**MEETING MINUTES**

**BRIDLESPUR HOMES ASSOCIATION**

**BOARD OF DIRECTORS MEETING**

**Meeting Date:** December 5, 2022

**Location:** Red Bridge Library, Community Room

**Start Time:** 7pm **End Time:**  8:55pm

**Call to Order:** Meeting was called to Order by DaVonchio Oliver

**Roll Call:**

Present: DaVonchio Oliver, John Rudis\*, Katie Mahoney\*, Tom Kimmerly,

 Marian McKnight, Jon Goodwin, Mike Laurence, Bob Gillespie, Marsha McBratney\*

 *\*Indicates new members*

Absent: No board members were absent. However Wanda Shipman, the paid Administrative Aid did not show up for the 2nd hour of the meeting as directed by DaVonchio Oliver. Jon Goodwin invited Wanda to attend the entire meeting, 7pm to end of meeting, and Wanda did not show up. Jon said that Wanda was very upset/angry/hurt that she was not invited to attend the entire meeting. Wanda was supposed to bring important information about our proposed sidewalk repair by the city, and instead gave a handout to John Rudis, her neighbor, about the December 15 sidewalk project deadline. Any comments/notes about the sidewalk ‘report’ are below.

**Approval of Meeting Minutes from last meeting:** DaVonchio Oliver motioned that the Meeting Minutes from the November 17 Annual Meeting be approved. Marsha McBratney stated that the note about Katie Mahoney being elected as a new member was inaccurate since Don Wenski had the most votes for the one-year term position and declined the position, so Katie Mahoney had the next most votes and was the only other candidate for the one-year term, so Katie was added to the board. Minutes from November 17 were approved with the unanimous understanding that Marsha McBratney would make the needed correction in the December 5, 2022, meeting minutes. This is the needed correction in this paragraph.

**Introduction of Guests:** No guests were in attendance.

**Announcements:** DaVonchio Oliver welcomed everyone to the meeting and referred to the white board where she had written a few words to remind everyone to be kind and respectful tonight. She then had all members introduce themselves since this is the first meeting of past board members and newly elected board members. She said we would get to the agenda soon and turned the floor over to Jon Goodwin who opened the meeting and reviewed a topic NOT on the agenda provided by Wanda. Jon thanked everyone for coming to the library for the meeting which works very well for us to spread out in light of RSV, Covid and the flu circulating in the city and he said what a nice space it was for us to use and several members remarked that they had not ever been into the library since it was built several years ago. Jon explained that an item NOT on the agenda would be the bulk of our time from 7pm to 8pm. He explained that Marsha McBratney and DaVonchio Oliver agreed to work on job descriptions for all nine (9) board positions. Then he, DaVonchio Oliver and Marsha McBratney met remotely on December 1st to review all the job descriptions. In the end, Jon approved moving forward with the job descriptions with only a few edits that Marsha and DaVonchio recommended. Historical information that Jon provided included: that not all board positions have job descriptions, job descriptions will help with accountability, that the HOA Bylaws had not always been followed, that the HOA exposes itself to problems by not following the Bylaws and that Wanda Shipman does everything when each board member should be contributing. He mentioned that Mark Broker left the board because of health reasons and there was also a personality conflict between Mark and Wanda. He had no specific history of how Wanda came to be a paid Admin Aid doing everything for the HOA, but it was echoed numerous times through the night by Marian, Jon, Bob, Mike and Tom that Wanda ‘does everything’ for the HOA and all of them appreciated her for doing so much. Jon went on to explain that Wanda did not attend tonight’s meeting because her feelings were hurt that she wasn’t invited to attend the entire meeting. DaVonchio Oliver reminded members that as a paid Admin Aid, Wanda’s presence it not required at every meeting. Jon went on to say that in previous conversations with board members, people do not know what their role is on the board, so we are now trying to define jobs in black and white. DaVonchio Oliver said that she hopes the transition to specific job descriptions can happen with Wanda’s help since Wanda has EVERYTHING related to the HOA. DaVonchio Oliver reminded board members that Jon, as board President at the time, approved the meeting to write job descriptions, attended the remote meeting to review job descriptions and offered no edits to the newly-created job descriptions. Jon said that he did agree that job descriptions were needed but has ‘severe reservations’ about the newly-created job descriptions as written, and that he texted DaVonchio about the day after the remote meeting and thought we would spend more time on December 5 reviewing the job descriptions, making possible edits and getting feedback from the four board members who resigned on December 5, and then take a board vote. Jon said he understands why some board members are unhappy that they were not part of the job description writing process and said it would have been very difficult for nine board members to draft job descriptions which is why only Jon Goodwin, Marsha McBratney and DaVonchio Oliver worked on the project. DaVonchio Oliver said that members tonight would have the opportunity to recommend edits to job descriptions in which they are interested. Jon, in his role as (former) Board President, then welcomed the new board members, briefly talked about Don Wenski declining the board position and welcomed Katie Mahoney to the Board for the one-year term position that Don declined.

