

Glastonbury Landowners Association, Inc.
Board of Directors Meeting – Final
December 9, 2019

1. Closed session 6:45 – 7:05

1.1 Employee issue

2. Call to Order, Pledge of Allegiance, Prayer and one minute of silence

The meeting was called to order by Charlotte Mizzi at 7:10 p.m.

PRESENT: Dennis Riley (President, by phone), Charlotte Mizzi (Secretary), Aija-Mara Accatino, Tim Brockett, Newman Brozovsky, Chris Desborough, Claudette Dirkers, Ed Dobrowski, Gerald Dubiel, Ken Hurley, Jerry Ladewig, and Andrea Sedlak (by phone).*

Also Attending: Karleen McSherry (Administrative Assistant)

Landowners: Donna & Svend Andersen, Miriam Barker, Chris Brookhart, John Carp, Sabrina Hanan, Richard Johnson, Jeff Ladewig, Leo Keeler, Clare Parker, Jeff Riederer, Debra Schildecker, Mark Seaver (by phone).

3. Announce meeting being recorded

4. Set Agenda

Add 7.2.2 Weisman NG 40-2

Add 7.1.2a Roskind resignation

Seating of new board members 7:15

5. Visiting Landowner Input Period

Donna Andersen expressed concern regarding the lack of Project Review Committee meetings since October especially in light of an application being on the agenda; Sabrina Hanan, Chris Brookhart and Chris Desborough each spoke to the issue among them of vicious dogs and the various alleged attacks on each other and their animals; Leo Keeler believed Rule 2.01 passed by the board exceeded board authority.

6. UNFINISHED BUSINESS

7. Officer and Committee Reports

7.1 President's Report

7.1.1 Code of Conduct policy; Conflict of Interest statement; Rule 2.01

The board discussed limitations that Rule 2.01 puts on directors and the clarification that board members should not use their position on the board to make things public that they wouldn't ordinarily have access to. Board members signed the Code of Conduct Policy.

7.1.2 Election of Officers

All votes were taken by paper ballot and text from Andrea:

President: Aija-Mara nominated Newman and Ed seconded. Newman was elected with 7 votes, 1 vote each for Ken and Claudette.

Charlotte turned over control of the meeting to Newman.

Vice President: Charlotte nominated Ken and Gerald seconded; Ken nominated Chris who declined. Ken was elected with 8 votes, 1 vote for Andrea.

Secretary: Gerald nominated Charlotte and Ed seconded. Charlotte was elected with 8 votes, 1 vote for Jerry.

Treasurer: Charlotte nominated Chris and Ed seconded; Jerry nominated Claudette who declined. Chris was elected by unanimous vote (11).

7.1.2a Roskind resignation replacement

* Alicia Roskind resigned prior to the meeting.

The board discussed whether the runner-up candidate in the South Glastonbury election could be automatically appointed because Ms. Roskind had not been seated yet as a board member; the Bylaws state that a special meeting must be called to fill vacancies between annual elections. **Motion:** Tim motioned and Jerry seconded for the board to approve sending a postcard giving 30-day notice of the vacancy to all SG landowners and stating that they would like to hear from landowners who are interested in serving on the board. **Motion passed unanimously** by voice vote.

7.1.3 Re-establish committees and chairs

The following are 2020 committees:

Legal Committee: Chair: Newman

Members: Ken, Charlotte, Chris, Claudette, Andrea, Jerry, Ed.

Project Review Committee: Co-chairs Gerald (NG), Ed (SG)

Members: Charlotte, Chris

Road Management: Ed, Gerald

Finance Committee: Chair: Chris

Members: Charlotte, Andrea

Road Committee: Co-chairs John Carp (NG), Ed (SG)

Members: Gerald, Richard Johnson, Chris

Snowplow dispatcher: John Carp

Governing Documents Committee: Chair Andrea

Members: Jerry, Charlotte, Ken, Claudette

Complaint Committee: Co-chairs Jerry, Aija-Mara

Members: Clare Parker

Election Committee: Chair Claudette

Members: Tim

Webmaster: Tim

Motion: Charlotte moved and Ed seconded to reinstate the Community Property Committee. **Motion failed** (3 in favor – Aija-Mara, Ed, Charlotte; 7 opposed; Gerald temporarily absent) by voice vote.

Motion: Tim moved and Ken seconded that the problem of the Community Property Committee be referred to the legal committee to study and make a report to the board.

Motion carried (10 in favor; Gerald temporarily absent) by voice vote.

7.1.4 Determine meeting dates for 2020

A meeting schedule draft was presented to the board. **Motion:** Charlotte moved and Tim seconded that the board accept the presented schedule. **Motion carried unanimously** by voice vote.

