

The Foothills Clusters Homeowner Association
MINUTES - BOARD OF DIRECTORS MEETING

Date/time: Monday, December 4, 2017 at 6:30 p.m.

Location: Catalina Foothills High School, House #1, Seminar Room, Tucson, AZ

1. CALL TO ORDER/ROLL CALL

- A. Call to Order – the meeting was called to order at 6:30 p.m.
- B. Housekeeping – sign in roster, cell phones.
- C. Roll call

Board Member/Term Expiration	Present	Absent	Proxy
Brian Bickel 2018			X
Donna Sanders 2018	X		
Open 2018			
Irene Barg 2019	X		
Frank Karnauskas 2019	X		
Bob Rosaldo 2019		X	
Aletha Kalish 2020	X		
Pat Tapke 2020	X		
Open 2020			

- D. A Quorum was present
- E. Next board meeting Monday, January 8, 2017, 6:30 pm. at the Catalina Foothills High School, House #1, Seminar Room, Tucson, AZ.

2. APPROVAL OF PRIOR MEETING MINUTES

- A. Motion to accept the Minutes of the November 6, 2017 Board Meeting was made, seconded and passed.

3. PRESIDENT'S COMMENTS

Aletha resigned as President and the Board accepted her resignation. The Vice President, Frank Karnauskas, chaired the meeting. Frank asked that all items of Old Business listed in Item 5 of the agenda be addressed at this time. There being no objection, Frank proceeded as follows:

Item 5, ii – There are two open positions on the board and at the Annual Meeting of members held on November 5, 2017 there were no qualified candidates to fill these positions. Pursuant to Article V, Section 2 of the By-Laws the Board is to appoint persons to fill the open positions. Scott Simpson, who received a write-in vote at the annual meeting was asked to serve and has accepted. Scott was the first to accept and will fill the open position which will terminate in 2020. Douglas Hughes who received the highest number of write-in vote at the annual meeting was asked to serve and has accepted. Doug will fill the open position which will terminate in 2018.

Item 5, i – The Secretary and Treasurer were elected at the Board meeting on November 6, 2017 pursuant to Article VIII, Section 2 of the By-Laws the Directors which indicates that the Board shall elect officers at the first Regular Meeting of the Board after the Annual Meeting. However, the election of the President and Vice President was tabled. Frank Karnauskas was nominated to serve as President for the coming year. Frank's nomination was seconded and passed. Aletha Kalish was nominated to serve as Vice President for the coming year. Aletha's nomination was seconded and passed.

Item 5, iii – Due to dissatisfaction with the service we are receiving from our current legal counsel, Goldschmidt/Shupe, Frank did an extensive and in-depth search for a new law firm to represent us. Frank found that the firm of Carpenter Hazelwood provided the services we need at a rate comparable with our present counsel. Frank and Brian Bickel interviewed the local partner, Jason Smith, and are satisfied that Carpenter Hazelwood can meet our needs. A motion was made to approve Carpenter Hazelwood as the attorney of record for Foothills Clusters HOA and to authorize Frank Karnauskas on behalf of the board to enter into a contract with Carpenter Hazelwood to provide unlimited telephone and email contacts for a flat rate of \$50 per month and to provide collection and other legal services at the agreed upon rates. The motion was seconded and passed.

4. COMMITTEE REPORTS

A. Architectural Control and CC& R Committee

a. Architectural Control Committee

- a. Frank Karnauskas indicated he will continue to serve as chairperson of the ACC/CC&R committee.
- b. The committee received one application to re-roof a home that presently has a white roof with an approved color. The application was approved.
- c. A board member received a call indicating concern about a driveway off Evans Mountain at a home at 3800 E. Gibbon Mountain. The committee will follow up.

b. CC&R Committee (Report Attached)

- a. A member attending the meeting indicated there was a camper parked in the 6700 block of Quartzite Canyon. The committee will follow up.

