

The Foothills Clusters Homeowner Association
Draft MINUTES – ANNUAL MEETING OF MEMBERS

Date/time: November 3, 2019 at 2:00 PM

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

1. SIGN IN OF MEMBERS

2. COLLECTION OF ABSENTEE BALLOTS

Ballots include

- a. FOOTHILLS CLUSTERS BOARD OF DIRECTORS ELECTION BALLOTS,
- b. MASTER ASSOCIATION BOARD OF DIRECTORS BALLOTS

3. CALL TO ORDER

The annual meeting of the members of Foothills Clusters Homeowners
The President called meeting to order at 2:05 PM.

Roll Call – All Board of Directors present and 35 homeowners were present.

4. DETERMINATION OF A QUORUM

The quorum requirement of 37 members was NOT met.

5. SUMMARY OF VOTING PROCESS/COLLECTION AND COUNTING OF BALLOT

There are two ballots to be counted this year – the ballots for the election of the Foothills Clusters HOA board of directors and the Master Association board. The ballots submitted were verified against a master list and then the nominating committee and four members of the association counted them for each candidate. The candidates receiving the highest number of ballots will be elected to the three open three-year terms. At the regularly scheduled board of director's meeting on November 4, 2019, the Board will elect officers

6. APPROVAL OF PREVIOUS YEAR'S MINUTES

Motion was made, seconded and passed to approve the previous year's 2018 Annual Meeting minutes (<https://foothillsclusters.com/wp-content/uploads/2019/10/FC-AMM-Draft-181104.pdf>).

7. AMENDMENT OF BY-LAWS

Article III of the bylaws sets a quorum at 10 % of the membership or 37 properties represented. The quorum requirement of 37 properties was NOT met, so the members were unable to vote on the PROPOSED BYLAWS CHANGES (see attached).

8. OTHER BUSINESS

- a. President's Report

The President welcomed members in attendance and invited members to attend board of director's meetings that are held on the first Monday of each month.

b. Treasurer's Report

The Balance Sheet Comparison as of October 31, 2019 is attached. The cost of the dumpsters in 2019 was \$4500,

c. Committee Reports

o Architectural Control and CC&R Committees

Members were reminded that they need to file an Architectural Change request to the committee for any changes to the outside of their property and that neighbors need to be notified of any changes.

o Landscape and Roads Committee – is working on getting quarterly landscape maintenance on our Limited Common Area (includes cul-de-sac islands, roadsides, and washers adjacent to our private streets). They are working on the financial aspect of financing our road improvements.

o Finance Committee - The association owns 50,000 sq. yards of private roads and we currently have about \$600,000 saved toward the cost. In order to raise the monies to improve our roads we need to: Amend the By-Laws and Articles of Incorporation. Details will be mailed to the homeowners in 2020.

o Business Process Committee – No Report. Discussed with Finance Committee Report.

o Communications Committee – All HOA documents are on our website: <http://www.foothillsclusters.com>.

o Welcoming Committee – (See Report attached)

d. Master Association Report – No report.

9. ANNOUNCEMENT OF THE BOARD OF DIRECTORS' MEETING

The next Board of Director's meeting will be held on Monday, November 4, 2019 at 6:30 pm at Catalina Foothills High School, House #1, Seminar Room.

10. OFFICIAL BALLOT COUNT

Ron Steffens, Linda Jaworski and Frank Karnauska were elected to serve 3-year terms on the Board of Directors.

11. CALL TO THE FLOOR

Some homeowners requested that we communicate more on the necessary changes to our governing documents to allow for raising required funds to improve our roads. One homeowner said we should shop around for another bank to improve our interest income.

12. There being no further business, the meeting was adjourned at 3:57 pm.

ATTACHMENTS:

a. Sign in sheets (2 pages)

The Foothills Clusters Homeowners Association Sign-In Sheet Annual Meeting

Ballot Print (name) _____ Date: 11/31/2019

Lot #	Name	Address	Email	Phone
D	DATTA, RAMESH	3690 E ESPERANO CLAYTON		
415	Frank Karnauskas	3670 E. Kingler Sp. Pl.	frankk@karnauskas.com	
415	Cheryl Pinton	" " "		
	Cherilee & Sheard	6855 N. ESCAPE SPRING PT		
388	Dora Hahli	3649 E. Kingler Sping Pl		
459	LUCAS PAUL	3530 E. MARIANA COURT	plucasmc@gmail.com	
407	JIM JUSTICE	3683 E. Kingler Sping PL	MJLJWA@comcast.net	597-20-02
	Susan	4425 N. Ridgeway Sq Pl.		
369	Jill Ellinger	3829 E. Monte Cimarron	ycrtr@aol.com	
410	" "	3710 E. Esperano		
	Mary Brumby M. Dues	3898 E. Diablo Canyon R.	mbrumby3892@outlook.com	
	JUDY NESNADAY	6245 N Overhill Canyon	nesnaday@comcast.net	
401	Angela's Cynthia Everett	3521 E. Lassart Canyon		
	Richard Weiner Thomas Brown	3285 E. Marble Peak	rwainere@reserch.org	
	Sally Anne Shivers	3585 E. Nublet Canyon	SAW.SHIVERS@GMAIL.COM	
312	Ronald Brown	3707 E. Gibson Mtn	downtown59@comcast.net	
	Debra Davis	3385 E. VENTURA DR		
	Lynn M Booth	3500 E. Thumb Peak	lmgbooth@gmail.com	
	Makie Leahy	3480 E. MARSHALL CIRCLE	vlleahy@comcast.net	

