

MEMORANDUM

To: All Meadows-Ferndale HOA (MFHOA) Owners and Residents
From: MFHOA Board of Directors
Date: December 29, 2020
Subject: 2020 Annual General Meeting
Att: Minutes of 2020 Annual General Meeting

The Annual General Meeting of the Meadows-Ferndale Homeowners' Association was held at 6:30 PM PST on December 28, 2020. Due to COVID-19 precautions the meeting was conducted using the ZOOM™ teleconferencing application.

The prescribed quorum for an AGM is at least 20% of the total number of units in the association. We have 157 units, so our quorum is 32 but we had only 26 units represented either in person or by proxy. Consequently, the meeting was greatly curtailed. This was due, at least in part, to some confusion about the process – specifically about what to do with the ballots, the proxies, and how to connect to the meeting via ZOOM™. As President of the Board, I accept full responsibility for this confusion and assure you that every effort will be made to prevent it from happening again.

So what happens now? Fortunately, the rules governing the AGM process allowed us to ratify the Board-approved operating budget for 2021 and to extend by one year the terms of office for the two Board members with expiring terms. For a more thorough description of what transpired at the meeting, see the attached Minutes.

To summarize: We were able to accomplish the two most important agenda items (budget ratification and Board election). Business can continue and we can move forward. If you have questions or comments about the meeting, please submit them through the "SEND US A MESSAGE" portal at the bottom of the homepage of our website (<https://www.meadows-ferndale-hoa.org/>).

Stay well and here's hoping 2021 will be a healthier and happier year for everyone.

Chuck Millard

**President
Meadows-Ferndale HOA**

THE MEADOWS-FERNDALE HOMEOWNERS' ASSOCIATION

Minutes for 2020 Annual General Meeting

Date: December 28, 2020

Time: 6:30 PM PST

Location: Zoom™

- I. CALL TO ORDER (ROLL CALL) AND DETERMINATION OF QUORUM
 - A. Board Members: Chuck Millard, Kathy Young, Jim Gizzi
 - B. Owners/Residents/Guests: Ellen and Rick Horsman, Dan and Kathy O'Steen, Ann and Dan Lesan, Kay and Calvin McCall, Cindy and Charlie Frakes, Ken Rae, Derick and Carolyn Krutsinger, Mark Kadel, and Rebecca Carr from Windermere Property Management.
 - C. Quorum requires that at least 32 units be represented in-person or by proxy. Only 26 units were represented, resulting in failure to reach quorum.
- II. APPROVAL/CORRECTION OF MINUTES FROM PRIOR ANNUAL GENERAL MEETING
 - A. Changes: None
 - B. Minutes approved
- III. REPORTS FROM BOARD OF DIRECTORS
 - A. None. Due the fact that quorum was not achieved, the reports were skipped.
- IV. RATIFICATION OF BOARD APPROVED OPERATING BUDGET FOR 2021
 - A. RCW 64.90.525 states that a Board-approved budget is deemed to be ratified at the annual general meeting unless a majority of all owners (not just those present at the meeting) vote to reject it.
 - B. Inasmuch as there were no dissenting votes, the budget was ratified as the official operating budget for 2021.
- V. ELECTION OF BOARD MEMBERS
 - A. Two Board positions were up for election/reelection: Chuck Millard and Jim Gizzi.
 - B. The rules allow that, in the case of a failure to reach quorum at the meeting where the election was to be finalized, then the terms of existing Board members may be extended until the next Annual General Meeting (AGM) and election.
 - C. Consequently, the terms of Chuck Millard and Jim Gizzi, President and Vice President respectively, are extended until the 2021 AGM.
- VI. UNFINISHED BUSINESS
 - A. None discussed due to lack of quorum.
- VII. NEW BUSINESS
 - A. This agenda segment became an "open forum" for comments and questions from those in attendance.
 - B. Rick Horsman asked if we might keep the window of opportunity for submitting proxies open for a few more days to allow more people to vote. Rebecca indicated that all votes

received were "Yes" and that we actually had enough votes to proceed – so after further discussion it was decided to proceed with ratification of the budget and extending the terms of the current Board members.