7.1.5 Set 2020 goals

Action Item: *Committees - come up with goals and bring them to the board.*

7.1.6 Revisit the prayer/no prayer standard for the year

Motion: Jerry moved and Ken seconded that the board remove the word “prayer” and replace it with “invocation.” **Motion carried unanimously** by voice vote.

7.2 Project Review Committee Report – GD

7.2.1 NG 33-C Richards’ dwelling assessment

Motion: Gerald moved and Ed seconded to approve a single assessment on the 7 Mercury Lane property, that was formerly two assessments, because they removed the locked door to the apartment which made it a single family dwelling. **Motion carried unanimously** by voice vote.

7.2.2 NG 40-2 Weisman well

Gerald reported that Weisman wanted her own well rather than the community one; it was located in front of the house with a 20' setback that was nowhere near the drain field. **Motion:** Ed moved and Chris seconded to approve the well on NG 40-2 as long as they amend the application to correct the distance reported to the property line.

Motion carried (10 in favor, 1 abstention - Gerald) by voice vote.

7.3 Secretary's Report – CM

7.4 Finance Committee Report - CM

7.4.1 Proposed 2020 budget

Charlotte, Dennis, Ken & Claudette attended the Finance committee meeting and created a balanced budget with a 10% increase in assessments. Discussion included the report of complaints to the SG Ombudsman about 10% being too high and people can't afford that much; not increasing assessments until all past due amounts are collected; whether an increase should be a board or landowner vote; whether the word "association" in the covenants refers to the members or the board; that the increase be less than 10%. **Motion:** Tim moved for the legal committee to get resolution on the word "association" – board or members, according to the Montana State Supreme Court decision. **Motion failed** due to lack of a second.

7.5 Treasurer's Report

7.5.1 Three clean-up issues

1. Erickson's \$5,000 disputed variance amount and O'Connell's \$18,000 court ordered fees were moved out of assessments and into their own record. 2. People who had Project Review fees in with their assessments and were showing a credit but who really owed assessments would be sent a letter explaining what happened. 3. Brown/Ford's Project Review process fell through the cracks and needs committee follow-up. The amount shown as owing wasn't assessments but rather fees for their project. 4. The fee to rent Emigrant Hall increasing in 2020 from \$75 to \$90.

Action Item: PRC – check if Brown/Ford's building was built, collect elevation drawings with the maximum height and footprint dimensions from the builder, collect a new check.

7.6 Election Committee Report – AS

7.6.1 Election Tie Resolution

Andrea explained that Tim brought in quite a number of proxies, three were rejected because of unpaid assessments; in re-examining the proxies it was discovered that the assessment totals were incorrect. On one landowner's account, a \$5,000 disputed variance amount was incorrectly charged interest. This affected proxies for two properties. On a third property, the landowner had not been notified of the amount they owed on their assessment because they had paid project fees, which were credited to their overall account. This obscured the unpaid balance on their assessments so it wrongly appeared they did not owe the GLA anything. They were not notified that they owed any assessment balance due to the GLA's misleading accounting record. Thus, these three proxies were accepted from Tim and the final totals changed from a tie to Tim winning by 3 votes.

7.7 Road / Management Committee Report

7.8 Legal Committee Report

7.9 Complaint Committee – JL

In the interest of time, Jerry skipped reporting on the status of each complaint listed.

7.9.1 Sherwood

7.9.2 George Martin

Motion: Jerry moved and Ed seconded that board approve the Martin letter. **Motion carried** (10 in favor, 1 abstention - Chris) by voice vote.

7.9.3 Peacocks

Motion: Jerry moved and Ed seconded that the board approve the Peacock letter.
Motion carried (10 in favor, 1 abstention - Chris) by voice vote.

7.9.4 Hanan

Motion: Jerry moved and Charlotte seconded that the board approve the Hanan letter
Motion carried (10 in favor, 1 abstention - Chris) by voice vote.

7.9.5 Keeler

Leo asked for copies of records and he was sent an acknowledgment notice in November that the committee would meet in January to address his issue.

7.10 Governing Documents Committee

7. Approve minutes: Annual meeting November 9, 2019

Motion: Charlotte motioned and Andrea seconded to accept the Nov 9, 2019 board meeting minutes. **Motion carried** (9 in favor, 2 abstentions – Ed, Tim) by voice vote.

