

Bayshore Windmill Village Association Co-op, Inc.

Clubhouse: 603 63rd Ave West, Bradenton, FL 34207

Board of Directors Meeting -- MINUTES

Wednesday, 21 September 2016

3pm

Open to Shareholders only.

1. Call to Order

- The meeting was called to order at approximately 3:01PM.

2. Pledge of Allegiance

- Ed Giffin led us in the Pledge of Allegiance

3. Roll Call/Quorum

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer		
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large -- Architectural/Beautification	Rick Lopez	X

- Also in attendance was , Stacy Brown, BWV Manager, Tom Wetzler, Director On-Site Services for Associa, Oriona Davidhi, Associa Accounting

4. Approval to waive the reading of the BWV Board of Directors Special Meeting Minutes dated 15 August 2016

- Ed Giffin made a motion to waive the reading of the BWV Board of Directors minutes dated 16 August 2016

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer		
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large -- Architectural/Beautification	Rick Lopez	X

5. Approval of the BWV Board of Directors Special Meeting Minutes dated 15 August 2016

- Ed Giffin made a motion to approve the BWV Board of Directors minutes dated 16 August 2016

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer		
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large -- Architectural/Beautification	Rick Lopez	X

Introduction of agenda items

Our president, Marcella Jenkins, gave the following statement prior to the beginning of our regular noted agenda items.

On 07 September 2016 I received an email from Karen Waterman wherein Karen resigned her position as treasurer to the BWV Board of Directors. I would like to take this time to thank Karen for her service to the board of directors. Karen was most certainly an asset to the BWV board and will be extremely missed.

With that said, Ed Giffin, currently serving as Assistant Treasurer, will move into the role of Treasurer.

6. Nomination of new BWV Board Member – Marcella Jenkins

- Marcella Jenkins nominated James D Godfrey to the BWV Board of Directors.
- James and his wife Lisa own H-9 and are expected back in Florida during the week of 05 Oct 2016.
- James has 28 yrs. experience in code enforcement, fire protection and life safety design review and inspection, electrical construction and maintenance in commercial, institutional and residential applications. Recognized as a Certified Professional Code Administrator by the New York State Building Officials Conference. Twenty-two yrs. experience in Asbestos survey/assessments, design and review, and compliance with Federal, State and Local Regulations. 6 yrs. experience in Elevator safety inspections, condition surveys and design review.
- James served on the Greenville Country Estates Homeowners Association from 2008-2015. During his tenure with the homeowners association James served as the Board of Director's treasurer where he assisted in developing the annual budget, helped develop capital improvement plans, approved all expenditures and reviewed all monthly financials.
- Marcella Jenkins made a motion to accept the nomination of James D Godfrey to the BWV Board of Directors.

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer		
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large -- Architectural/Beautification	Rick Lopez	X

- Marcella Jenkins appointed James as the new Assistant Treasurer.

7. Old Business

a) Results of Retrofitting due 15 Sept. – Stacy Brown

Written consent received from 129 shareholders to wave retrofitting of sprinkler systems and hand rails has been received. This information will be sent to the state and there it will be recorded.

b) Report on Gate Proxies – Stacy Brown

Proxy votes are due by 3pm, Wed., 12 October 2016.

Stacy made an effort to clear up a few items that folks have been concerned about in recent weeks.

- If you vote no to use cash you will be assessed a fee.
 - This is not true. Should the gates be approved and the majority of shareholders vote to use the cash on hand we will use funds from the Association’s Capital and BB&T Operating ICS accounts to pay for the installation of the gates.
- Folks have been saying “rent” will go up.
 - First off we need to clarify the term “rent” and “maintenance fee”.
 - Maintenance fee (shareholders)
 - Monthly Rental fee (non-shareholders)
 - The gates will have no effect on the maintenance fee or monthly rental fee.
 - The board will be reviewing a Market Study just completed. The board will bring this information forward once available.
- There seems to be a little confusion concerning the definition of a proxy.
 - A proxy is “not” a vote. A proxy is being used for those shareholders not able to attend the 12 October 2016

board meeting in person. The shareholder “appoints” a named individual of their choice or our secretary Lorraine Metivier, to attend in their absence. During the 12 October 2016 the shareholder’s named proxy representative will cast their vote at that time. We are not “voting” until the meeting of 12 October 2016.