- C. Calvin McCall asked about a cleanup in the wetlands and expressed concern about the accumulating trash and potential damage to the wetland from a clean-up crew. Kathy shared that an educational tour and cleanup had been in the works when the pandemic hit and that we can hold the activity in the future. Chuck added that he has spoken to the wetland maintenance and monitoring companies about cleanup and was told that limited and careful access by (or under the supervision of) HOA officers is permitted for cleanup.
- D. Carolyn Krutsinger expressed concern about the number of cars parking on the streets, feeling it is a safety concern for the many children in the neighborhood. This issue has been mentioned many times among neighbors and on the Facebook forum. Chuck shared that the Board decision when the virus hit, was that the HOA would suspend the rule that prohibits on-street parking. Once life returns to "normal", there will be a meeting to discuss the matter.
- E. Mark Kadel asked about the berm/planter strip project and if the Board had decided what we would be doing about the grass that is currently planted. Chuck replied that action will be taken. With the developer only installing irrigation on the Thornton street landscaping, our planter strips and trees take a beating in the summer. Ideas suggested previously were bark mulch, installing more irrigation, having owners take responsibility for the area in front of their home, removing the grass and putting in decorative stone. Trees were/are bagged in the warmer months to keep them watered. Rick offered that Ann Lesan and Erin Sherfy are/were professional landscapers and that they might be a good resource. Chuck indicated that he intends to form a committee to look into all the options. Ann said she would be interested in being on such a committee, but she personally was opposed to using the stone, citing safety concerns.
- F. Calvin McCall asked if there was any news regarding the Nubgaard development and the opening up of Chloe Lane. No updates as of yet, but concerns remain about more traffic, speeding, safety of our children, and heavier and irresponsible use of the wetland trails. Chuck has written to the City of Ferndale expressing our concerns but has not received a reply. He said he would try again to make sure our concerns have been registered. Additionally, homeowners are encouraged to reach out to the city developers to express their concerns.
- G. Rick Horsman gave an update on the mailbox project and the speed monitoring system. The mailboxes are ready to go, but we were waiting for the holiday mail and package delivery to slow down before we approached the Postmistress about coordination of the final steps. The speed monitoring project was deferred into 2021 due to conflicts with COVID and other projects. There continues to be concern about people speeding through the neighborhood and not stopping at the stop sign where Jenjar and Chloe meet. Fears of someone being hit are expressed on a regular basis. Chuck will cite this issue in his contacts with the City over the Nubgaard development.
- H. Dan Lesan asked about the walkway across Monument that is settling a bit and whether it would be watched and repaired at some point. The condition of the walkway will be assessed by the Board and repairs will be made when required.

- I. Derick Krutsinger wondered about the \$15,000 in Admin/Mgmt. fees in the budget. It was explained that this is to Windermere, the property management company. Windermere does our accounting, banking, handles contracts and more. He also asked about the best way to reach the Board with concerns. The best option is to go to the HOA website and scroll down to the SEND US A MESSAGE portal at the bottom of the home page. There are instructions about how to contact both Windermere and the Board. Kathy shared her email, as did Jim, and she let homeowners know the Board is always in communication and any concern shared with a Board Member would be in turn, shared with the rest of the Board.
- J. Concern was expressed about the pet waste station located in the easement that parallels Josie Lane. People feel it is a trail but is not particularly safe to walk on since it was not surfaced as a walking trail. Rick shared that after learning that this was, in fact, an easement and not a trail, the trail sign was removed, but the pet waste station remained pending identification of an alternate place for it. The Board will continue to address this issue and take remedial action as soon as possible.

VIII. SCHEDULING NEXT AGM AND ADJOURNMENT

- A. The next AGM is targeted for December 27, 2021 (but may change).
- B. The quasi-meeting adjourned at 7:15 PM.

IX. ORGANIZATIONAL MEETING

- A. An organizational meeting was held immediately after adjournment.
- B. The Board members agreed to continue the current officer assignments:
 - (1) President: Chuck Millard
 - (2) Vice President: Jim Gizzi (replacing the retired Rick Horsman*)
 - (3) Secretary/Treasurer: Kathy Young

*Thanks, Rick, for all your effort and support to the community. A job well done – now enjoy your “retirement”.

Board of Directors
Meadows-Ferndale HOA