

Bayshore Windmill Village Association Co-op, Inc.

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

Board of Directors Meeting -- Minutes

Wednesday, 30 August 2017

3pm

Open to Shareholders only

1. Call to Order

Board meeting was called to order at approximately 3PM.

2. Pledge of Allegiance

Lorraine Metivier led us in the Pledge of Allegiance

3. Roll Call/Quorum

President	Marcella Jenkins	X
Vice President, Secretary	Lorraine Metivier	X
Treasurer	James Godfrey	X
Director Architectural/Beautification	Rick Lopez	X
Director -- Infrastructure	Bob Clausen	X
Director – Infrastructure Assistant	Duane Cottingham	X

Also in attendance was Stacy Brown, BWV Park Manager.

4. Approval to waive the reading of minutes dated 15 February 2017

Approval of the minutes dated 15 February 2017

Lorraine Metivier made a motion to waive the reading of minutes dated 15 February 2017 and to approve the minutes dated 15 February 2017.

President	Marcella Jenkins	yes
Vice President, Secretary	Lorraine Metivier	yes
Treasurer	James Godfrey	yes
Director Architectural/Beautification	Rick Lopez	yes
Director -- Infrastructure	Bob Clausen	yes
Director – Infrastructure Assistant	Duane Cottingham	yes

- During the torrential rains on Saturday into Monday our lift station failed to keep up, the retention pond and pool overflowed into the clubhouse parking lot and streets. Most of our streets were flooded and impassable in some cases. Water made its way into the clubhouse. Restrooms were over flowing at the toilet bases. Stacy put in a call to our maid service and plumbers to get the clubhouse back in order. Also, the AC folks were called to secure the AC flashing better. Marcella Jenkins thanked Mary and Ken King, Bob and Lorraine Metivier, Steve Ferguson, David McCrimmon and Stacy's husband Glen for pitching in to clean up the water from the clubhouse floors. Our community truly cares and works together for the betterment of the residents and community. Awesome job!

5. Notice of Associa Contract – Marcella Jenkins

- It has become evident Associa is not living up to the expectation of our needs especially with respect to our financials. Our monthly financials have been late every month for over a year. When we were finally given the monthly financials there were numerous errors of which took many hours to research on our end. Once we understood what needed to be revised, it took several weeks for Associa to acknowledge their errors and make corrections.
- On 09 August our 2016 audit was completed. Unfortunately, the cost of our audit nearly doubled. Our engagement letter with the auditor projected a cost of \$5,900. As a result of all the extra work involved to complete our audit the cost nearly doubled at \$9,054. All of the excess time was the result of erroneous transactions booked by Associa. The Auditor stated hopes that the 2017 financial records will be improved so the excess time will not be necessary.
- With the support of the Board, Marcella contacted a contract attorney in May to help us better understand the current Associa contract and to discuss our options. It was concluded that it was in the best interest of our shareholders to place Associa on notice in hopes they would improve. We were able to negotiate a month by month contract to see if Associa would improve on the financial situations. This negotiation also greatly reduced the staff placement clause that would allow us to keep our current employees.
- During this time, we also began to interview other management companies, CPA and accounting firms, other mobile home communities that were self-managing, researched accounting software and did some preliminary interviewing of bookkeepers.
- Following the month to month contract being put in place, Jim Godfrey, Stacy and Marcella had a meeting with the President and Vice President of Associa Gulf Coast to discuss our concerns, priorities and disappointments. Unfortunately, they were filled with a lot of false promises and blame rather than resolutions.
- We have been a co-op since 2006, a total of 11 years. Within the 11 years we have contracted with 4 different management companies. Marcella could not talk about the service of past companies; however, our relationship with Associa has not been a successful one especially when it comes to the financials and Associa's large corporate procedures. With that said, it's time to venture out and try a different avenue of management.

Self-management – Marcella Jenkins

- We will hire a full-time bookkeeper. This individual will office here. We will also secure a payroll company which will handle employee payrolls, insurance and taxes. We will essentially break even with the move to self-management as we will no longer have a management company fee.
- There will be no change to our banking with BB&T. In fact, with the move to self-management one can actually come into the office to pay monthly maintenance fees.
- Jim and Stacy consulted our CPA and was advised there is no need for additional oversight from them other than our regularly budgeted audit. However, they are readily available for any concerns that may arise.
- In regards to future attorney fees, there would be none other than regularly budgeted costs for evictions etc. Associa never provided us with any attorney services and there will be no extra cost due to self-managing.

