet deep. Ms. Vincente stated that she told the gentleman that she didn't feel that is what was discussed by the Board as she felt that everyone was in agreement that there had to be some way to hide the weeds and the rest of the buffer zone from site. Ms. Vincente stated that she asked the gentleman for his opinion and he stated he felt it was not a good idea to move forward to the plan because it would take 700 annuals on one side alone to fill that area. Ms. Vincente asked the gentleman to hold off on the plan until she had a chance to speak with the Board as she felt that planting 700 annuals would be considerable in cost, in water usage, and would not be a good use of residents' money especially since it was already July by that time. In addition, she stated she did not feel that would take care of the problem and that there should have been a Board consensus on a plan that was affordable, practical, and eco-friendly. The gentleman had already started drawing up a plan for that area and consequently sent a bill to the HOA for part of the fee he charged for drawing up landscaping plans. The Board agreed that it wasn't his fault that the plan was impractical and that he was just doing what he was asked to do and that he should be paid for his time.

The Board stated that there was currently an open Secretary position and that it would be filled when a qualified candidate was found. There were a couple potential candidates but no commitments from anyone had been obtained.

The Board discussed moving forward with improvements along the buffer zone at the front entrance. Ms. Vincente stated that it was past precedent that the subdivision took care of that area prior to the shopping centers being built and that the area needed to be addressed due to the weeds. Ms. Belloni said she didn't feel that the HOA could use funds to improve that property since it wasn't the subdivisions and that even the median wasn't our land. Ms. Vincente responded that it was past precedent and an easement could be granted for that area. Ms. Vincente stated that she had spoken with the City and they were in full support and would allow improvements in that area. Mr. Rambeau stated that he wasn't sure if we could use HOA money for those areas. The Board decided that they would hold off until it could definitely be decided if that was legal. Ms. Vincente asked Mr. Rambeau to continue researching until it was determined what could be done because he had stated in the past that it was possible a lease could be signed with the shopping centers.

Ms. Belloni left the meeting at this point.

Ms. Vincente told the Board that a master gardener named Kathryn Schendel had offered to design a plan for the front entrance for free as a community service project through the master gardener's society.

The Board voted to bring J. Miranda Landscaping back and to fire Mr. Smoke. Mr. Smoke had not been showing up consistently every 14 days and the front entrance was looking bad. The President had requested that Mr. Smoke make scheduled appointments with the HOA so that this wouldn't happen and Mr. Smoke stated that this was a second job and couldn't make those arrangements. The Board would cut the detention pond and the front entrance median through J. Miranda from this point forward for \$110 per cut.

The gate around the detention pond was nearly completed except for the stain.

Jonathan Zhong said he could update the HOA website with current information.

Andrew Carretto a resident offered to look over the HOA insurance policy to ensure proper coverage. Mr. Carretto is employed in the insurance business. It was noted that the renewal date on the policy was approaching in September.

It was discussed that sometime in the near future the Board may hold an ice cream social or other event for the neighborhood. The Board decided to hold off until we got our new Board members updated on current issues.

Ms. Vincente stated that she felt the HOA should get a printer because there were many things she was printing for the HOA on her personal printer. The Board agreed that the purchase of a printer for the HOA was a reasonable expense and Jonathan Zhong agreed to research and find a quality printer for a decent price for approval by the Board.

Ms. Vincente updated the Board on the 3 incidents of vandalism that had happened in the neighborhood recently. She spoke with Officer Samuel of the Duluth Police Department and he was sending over forms to be filled out by residents for entry into the Community Watch program.

The President asked for Board member contact information.

Update on the ACC

*The President stated that there should be 3 people on the ACC and we should find 2 additional members of the community to serve if the Board could find some that were interested in doing so.

*It was discussed that a certain procedure would be established for the ACC – an intake form, initial review by the ACC, reporting of the ACC findings to the Board at the next monthly Board meeting, the Board of Directors would approve/disapprove the ACC actions, and the results would be reported to the homeowners by the ACC.

*The Board discussed the letter sent by Paula Rayl outlining approximately 20-25 residents whom she felt was in violation of the covenants due to runners from the Bermuda grass on the sidewalks, a broken mailbox, etc. Ms. Rayl had included pictures of many of the violations she reported. The Board determined that it would review her letter and address any reasonable complaints.

*The President stated that she felt there should definitely be a drive-by of the neighborhood for covenant violations. The Board would ask Ms. Dew to do so as soon as possible.

The President suggested a number of ideas for committees in the neighborhood. It was determined that it would be discussed at a later date.

The President updated the Board on the progress of the fight against the proposed Wal-Mart at the corner of Sugarloaf Parkway and PIB. Mr. Zhong expressed concern for the property values in the area. The two other Board members agreed. The President encouraged all Board members to sign the petition at www.smartgrowthgwinnett.com and consider attending the meeting on Saturday August 11, 2007 @ 8am at the Castlemaine Clubhouse.

The Board had no other new business to discuss.

David Suddoth motioned to adjourn. Motion passed unanimously.