

St. Andrews Estates Homeowners Association, Inc. (SAE HOA)  
Minutes of a Special Meeting of the Board of Directors (BOD)  
June 26, 2017 - \* Caper Room - 6:00 P.M.

(\* Meeting moved since number of members present exceeded capacity of Palm Room.) Page 1 of 3

Pledge of Allegiance - led by Gill.

Roll Call - A quorum was present since all Directors attended as follows: Denise Gill (President), Terrell Dossey (V.P.), Barbara Gocek (Treasurer), Maureen Coviello, John Clarkin, Joanne Kerr, and Linda Clapp (Secretary).

Call To Order - Gill called the meeting to order at 6:09 P. M.

President Report - Gill called meeting to get ongoing issues solved so August BOD Meeting goes smoothly. Member discussion will be after adjournment. Only things related to today's Agenda will be discussed per protocol for Special Meetings as, although new, Gill has read Roberts Rules of Order and knows what is going on. SAE is very small but, for last few months, it feels like living in a community of thousands so Gill wants to get these things taken care of.

Business of Called Meeting -

SAEHOA Compliance Concerns: Before this Architectural Review Committee (ARC), somebody just looked to see if something followed SAE Covenants and Restrictions and it was passed; nobody even blinked an eye. Now, several things have been out of compliance for years and have been discussed at previous meetings. Do we do anything or leave them be? Nobody wants dues to go up. In order to be a productive ARC Board, if you want us to go the route of a lawyer, we're going to be paying all kinds of money. Gill and the ARC decided the most we can do is put things on Estoppels. When a house is being purchased, an Estoppel is sent to the SAE President asking if dues are paid and the property compliant with rules and regulations. When returning the Form to the Title Company, is where we "piggyback" non-compliance items because the sale cannot close until all issues are resolved. For a long time, the lawn condition of a property was an issue because we couldn't mow due to County rules. Chuck Fleming (ARC Chairman) just advised a Realtor about a listed property with mowing issues and which also has a non-compliant fence. If the fence issue isn't resolved, it will be on the Estoppel which means there will be some unhappy people at closing. And, if SAE has to get the lawn mowed, the costs will be recovered using the Estoppel. An e-mail Blast was just sent out about several concerns (complaints) received. In it, Gill asked people to contact a neighbor to try and work something out instead of submitting a Concern Form. A neighbor may need help, so show compassion which is not what Gill has been seeing. Five concern letters were recently put in (SAE Past President) Karen Ryan's mailbox causing Gill (President almost two years) to ask why. Some of the letters stated sheds aren't allowed but SAE Covenants and Restrictions 5 b. allows permanent buildings on perimeter lots (those backing up to Rt. 674 and SR 301 ... that doesn't include the golf course). Interior lots sheds aren't allowed because that was not part of the 2016 Annual Members Meeting vote. The shed is permanent (anchored to the ground in cement with hurricane ties), it matches the house, and it is in an area least visible from the street. So, if a neighbor has something Gill doesn't want to see, she puts up a bush to block it from her view. Everything in the 2016 vote was approved by a large majority. There was some miscommunication with Gill about completing an Application Form for the shed but the shed does comply and has been approved by Gill and Fleming. People have boats, RVs, etc that cannot be filled in a half hour. It is legal to park in the street as long as driveways, mailboxes, etc are not blocked. We are currently dealing with a legitimate concern about an unregistered vehicle parked illegally in front of a residence and surrounded by weeds.

Board Member Duties: Gill read the duties of each Officer (*President, Vice President, Secretary, and Treasurer as described in the current Bylaws which were filed with Hillsborough County on 12/19/2016*). Regarding 5.1 c. Secretary, duties were discussed as follows:

- . Secretary shall keep permanent records of current membership and other matters. However, presently, the membership list is constructed and maintained by Dossey (Webmaster) who will, from time to time, provide an updated list to the Secretary. Additionally, Clapp indicated that, Florida Statutes state that Insurance Policies are to be kept for seven years but there are no Insurance Policies in the Secretarial file. Gill responded by passing a copy of an Insurance Policy to Clapp to put in the file. (*Note: The policy was for the prior term dated 06/01/2016 to 06/01/2017. Gocek later advised Clapp that she has the current 06-01-2017 to 06-01-2018 policy in her Treasurer file.*)
- . Secretary shall file annual State of Florida Incorporation Certificate as required by State Incorporation law. Gill indicated that, since the Treasurer has been filing it in the past, this duty needs to be moved 5.1 d. Treasurer when Bylaws changes are voted on at 2017 Annual Members Meeting.

#### Committee Procedures:

ARC Committee = Is a standing Committee with five members approved by the BOD. A Request Change Form and a Concern Letter Form can both be found on SAE's website (with mailing/e-mailing instructions). There is no written ARC Procedure Manual but Gill and the ARC set up and adhere to a procedure as follows:

- . ARC Committee strictly follows the SAE HOA Covenants and Restrictions
- . After checking mailed/website submissions, ARC Chairman e-mails copy of any submission to President and all ARC members
- . ARC members review Form(s) received and advise if they see any issue(s)
- . Anything not in the Covenants and Restrictions is brought to the President
- . President then brings issue(s) to the BOD for discussion(s) and decision(s)
- . A Request Change Form with no issue, is marked approved and sent to President to sign
- . A Concern Letter Form works much the same way and is signed off or handled as necessary
- . Estoppel Form is completed and returned to Title Company by President after ARC Chairman has checked out the property and advised President of any issues
- . An ARC Report is submitted by the ARC Chairman at each BOD Meeting

Dossey suggested all Directors be informed on issue(s) at same time as President is notified in order to be able to respond to challenges by any SAE resident. Gill responded she wants to continue with reporting to the rest of the Directors just as she and the ARC have been doing ... also that no one should be challenging a Director on the street; they need to do it at next BOD meeting even if the next meeting is more than a month away. **Gill asked for a motion to approve the procedure the ARC Committee is following (see bullet points above). Kerr made motion; seconded by Coviello; motion carried with four Directors voting yes.** Dossey and Clarkin dissented with both saying that, to avoid embarrassment to Directors if questioned by residents, all Directors should be copied on any issue the ARC brings to the President.

Bylaws Committee = Since, yearly, the Florida Legislature may make changes to Statutes that affect HOAs, the BOD agreed to make a request for volunteers for the Bylaws Committee at the August 20, 2017 meeting. This will allow the Committee (and BOD) ample time to do a comprehensive review and, hopefully, avoid fees that get costly if recording with the County more than once a year. Tasks to be accomplished are as follows:

- . Review 2017 Florida Statutes to see if SAE HOA Bylaws need changes or additions
- . Determine if current Bylaws need clarification regarding all Committee meetings and duties
- . Move wording "shall file the annual State of Florida Incorporation Certificate as required by the State Incorporation law" from 5.1 c. Secretary to 5.1 d. Treasurer (per indication above in Agenda item Board Member Duties)
- . Determine if the Covenants and Restrictions need any changes
- . Review any suggestions that SAE HOA Members may submit
- . Report recommended changes (if any) to BOD in time for BOD to review and decide what to put to Members for a vote (and follow mailing requirements) for the December 2017 Annual Members Meeting

Adjournment - **Motion made by Coviello; seconded by Gocek. Motion carried unanimously. Meeting adjourned at 7:09 P.M.**

\*\*\*\*\*  
 Next Board of Directors Meeting = August 20 2017; Armstrong Room; 1:30 P.M.  
 \*\*\*\*\*

Special Meeting Minutes submitted on July 13, 2017 by Linda Clapp, SAE HOA Secretary