

**Huntington Forest Homeowner's Association**  
**Board Meeting**  
**February 11, 2016**

Meeting called to order at 7:14 pm. Meeting held at Montessori School of Alexandria, 6300 Florence Ln.

Board Member Attendees:

Kerry McCabe, Steve Piper, Laura Robinson, Steve Danz, Kathy Spitzer, Grace Washburn, Dave Kolo, Frank Donahoe, Michael Tanner (7:30 pm)

Homeowner Attendees:

Jedd Sorenson, Mike Cerino, Carrie Shekelton, Hendrik Browne, Diane Piper, Peter Travia, Cindy Travia, Dan Manning, Agnes D'Alessandro, Bill Mendez, Debbie Clay-Mendez, Heidi Gaines, Jess Schrum

Point of Order – Kerry McCabe asked all attendees if anyone was recording the meeting. All attendees indicated they were not.

Kerry McCabe established that a quorum is present

Secretary's Report – presented by Steve Danz

- Motion to Approve minutes of the 01/14/2016 board meeting
  - Steve Piper
  - Second – Kathy Spitzer
    - Aye – Kerry McCabe, Steve Piper, Steve Danz, Kathy Spitzer, Grace Washburn, Dave Kolo, Frank Donahoe
    - Abstain – Laura Robinson
  - Motion Carries
- Motion to Approve minutes of the 02/06/2016 special board meeting
  - Steve Piper
  - Second – Kathy Spitzer
  - Carried Unanimously
- Motion to Approve Secretary's Report
  - Steve Piper
  - Second – Kathy Spitzer
  - Carried Unanimously

Treasurer's Report – Presented by Laura Robinson

- Annual Dues are \$111.90 and will accrue interest at 8% per annum from March 1 if received after 03/30/2016.
- Legal fees are high this year due to ongoing court case.
- Motion that all committees must get prior board approval for any architectural or legal expenses and that board approval can be with six "Aye" votes if requested outside a board meeting"
  - Laura Robinson
  - Second – Grace Washburn
  - Carried Unanimously
- Motion to Approve Treasurer's Report
  - Steve Piper
  - Second – Steve Danz

- Carried Unanimously

#### President's Report – Presented by Kerry McCabe

- Insurance company is offering a new product, the “Community Association Volunteer Accident Plan” at a cost of \$260 year. Plan is designed to cover injuries HOA volunteers may incur during official association activities. We do not presently have this coverage. Our agent has no recommendation as to whether we should have it. The board should look at this coverage in detail next month as a future potential option if we think such coverage is warranted.
- Our existing policies have been renewed and premiums paid.
- Motion to Approve President's Report
  - Steve Danz
  - Second – Kathy Spitzer
  - Carried Unanimously

#### Committee Reports

##### ARC Report – presented by Kathy Spitzer

- No February meeting because there were no applications received.
- January minutes will be submitted for approval at the next meeting.
- Three items considered at January ARC meeting with two approved and one disapproved.
- In 2015 there were 44 applications received with 42 approved and 2 disapproved.
- Approximately 10 applications required more information before the committee could accept them.
- Approximately 25 homeowners with approved applications have completed the work and an after action inspection has been completed.

##### Note for the Record – 7:30 pm, Board Member Michael Tanner arrived.

- Kathy Spitzer will provide articles from the Charlotte Observer about ARC issues on a regular basis.

##### Land Use – presented by Kerry McCabe

- Nothing new to report

##### Common Area – presented by Michael Tanner

- Nothing new to report

##### External Affairs – presented by Kerry McCabe

- Kerry McCabe will call VDOT regarding spring street sweeper.
- Kerry McCabe will provide Kathy Spitzer a POC at VDOT to discuss snow placement for next winter.

##### Resiliency Committee – presented by Mike Cerino

- Changed name to “Community Resiliency Working Group”.
- Drafted a charter for board review – Mike will send to the board via email. Laura Robinson requested that the charter be reviewed and voted on via email prior to the next meeting.
- Strongly desire homeowner participation.
- Reports that 7 or 9 fire hydrants were shoveled out during the last snow storm.
- Interested in purchasing reflective poles for the 9 fire hydrants at approximately \$4 each.
  - Motion to approve purchase of poles.

- Steve Piper
- After further discussion – Motion Withdrawn by Steve Piper
- Will check with VDOT and County Services to see if we can get free pole/markers before purchasing.

#### Welcome Committee – presented by Diane Piper

- Diane noted that all new homeowners and renters were visited by the Committee in 2015.

