

# Tuscan Ridge Master Homeowners Association Inc

## Special Board Meeting

Friday, September 25 2009, 7:00 pm  
Countryside Clubhouse

### AGENDA

- I. Establish Quorum
  - II. Call to Order & Welcome – Stated purpose of this meeting
  - III. Reading of two resignation letters
  - IV. Nominations to fill vacant Board Seat with term ending at Annual Meeting
  - V. Board Votes to fill Vacant Board Seat with term ending at Annual Meeting
  - VI. Nominations to fill Vacant Board Seat with 2-year term remaining
  - VII. Board votes to fill Vacant Board Seat with 2-year term remaining
  - VIII. Nominations to fill Vacant Office of Vice President
  - IX. Board Votes to fill Vacant Office of Vice President
  - X. Nominations to fill Vacant Office of Treasurer
  - XI. Board Votes to fill Vacant Office of Treasurer
  - XII. No other Business
  - XIII. Adjournment
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After establishing a quorum of the Board of the MHOA, President Alan McConnell called the meeting to order at 7:03 p.m. Officers present: President Alan McConnell, Secretary Clarine Leslie, via teleconference, and Board member Jan Yunker. Homeowners present: Mr./Mrs. Malish, 304B; Roger Wood, 309D; Andrea Waugh, 534C; Scott Bragg, 117C; Mr./Mrs. Byron, 165D; Karen Yunker, 1034C; Michele Joseph & son Chris, 124D; Steve Peake, 901D; Robert Leslie, 228C.

The purpose of this meeting is to replace two Board members who have resigned, and elect officers to fill the vacant seats. Secretary Clarine Leslie read into the record resignation letters from Luis Rodriguez, Vice President, and Billy Halliday, Treasurer. These letters were accepted with regret, and the Secretary will follow up with a letter to each expressing the Board's gratitude for their service.

Alan McConnell then nominated Michele Joseph to fill the vacant Board seat with term ending at Annual Meeting. Clarine Leslie seconded the nomination, and Michele Joseph agreed to serve, if elected. Roger Wood was nominated by Mr. Byron, and seconded by Jan Yunker. The Board voted to elect Michele Joseph.

Robert Leslie then nominated Scott Bragg to fill the vacant Board seat with a 2-year term remaining. Alan McConnell seconded the nomination, and Scott Bragg agreed to serve, if elected. Mrs. Byron nominated Roger Wood, seconded by Mr. Byron. It was pointed out that Mr. Byron could not second the nomination, as only one vote per member/household was permitted. Karen Yunker then seconded Mr. Wood's nomination. The Board voted to elect Scott Bragg.

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Michele Joseph was nominated to serve the office of Vice President. Alan McConnell, Clarine Leslie, Scott Bragg and Michele Joseph voted in the affirmative, Jan Yunker abstained. Michele Joseph was elected to serve as Vice President.

Alan McConnell nominated Clarine Leslie to fill the office of Secretary / Treasurer. Seconded by Michele Joseph. Alan McConnell, Michele Joseph, Scott Bragg, and Clarine Leslie voted in the affirmative, Jan Yunker voted no. Clarine Leslie was elected to serve as Secretary / Treasurer.

There being no other business before the Board, newly elected director, Scott Bragg offered to open the floor for constructive comments by homeowners. He asked that everyone be respectful to others, and to speak one at a time, not interrupting or talking over others. The Board agreed to adjourn if things were not respectful and if things got out of hand and non-productive.

Questions were asked about the election of the two new Board members without consideration given to Roger Wood. It was pointed out that all of the Board can be replaced at Annual Meeting, if that is the wish of the members. Even Board members elected for a continuing term will need to be ratified, or not. When members of the Board resign, it makes sense for the Board to nominate those who they know they can work with for the remainder of the year. The Board cannot accomplish its work unless they all get along. All members will have their vote at the annual meeting.

Those upset with the process expressed concern that the Board is responding in the best interest of the community and not on their own individual agendas. The largest problem the Master HOA is facing is financial. The concern was expressed that a homeowner had heard the Master HOA was bankrupt. That is not the case, but it is low on funds. The primary reason for that shortfall is not money spent unwisely, but rather that a large number of homeowners did not pay their annual assessment. Each year the budget is planned around a set amount of money from assessments. It is not unusual for 10% of those assessments to not come in or to come in tardy. However, this year, it was closer to 30%.

The continuing “hot button” issue is the landscaping project for the entrance. Michele Joseph and Clarine Leslie attempted to explain what happened in a chronological manner. The plants were dying. It was discovered that there was a fault in the irrigation system. As the Board sought to have that repaired, it was discovered there was an electrical origin to the problem and that needed repair. In the meantime, the majority of plants had developed root rot and had to be replaced. It was a sequence of unfortunate events and repairs that bloomed into more expense than anticipated. That, coupled with the unusually high number of delinquent assessments, created a precarious financial situation.