8. Ombudsman Reports

9. Finished Business

9.1 Email Votes

1. Nov 11-12, 2019 **Motion:** Andrea moved and Charlotte seconded that the Board approve holding a Runoff election to resolve the tie in South Glastonbury between Clare Parker and Timothy Brockett via a mail-only absentee ballot by landowners who were eligible to vote in the Nov 9 election. **Motion carried** (8 in favor – Andrea, Charlotte, Dennis, Ken, Richard, Gerald, Newman, Jerry; 2 didn't vote – Kevin, Mark).
2. Nov 25, 2019 **Motion:** Dennis moved and Charlotte seconded that the GLA contract with Jan Hjalmarsson for website maintenance services at the rate of \$25/hour and \$15/half hour. **Motion carried** (7 in favor – Dennis, Charlotte, Richard, Andrea, Newman, Ken, Gerald; 1 opposed – Kevin; 2 didn't vote – Jerry & Mark).
3. Nov 27, 2019 **Motion:** Dennis moved and Charlotte seconded that by board vote the GLA implement the attached rules of conduct. **Motion carried** (9 in favor Dennis, Charlotte, Andrea, Mark, Ken, Newman, Gerald, Jerry, Richard; 1 didn't vote yet – Kevin).
4. Dec 1-?, 2019 **Motion:** Gerald moved and Richard seconded that the Richards' house located on 7 Mercury lane, NG, Lot 33-C, having been charged two assessments due to a rented apartment, be charged one dwelling assessment because the locked door has been removed and the owners intend to use it as a single family dwelling. **Motion stalled** (2 in favor – Gerald, Richard).

10. Visiting Landowner Input Period – (15 minutes, up to 3 minutes per speaker)

Donna Andersen asked for dates on the email votes to be put in the agenda; Chris Brookhart stated that NG roads seemed to be getting worse especially the paved roads, some areas needing repairs didn't get fixed this year. He suggested the association create a plan to replace the paved road that would include monies put aside every year for the projected age of the road to have the cost of replacement at the end of that period. Jeff Ladewig alerted Tim as the new webmaster to a broken link on the document request page that needed to be fixed; he also recommended that the board consider a tiered assessment system for people who live in high south and also those who live on paved roads to help pay for the extra costs of those roads.

11. Adjournment

Newman adjourned the meeting at 10:58.

12. Next Board Meeting: TBD

13. Closed Session

RULE AND REGULATION 2.01 OF THE GLASTONBURY LANDOWNERS ASSOCIATION, INC.

A RULE AND REGULATION OF THE GLASTONBURY LANDOWNERS ASSOCIATION THAT SPECIFIES THE CONFIDENTIALITY STANDARDS REQUIRED OF BOARD MEMBERS

This rule and regulation is made and adopted this 27th day of November, 2019 by the Board of Directors of the Glastonbury Landowners Association, Inc pursuant to its powers described below.

Whereas, the Covenants Section 2.07 and section 10.01 authorize the Association to adopt reasonable rules and regulations consistent with the intent and enabling provisions of the Covenants and Master Plan.

Whereas, the GLA is a non-profit private organization made up of the landowners within this community, and as a non-profit organization Montana Non-profit Code MCA 35-2-906 clearly lists what records are to be made available to our members.

Now therefore, it is the Board's conclusion, based on the review and interpretation of the Covenants, Master Plan and Bylaws, as well as the intent of such documents, that any information (documents, emails or personal information) that is not required to be released by MCA 35-2-906 are confidential and cannot be released without the approval of the Board. Now for the purpose of expressly setting forth the Board's interpretation of the Governing Documents and pursuant to the Board's express and implied powers, the Board adopts the following Rule and Regulation:

No Board member may disseminate or release to anyone outside of the GLA Board of Directors and Administrative Assistant through any means whatsoever – by audio or video recordings, orally, or in writing (e.g., via emails, letters, newsletters, websites, social media, etc.) any information learned by means of being a Board member other than that which is covered in Montana Code MCA 35-2-906, whether such information was learned before or after the date of this ruling, without the prior approval of the Board. Further, personal information not expressly listed in MCA 35-2-906 about Board members, employees, volunteers, contractors, and landowners is confidential and not to be released.

Be it further stated that, in most cases, the first violation will receive a formal warning. The second violation, or any violation the Board judges to be particularly serious, is justification for removal from the Board. Should that occur, the Board will require the violator to resign and will, if necessary, convene a special meeting of members (pursuant to MCA 35-421) or seek judicial removal under MCA 35-2-423. In either case, the violator will be liable for all costs, expenses, and expenditures including, and without limitation, the complete legal costs incurred by the GLA in enforcing this ruling as a result of the member's violation. No delay or failure by the GLA in enforcing this ruling will operate as a waiver.

Having been passed and adopted by the Board of Directors of the Glastonbury Landowners Association, this Rule and Regulation shall be attached to the Bylaws and shall be effective as of the date it is passed and adopted.