- If, at any time, we believe we are not able to manage on our own, we will diligently seek a management company that will work for us and not the other way around.

Q&A:

- How many people will be working in our office? Bookkeeper, Manager, part-time individual.
- Who will be handling the money? BB&T.
- Now that we will be self-managing is this the right time to revise our Rules and Regulations? We will need a committee of a few shareholders and a few board members to take on this project.
- Will the new bookkeeper be presenting the monthly financials in a report that will be easier for the shareholder's to understand? Quicken Quickbooks software does have much easier to read and understand reports.
- How many board members agreed on self-management? Majority 4-2 in favor.
- Will the office be bonded? Stacy will look into this.
- Will there still be a webpage? Associa's webpage will be going away at the end of Sept. We currently have a BWV webpage that Stacy put on line for us.
- When will we begin self-managing? 01 October 2017.
- An unrelated question: What is being done about dogs? For all concerns/complaints about animals in or around our community please call: Manatee County Government, Public Safety Department Animal Services at 941.742.5933.

6. Treasurer's Report – Jim Godfrey

Jan-July 2017 Financials

2017	Monthly Total	Year-to-date income	Year-to-date Loss	Cash Total	Monthly Increase to Cash	Monthly Decrease to Cash
Jan	(33,392.47)		(33,392.47)	683,965.83	34,670.77	
Feb	(42,817.52)		(76,209.99)	661,963.33		(22,002.50)
Mar	26,266.21		(49,942.78)	685,867.57	23,904.24	
Apr	53,267.13	3,323.35		699,558.30	13,690.73	
May	5,706.02	9,029.37		687,663.80		(11,894.40)
Jun	13,826.77	22,856.14		692,458.70	4,794.90	
Jul	43,703.87	66,560.01		723,330.45	30,871.51	

- Full financial reports are always available in the office upon request.

Marcella Jenkins made a motion to approve the Jan-July 2017 monthly financials.

President	Marcella Jenkins	Yes approve
Vice President, Secretary	Lorraine Metivier	Yes approve
Treasurer	James Godfrey	Yes approve
Director Architectural/Beautification	Rick Lopez	Yes approve
Director -- Infrastructure	Bob Clausen	Yes approve
Director – Infrastructure Assistant	Duane Cottingham	Yes approve

7. Infrastructure Report – Bob Clausen.

- Gates: We are nearing the end of this project. Paid out to date \$104,427.50. Amount due at completion of project, \$32,572.50.
- The office has been working with the low voltage / software gate subcontractor for over 6 months. Stacy gave a final time limit for completion that he was unable to meet and it was

apparent he did not know what he was doing in reference to programming the gate software. This subcontractor was let go at our request. Florida Fence will have a new technician complete the job. Bob states it is hopeful the project can move towards final completion at a quicker pace.