The Foothills Clusters Homeowners Association *Annual Meeting* Sign-In Sheet

Date: 11/3/2019

Lot #	Name	Address	Email	Phone
591	Donna Stoltzfus	6880 N. Cascade Spinn' Place	d.stoltzfus@comcast	
608	Bev Kerpelov	3424 E. Duggel Cyn		
	Morgan Karp	3491 E. Kinsler Springs		
276	Lorraine Whitmore	3759 E. Nugget Cyn	Lorraine@yahp.com	
451	David & Athena Kalish	3566 E. Marshall Cyn		
	Gary Hodelbery	3777 E. Nugget Canyon		
464	Bonnie Sandeen	3545 E. Nugget Cyn	gnude@comcast.net	
	AUSTIN W. SPITZER	3723 E. GUTHRIE MOUNTAIN		
	Allisa & Michael Todd	3545 S. Ventana	Michael@toddmail.com	
	Rebecca Schaefer	6491 N. Barro Oak ST	barbaraschaef@7@gmail.com	
	ETER R. LAYLIN	6835 N. W. GAIL CYN	ETER@LAVIN.COM	
	RON STEFFEL	6820 N. Cascade Sp	stef@stef.com	
	MARK NOLAN	3748 E. GUTHRIE MOUNTAIN	marknolan@comcast.net	
345	Paul & Susan	3749 E. Marble Peak Ln.	ps@psnolan.com	
	Starling Turner	3555 E. Marble Peak Pl	stturner@turner.com	
	BOVE YIM	3590 E. THIMBLE R	bove2@ymail.com	

$\frac{16}{35} = 40$

541-904-882

b. INFORMATION ON PROPOSED BYLAWS CHANGES

INFORMATION ON PROPOSED BYLAWS CHANGES

Three changes to the Foothills Clusters bylaws will be presented for a vote at the Annual Membership Meeting to be held on November 3, 2019. These changes are presented below with a brief explanation. Deletions are shown as ~~strikethrough text~~. Additions are shown in ***bold italics***.

Explanation:

The first amendment gives the board some flexibility in scheduling meeting dates. Currently the meeting must be held on the first Monday of the month unless it is a holiday, then it is held on the second Monday. The change allows the board to schedule the meeting to accommodate individual schedules and provide maximum participation for both homeowners and board members.

ARTICLE VI MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held each month ~~on the first Monday of the month, without further notice,~~ at such place and hour as may be fixed from time to time by resolution of the Board, ***but there shall be no less than three (3) weeks between consecutive monthly board meetings.*** ~~Should said meeting fall upon a legal State holiday, then that meeting shall be held at the same time on the next Monday after said legal holiday.~~ The Board reserves the right to cancel any meeting and shall give notice of cancellation prior to that meeting by posting notice at the two entrances to the Foothills Clusters and at the place of the meeting.

Explanation:

The second amendment removes a duplicate requirement for membership approval prior to the board borrowing money. This protection is already provided in Article IV (d) of the Articles of Incorporation.

ARTICLE VII POWERS AND DUTIES OF THE BOARD OF DIRECTORS

~~g. Borrow money for any reasonable purpose after the approval of seventy-five (75) percent of the Members.~~

Explanation:

The third amendment removes Article XI Section 2. This section conflicts with state law and per the requirements of Article XI Section 1, must be voted on by the membership to bring them into accord with state law. This section states that in the event of a conflict with the Articles of Incorporation and the Bylaws, the Bylaws will prevail. This is in contradiction to state law.

ARTICLE XI AMENDMENTS

~~Section 2. In the case of any conflict between the Articles of Incorporation and the By Laws, the By Laws will prevail.~~

THIS IS NOT A BALLOT. This information is being provided to the membership as required by Article XI Section 1 of the Foothills Clusters Homeowners Association bylaws. Voting will take place at the Annual Membership Meeting providing there is a quorum of homeowners present. Article III of the bylaws sets a quorum at 10% of the membership or 37 properties represented. This is your opportunity to participate in the governance of your association!

c. Balance Sheet as of October 31, 2019

**The Foothills Clusters Homeowners Association
Balance Sheet Comparison
As of October 31, 2019**

	As of Oct 31, 2019	As of Oct 31, 2018	Change
ASSETS			
Current Assets			
Bank Accounts			
Alliance CDARS & CD	700,000.00		700,000.00
Alliance Checking	23,391.74		23,391.74
Alliance Petty Cash	1,354.23		1,354.23
Alliance Savings Reserve	363.44		363.44
WFB Checking 7998	0.00	3,356.93	-3,356.93
WFB Savings 0057	0.00	651,014.77	-651,014.77
Total Bank Accounts	725,109.41	654,371.70	70,737.71
Accounts Receivable			
Accounts Receivable	3,515.00	2,111.00	1,404.00
Total Accounts Receivable	3,515.00	2,111.00	1,404.00
Total Current Assets	728,624.41	656,482.70	72,141.71
TOTAL ASSETS	728,624.41	656,482.70	72,141.71

d. Welcoming Committee Report

The Foothills Clusters Homeowners Association
Welcoming Committee Report to Members
November 3, 2019

- I. New Homeowners**
 - A. The Welcoming Committee delivered nineteen (19) Welcoming Packets to new homeowners for the period November, 2018 through October, 2019.

- II. Community Events**
 - A. Aletha and David Kalish hosted a community cookouts in April. Good food, good fun and good music!

- III. Community Participation**
 - A. Throughout the year members have indicated that they couldn't make the commitment to serving on the board but would be willing to help out on small projects. The committee submits the following ideas for projects on which members may want to get involved:
 - 1. Little Free Libraries – Little Free Libraries are popping up in many communities as a way of building community, sparking creativity and inspiring readers. More information is available at <https://littlefreelibrary.org/>, and other similar websites.
 - 2. 30-day De-Clutter Challenge.
 - 3. Card club.