The board sought advice from our co-op attorney in authoring the proxy letter. The proxy letter was written by the attorney to be certain the proxy was written using appropriate language and to ascertain the proxy is in line with state statutes.

Should any shareholders have issues or complaints with the proxy information we ask you put your complaint in writing and mail to the office. We will take the complaint to our attorney to address.

c) Pedestal update – Ed Giffin

The park still has issues with the remaining old pedestals where 4 homes are connected to one pedestal. We need proper circuit breakers. We are in talks with an engineer from FPL discussing moving these homes to their own pedestal. When more information is available the board will place this issue back on future agendas.

d) Lift stations – Ed Giffin

Ed has been in discussion with Manatee County concerning the lift stations. The director recommends a method wherein they put a coating on the concrete wall. This will protect the concrete. The wall is first power washed to loosen concrete off and then replace with a quick dry concrete followed by the inside of the tube being coated. Manatee County director states this coating has lasted a number of years in their lift stations.

The pump can be hooked to our existing pipe and drain into the sewer. The cost to do the lift station is approximately \$5,500 with a guarantee of 10 years.

Ed is still working on this and when we have further information we will pass this on.

If we need to replace the pipe in the lift stations the cost will be at least tripled.

8. New Business

a) Audit report – Marcella Jenkins

The tax returns were signed and mailed in a timely manner. No payment was due. The full audit has been posted to our BWV website for those wishing to view.

Lorraine Metivier made a motion to accept the 2015 Audit report.

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer	James Godfrey	X
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large – Architectural/Beautification	Rick Lopez	X

b) Fence Project along east side of property – Bob Clausen

The board would like to replace the dilapidating fence along the east side of property. The replacement fence will be 6ft high white vinyl. Price quoted from Florida Fence to replace old fence along east side is \$27,653.

Lorraine Metivier made a motion to approve the fence project along the east side of the property and to approve the spend.

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer	James Godfrey	X
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large – Architectural/Beautification	Rick Lopez	X

9. Treasurer’s Report – Ed Giffin, Oriona Davidhi

- We will not discuss why the monthly financials have been late but moving forward we expect the monthly financials will be more timely in finalizing.
- April 2016 Financials
 - Monthly Income: \$853
 - Year-to-Date Loss: (\$6,740)
 - Cash Total: \$796,182
 - Monthly Decrease to Cash: (\$11,005)
- May 2016 Financials
 - Monthly Income: \$30,126
 - Year-to-Date Income: \$23,387

- Cash Total: \$859,861
- Monthly Increase to Cash: \$63,679
- June 2016 Financials
 - Monthly Income: \$12,276
 - Year-to-Date Income: \$35,663
 - Cash Total: \$839,808
 - Monthly Decrease to Cash: (\$20,053)
- July 2016 Financials
 - Monthly Income: \$7,029
 - Year-to-Date Income: \$42,693
 - Cash Total: \$827,633
 - Monthly Decrease to Cash: (\$12,175)
- August 2016 Financials – Delayed. At the time of our board meeting, Treasurer and Associa were still working on final adjustment.

Lorraine Metivier made a motion to approve the April, May, June, and July 2016 Financials.

President	Marcella Jenkins	X
Vice President & Treasurer	Ed Giffin	X
Assistant Treasurer	James Godfrey	X
Secretary	Lorraine Metivier	X
Director at Large -- Infrastructure	Bob Clausen	X
Director at Large -- Architectural/Beautification	Rick Lopez	X

10. Infrastructure Report – Bob Clausen

- J19 had a water break, fixed by Phillips Plumbing.
- Meter box behind H & I needed to be repaired or replaced. Owens Electric installed a new meter box.

11. Manager’s Report – Stacy Brown

- We have a current total of 10 park owned units. J5 ready for sale, P2 for sale; rented thru Nov. H10, D19, J18, and K13 are actively being worked on. We also own Hague 22, I9, B6 and J17.
- Five (5) park owned sold C16, M7, U5, G8, R15.

12. Walk-in Discussion Items

- A shareholder asked if the financials and audit uploaded to our BWV web page are open to everyone. Marcella advised the financials are on a secured page.

13. Next Scheduled Board Meeting

- BWV Board Meeting, Wednesday, **12 October 2016**, 3PM, BWV Clubhouse

14. Adjournment

- Bob Clausen made a motion to adjourn. The meeting was adjourned at approximately 3:45pm.