B. Landscape & Roads Committee

a. Roads

- a. It was noted that Pima County has done extensive road patching on Evans Mountain. Irene will follow up with the county to see if any additional resurfacing/patching is scheduled for Evans Mountain and/or Ventana Canyon. If patching has not been scheduled for Ventana Canyon, Irene will submit a request.
- b. Irene has requested bids for the rip-rap work on Ventana Canyon across from Cascades Springs. She received a bid from AAA for \$1,100 but is following up because she does not believe the contractor correctly understood the specs. She received a second bid from Chula Vista in the amount of \$2,692 and is waiting for the bid from the third contractor. The board authorized Irene to proceed with the project as long as the contract was under \$3,000.

b. Landscape

- a. Irene is in the process of getting bids for regular vegetation management including maintenance of the subdivision entrances, the island at Alvernon

Way, and tree trimming and clean-up of the common area on the cul de sac streets.

C. Business Process Committee

- a. Status of consent forms – we currently have 149 signed consent forms in favor of the CC&R change. The next event will be held at Dena Peterson's in January. It will be an open house type event to be held on a Friday evening.

D. Communications Committee (No Report)

- a. Newsletter
 - a. The winter newsletter was mailed to all homeowners requesting that homeowners enroll for email receipt of news bulletins intended to replace the quarterly newsletter.
- b. Website
 - a. Frank presented a draft template of the new website format. (Copy attached).

E. Finance Committee

- i. The Treasurer' Report including the Balance Sheet as of November 29, 2017 and the Transaction List for November, 2017 are attached. The A/R Aging is being updated as invoices are sent out for the 2018 annual assessment.
- ii. Brian is working on allowing homeowners to pay the annual assessment by credit card. He indicated that the homeowner needs to receive the invoice electronically in order to pay electronically.
- iii. No further information on the reserve study at this time. Brian will follow up next month.
- iv. Internal Controls – No progress on contact with former board member who works at Intuit to get additional information regarding cloud storage and transitional access to records.
- v. Pursuant to Article VIII, Section 8 of the By-Laws, the President shall co-sign all checks. Per previous board discussions, it is possible that two former board members, Louis Badoux-Ramackers and Dale Prescott, may have inadvertently not been removed from the Foothills Clusters signature card. Frank Karnauskas and Brian Bickel shall contact Wells Fargo and update the signers on the accounts and remove any signers who are not currently serving on the board including but not limited to Louis Badoux-Ramackers and Dale Prescott.

F. Welcoming Committee

- a. The welcoming committee received no notice of new homeowners in the neighborhood this month.
- b. The committee is still working on getting bids on printing a folder for welcoming packets.

5. OLD BUSINESS (See item 3)

6. NEW BUSINESS

- a. Change storage unit – Frank Karnauskas has found a storage unit that is more convenient and well-lit at Life Storage at Oracle and Orange Grove. The cost is \$57.00 per month. Frank is authorized to enter into a contract to rent a storage unit at Life Storage and to hire movers to handle the move.
- b. Legal Review of Enforcement Policy – Frank will work with the new legal counsel to update our Enforcement Policy to comply with current Arizona Statutes.
- c. Homeowner’s survey – Frank and Bob Rosaldo are working on this.
- d. Change Arizona Corporation Commission Statutory agent – Frank will work with Jason Smith and obtain his signature on the Arizona Corporation Commission Annual Report.

7. MASTER ASSOCIATION

- a. The next board of director’s meeting of the Master Association is scheduled for January 9, 2018 at 4:30 p.m., and will be held at Manzanita Elementary school and signs will be posted for the specific room.
- b. The annual meeting of members of the Master Association is scheduled for February 13, 2018 at 4:30 p.m., and will be held at Manzanita Elementary school and signs will be posted for the specific room.
 - a. There will be one director’s position to be filled.

8. ADJOURN – Meeting adjourned at 7:55 p.m.