#### Motion to Approve all Committee Reports

- Steve Piper
- Second – Michael Tanner
- Carried Unanimously

#### Old Business

- Document Updates – Declaration is in good shape.
  - Steve Piper presented a memo for consideration – ATTACHED

#### New Business

- Elect officers and other board positions for the 2016 term
- President
  - Kerry McCabe
    - Nominated by Kathy Spitzer and seconded by Michael Tanner
    - Approved unanimously
- Vice President
  - Steve Piper
    - Nominated by Grace Washburn and seconded by Kathy Spitzer
    - Approved unanimously
- Treasurer
  - Laura Robinson
    - Nominated by Kerry McCabe and seconded by Frank Donahoe
    - Approved unanimously
- Secretary
  - Frank Donahoe
    - Nominated by Laura Robinson and seconded by Michael Tanner
    - Approved unanimously
- Vice Treasurer
  - Frank Donahoe
    - Nominated by Laura Robinson and seconded by Kerry McCabe
    - Approved Unanimously
    - Revisited later and withdrawn
  - Steve Piper
    - Nominated by Laura Robinson and seconded by Kerry McCabe
    - Approved Unanimously
- ARC Chair
  - Steve Danz
    - Nominated by Kathy Spitzer and seconded by Kerry McCabe
    - Approved Unanimously

- ARC Vice Chair
  - Dave Kolo
    - Nominated by Kathy Spitzer and seconded by Steve Piper
    - Approved Unanimously
- Land Use Representative
  - Kathy Spitzer with Hendrik Browne as a backup
    - Nominated by Michael Tanner and seconded by Steve Piper
    - Approved Unanimously
- Common Area
  - Michael Tanner
    - Nominated by Laura Robinson and seconded by Kathy Spitzer
    - Approved Unanimously
- Vice Secretary - OPEN

Motion to complete elections and send email to the community asking for nominations for the open positions (Vice Secretary and ARC Members). (It was noted that the Welcome Committee has not yet been appointed for 2016 but the current committee members have all volunteered to continue.)

- Laura Robinson
- Second – Kathy Spitzer
- Motion carried unanimously
- Steve Piper provided a memo for discussion and a motion to adopt the following:
  - Letterhead as presented
  - Board meetings on second Thursday of each month, except for November, when the Board meeting would be on the 17<sup>th</sup>, following the Annual Meeting on the 10<sup>th</sup>.
  - Neighborhood block party on September 17 (September 24 Rain date)
  - Annual Meeting on November 10
    - Second by Laura Robinson
    - Carried Unanimously
- Kerry McCabe reported that he'd reserved two seats at a Rees Broome session February 17 — subject: "Communications within your association". Kerry said he's planning on attending, asked for interest of others. Diane Piper said she'd attend.

#### Open Forum

- No homeowner in attendance had any comments or questions
- Training items discussed
- Website communications discussed – all website communications should go through the Secretary

Motion to Adjourn – 9:35 pm

Laura Robinson

Second – Kathy Spitzer

Carried Unanimously

*Frank Donahoe*

Secretary  
3/10/16

**Memo from Steve Piper to HOA Board**

**Subj: Updating of HOA documents**

I suggest that we seek approval of two amendments to our existing By Laws this Spring. The By Laws need many updates and clarifications. There's not time to do that now.

But making the following amendments to Articles IV and V would allow us to have a secret ballot by mail next November, and clarify when Board terms begin. Note that the 2008 Articles are much less clear on this than the non-longer-valid 1981 Articles that we have been using.

In fact the 2008 Articles state explicitly that the election and term of the Directors, and the filling of vacancies in the Board are as "set forth in the ByLaws."

Article IV of the HFHOA ByLaws currently reads in part:

**Section 2. Term of Office. At the first annual meeting the members shall elect one-third of the directors for a term of one year, one-third of the directors for a term of two years and one-third of the directors for a term of three years; and at such meeting thereafter the members shall elect one-third of the directors for a term of three years.**

Replace the above Section 2 with:

Section 2. Term of Office. The Directors shall be elected by the Members at the Annual Meeting of the Association for a term of three years and serve until their respective successors take office at the first meeting of the Board following the Annual Meeting or on January 31 of the following year, whichever is earlier. Any vacancy occurring in the Board of Directors may be filled at any meeting of the Board of Directors by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors and, if not so previously filled, shall be filled at the next meeting of the Members of the Association. Any Director so elected to fill a vacancy shall serve until the next Annual Meeting, at which time, if the term in question has not expired, the Members shall elect a person to serve as a Director for the remainder of the term of the Director, whose departure from the Board created the vacancy.

The suggested language is lifted from what the Board had approved for the Amended & Restated Articles. Such specificity is desirable, but lacking in the c2008 Articles.

Article V of the HFHOA ByLaws currently reads in part:

**Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.**

After the first sentence, insert the following sentence. "Members may vote in person or by proxy at the annual meeting, or they may return their ballot by mail or other delivery to the Secretary.

Virginia Code says:

§ 13.1-846. Voting entitlement of members.

...

**B. When directors or officers are to be elected by members, the bylaws may provide that such elections may be conducted by mail.**

And our ByLaws say that voting for Directors is by secret ballot. I don't think you can have a secret ballot on a signed proxy. Let's make it clear that one can vote by mail as is permitted by VA Code, if so provided for in our ByLaws.