President McConnell suggested that homeowners go to the website for information. There is a “what’s new” area, and the Board strives to be transparent and will post information there. Homeowners can also email questions to the Board at the official email address: [trmhoa@aim.com](mailto:trmhoa@aim.com).

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There was discussion about the records request Andrea Waugh made of the Master HOA, which has since been satisfied. However, Ms. Waugh claims that there are still missing documents. President McConnell clarified that all existing papers had been supplied, and the matter has been referred to Andy Reed, legal counsel. Attorney Reed has, in fact, corresponded directly with Ms. Waugh regarding her continued complaints.

Ms. Yunker raised concerns about her feeling of exclusion in Board matters. She complained of not being included in discussions regarding Board business. The other Board members did not feel that she had been intentionally excluded, but expressed regret that she feels that way.

There was much heated discussion around the issue of trust. The lack of respect that is prevalent at these meetings is inexcusable. All homeowners need to support and respect the Board so that members of the Board can accomplish the work that needs to be done for the community. Instead of agreeing, several personal attacks ensued. Michele Joseph's son Chris spoke thoughtfully and respectfully about attendees needing to be respectful and professional when addressing each other and the Board.

Mr. Bragg urged everyone going forward from this point to support the Board and we might see some progress. If every meeting is spent going over past history and slinging personal attacks, nothing will get done and people will not want to serve on this Board. Meetings need to be run under a Robert's Rules of Order procedure. It is important to remember that the meetings (all except the Annual Members' Meeting) are for the Board to conduct its business. Our covenants require that the work of the Board be done in a public venue, so that community members can attend, but they do not vote and they need to be respectful. The Board may invite comments from the community members, but are not obliged to do so.

Accusations and personal attacks have no place in a community like Tuscan Ridge. The Board will recommend to the members at the Annual Meeting that the annual assessment be increased. The HOA cannot continue to run on a deficit budget. Legal recourse of non-payers is being pursued, but with limited funds, the Board has agreed to pursue first those with the highest likelihood of recovery. In addition, Andy Reed has agreed to begin this work and defer his billing until after the first of the year and after we have started receiving the 2010 assessment monies.

Remember we have to work toward what we want. Stop knocking people down and allow the Board to get the wheels turning. We accomplish nothing if we keep talking about why things aren't working. Finding fault does no good for anyone. Everyone has a voice, and everyone's voice is important.

There was concern expressed by Roger Wood about the Countryside Clubhouse being used for other HOA meetings. President of the CHOA, Robert Leslie, explained that the Countryside Board has agreed to allow the Clubhouse to be used for meetings by any of the HOAs in Tuscan Ridge. It saves money (room rental, etc.) for everyone, and is a win/win for our community. In actuality, most homeowners would like the Clubhouse and Tennis Courts to be accessible to all, but the builders turned it over with the allocation as it is.

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More discussion ensued about the landscaping – the landscaping care has been adjusted to the funds available.

Mr. Bragg tried to restore order by asking if anyone thought the Master Board had stolen money. No, but the word “misappropriated” was raised. Mr. Bragg then posed the question of malice, or selfishness of purpose. Again, the issue of support and respect will get us further than mudslinging. Conducting the meetings in a more professional manner will help everyone. Minutes are taken at each meeting of every association, and those of the Master Association are posted on the website. There was an issue raised about the minutes and their perceived lack of accuracy. The Secretary of the Association is tasked with taking accurate minutes. All motions and votes need to be accurately noted, every pertinent issue discussed, but every comment and every attribution is an unrealistic expectation. No matter how many video cameras are present at a meeting, the official minutes are those recorded by the Secretary. Mr. & Mrs. Malish concurred that the official minutes are those submitted in writing by the Secretary. Mr. Malish stated that the minutes should be concise and to the point of each matter of business. It was pointed out that video cameras were not accepted at similar meetings in the UK. It was clarified that attendees do have the right to video-record HOA meetings in the State of Florida. It was suggested that if there is a discrepancy or complaint about the minutes, submit it in writing to the Board for consideration of amendment to the minutes. When animosity is the most prevalent emotion, we cannot move forward effectively.

Homeowners also have to realize that it may not be that every question can be answered immediately, but have to be patient for a complete answer. Going forward, minutes from the previous meeting will be read and ratified at each meeting.

Among the goals of this Board going forward is increasing the assessment to be able to sustain a contingency fund for emergencies or unexpected expenses such as have been experienced earlier this year.

Rather than continue with non-productive arguing, the meeting was adjourned at 9:06 p.m.

Respectfully submitted, this 25<sup>th</sup> day of September 2009

Clarine Leslie  
Secretary / Treasurer  
Tuscan Ridge Master Homeowners Association Inc.