- A packet of information will be mailed to all shareholders once the gates are installed and operating properly.
- Stacy is planning to also hold a few workshops to help folks understand how the gates will be operating and to assist with placing the barcodes on your windshields.
- On August 26 an electrical storm hit our community leaving numerous power outages. FPL was dispatched. During the storm, the lift stations lost power. The lift station went into alarm at about midnight. Bob Metivier and Stacy tried to reset the pumps but were unable to get them started. No breakers were tripped. Stacy made an emergency pump out call at that time for Sunday morning. Stacy spoke with the plumbers early Sunday morning and they actually had no available trucks but they would send the actual pump repair guy. It is apparent that we have some water invasion that is causing the pumps to work harder than they are designed to do. A special diagnostic plumbing service will be contracted.
- AC repair/replacement: During AC repairs late Monday, 21 Aug, while they were fixing the compressor on the AC unit on the clubhouse, the repairs made to the center unit would not hold. Stacy researched the receipts and found that only the unit nearest to the pool was replaced in 2013. The other two units were from 2001 and kept freezing up and were at the end of their useful life and could not be repaired. Bob Metivier was on hand and verified the large ice blocks. Replacing both units from 2001, we were able to get a better price and an additional discount since we were doing so much work. The total for both units (3 ½ tons) installed with hurricane tie downs, 10 year parts and 1 year labor warranty was \$8,158. They are roof mounted which is usually more costly. This was an emergency reserve expense.
- 07 March 2017: H8, replaced PVC tee & fitting \$1,793.46.
- 01 May 2017: Q10, excavated and replaced sewer line from home to main clay line, \$2,122.99.
- 02 May 2017: M3, excavated and found blue 3" water line cracked. Replaced broken line at a cost of \$1,195.02.
- 29 May 2017: Pumped out lift station \$2,975.
- 31 May 2017: Lift station. Southern Sanitary Systems INC. Purchased 2 new Barnes Voltex Pumps (macerating pumps) 3.7 at \$6,900/ea. Rebuilt 2 existing Barnes pumps to be used for back-up.
- 13 June 2017: P7 was excavated and replaced sewer line from home to main cost \$1,046.80.
- 06 July 2017: K13, replaced sewer line home to main, \$1,242.18.
- *Future*: Solar panels for pool. Replaced 10 panels with automatic solar controller with sensors with a 3yr warranty. Reserve spend \$1,735.

8. Architecture & Park Beautification Report – Rick Lopez

- Palms are being trimmed a second time due to extreme heat and drought.
- Gomez removed the dead tree at W17 and cleaned up the back of the unit. It looks much better.
- Gomez cleaned up around the park, clubhouse and pool area after the storm of 27 August. Estimated cost \$2600. Amount left in budget for Gomez service \$5,625.
- Flag pole was hit by a car (07Aug2017) and removed. The damage will be covered by the individual's automobile insurance. A new flag pole is on order and will be installed once the pole arrives.

9. BWV Manager's Report – Stacy Brown

- Fifteen (15) Park owned units. The park had 3 inventory shares from donations.
- K13 included an inventory share. Sold w/share \$39,000.
- L5 sold with inventory share \$39,000.
- Currently H10 is being renovated. The plan is to sell H10 with an inventory share as well.
- Park owned unit P2 sold for \$5,000.
- R10 is in foreclosure with a share, in process. This one is in hands of the attorney.
- S11 has been torn down due to a wind storm. The share intended to be sold but had some title issues. The park will have to foreclose to make the share available for the future.
- Stacy is researching contractors for the purpose of renovating other park owned homes.
- Stacy is pricing the homes to place on our empty lots.

10. Board Member Resignation

- On 10 May 2017 Lorraine Crandall resigned her position as secretary to the BWV Board of Directors. Marcella thanked Lorraine for her service to the board of directors. We look forward to Lorraine serving in volunteer opportunities as well as serving with the Recreation committee.
- With that said, Lorraine Metivier will assume the role of secretary.

11. Nomination of new BWV Board Member

- Marcella Jenkins nominated Paul Vanderzon to the BWV Board of Directors.
- Paul Vanderzon expressed interest several months back in serving on the BWV board. With the resignation of Lorraine Crandall, this is the right time to appoint Paul to fill the vacancy on the board. Marcella discussed the position with Jim Godfrey and believe Paul will serve nicely as Assistant Treasurer as he has expressed interest in the finances. Paul's term will run through 2018.
- Paul and his wife Jocelyn own W12. Paul joined our meeting via conference call.
- Marcella Jenkins made a motion to accept the nomination Paul Vanderzon to the BWV Board of Directors.

President	Marcella Jenkins	Yes
Vice President, Secretary	Lorraine Metivier	Yes
Treasurer	James Godfrey	Yes
Director Architectural/Beautification	Rick Lopez	Yes
Director -- Infrastructure	Bob Clausen	No
Director – Infrastructure Assistant	Duane Cottingham	Yes

12. Next scheduled BWV Board Meeting

- Wednesday, 20 September 2017, 3PM, BWV Clubhouse

13. Adjournment

- Lorraine Metivier made a motion to adjourn. The meeting was adjourned at approximately 4:30PM