DaVonchio Oliver then had members report on which job description they want to assume in their role on the Board. Going around the table:

* John Rudis said that he would like to be the Director of Neighborhood Upkeep. He further stated that he is glad we have job descriptions, and the Upkeep job is too much for one person, with work and family commitments. He thinks we need more board members that can help with the Upkeep position and Jon Goodwin told him that we cannot add more members to the board due to the Bylaws. John Rudis expressed understanding and said he will edit the Upkeep job description since he would like that role, provided he has helpers, including Wanda. John also said he sees room for better use of technology for the HOA and he is happy to help make that happen as time allows.
* Katie Mahoney said she would like the position of Director of Events and when DaVonchio Oliver asked if Katie wanted to do any edits to the job description, Katie said ‘no’, that the job description seemed good.
* Tom Kimmerly went next and said he does not have a preference for a role on the board and there is no job description that he likes. He said he is busy with things and thinks the job descriptions are too much. DaVonchio Oliver asked him what edits he would make to any job description in which he might serve, and Tom said he has no interest. Tom has previously been Director of Snow Removal and DaVonchio Oliver reminded him that there are only a few months of involvement with snow removal. Tom again said he had no interest in any role on the board.
* Marian McKnight then addressed the job descriptions and said she ‘does not want any position’ on the board and she had no interest in any of them and they are too much for one person to do, and ‘over the top’. DaVonchio Oliver responded to Marian that Wanda Shipman does everything for the HOA, so if one person can do everything, can she not find a job description that she alone can do? DaVonchio Oliver asked Marian to suggest edits to any of the job descriptions in which she might be interested, and Marian had no suggestions and declined to select a role on the board when DaVonchio Oliver asked for suggestions.
* Jon Goodwin said he would like the role of Vice President and had no edits to suggest on the job description.
* Mike Laurence said there was no job description in which he was interested. He wanted to know why he cannot keep the position he has/had (Neighborhood Upkeep) before the recent elections since his term had not ended. Both DaVonchio and Jon Goodwin reminded Mike that the Bylaws are written so that all nine (9) board positions become open after an election and board members vote in officers and select which role, with member input, each of the other five (5) board members have. When asked, Mike had no suggestions for edits to any job description and chose not to select a role for himself.
* Bob Gillespie said none of the board positions/job descriptions were of interest to him. He said he need to think about if he wants to do anything on the board. DaVonchio Oliver asked him for suggestions to edit any of the job descriptions to better meet his interest and Bob declined to make any suggestions. Bob also said that he ‘gives up’ the Treasurer role since he is too busy.
* Marsha McBratney selected the Secretary board position and had no recommendations for edits to it.

DaVonchio Oliver once again asked all members, to think of one or two choices for roles on the board and what changes they would make to any of the job descriptions. Only John Rudis had suggestions and he will work on those over the next week or so and return the finished revision to the board. When talking about the work involved in the Upkeep role, John Rudis suggested adding a neighborhood outreach service for persons whose home/yard is in disrepair/disorder. John Rudis then asked, “what are we trying to achieve”? There was not much response to John’s question so we will add that to a future meeting agenda.

Conversation turned to how much work Wanda does for the HOA and Marsha, Jon and DaVonchio Oliver reminded all members that she will have her own job description and can help board members as needed but NOT assume the role of any director in what she does. The Bylaws are very clear that there is a paid position (Wanda) and nine board positions, and each board member must do the work in order to be on the board. Conversation resumed on having committees under directors if needed, and those helpers would not be board members but neighborhood volunteers in a different manner.

Marian said again that the job descriptions are ‘over the top’ and that over the years HOA board members did not want to do anything, and that is how Wanda came into doing so much in her paid position as Admin Aid and that the paid position has existed for a very long time. Marsha McBratney reminded Jon Goodwin how he often tells her that he ‘is the HOA President but Wanda does all the work’. Jon Goodwin did not disagree to Marsha’s comments. Marian thinks that the board needs to approve the job descriptions before people agree to assume any role on the board. One area of concern regarding every job description was the part about ‘attending meetings’ of the local community/south KC area. This part of the job descriptions was DaVonchio Oliver’s idea so she spoke to the concerns, saying that every member should attend at least one meeting to know what happens in the community. Long-term board members went on to say that no one wants to go to local meetings, that there is no time, that Wanda has continually invited members to attend and no response. Bob Gillespie said he does go to meetings on a pretty regular basis and Jon Goodwin said he feels bad that he never has time for meetings and Wanda told him in the past that he shouldn’t feel bad, that she would attend meetings for the board. Bob Gillespie said that Wanda wants board members to attend local meetings and Marian said that ‘no directors will go’.

DaVonchio Oliver reminded members that the job descriptions are a “blueprint” and that she welcomes suggestion to edit job descriptions, but that every board member must have a job description that they will do, start to finish. Marian said the job descriptions have a “corporate feel’. DaVonchio Oliver will reach out to Wanda again to get a list of her job duties so we, as a board, can create the paid Admin Aid job description. DaVonchio Oliver has reached out to Wanda Shipman numerous times over the years, and at least three (3) times lately in preparation for this meeting and never received the information.

Jon Goodwin reminded board members that we need to adhere to the Bylaws and that has not happened in a very long time.

Marian said that if the job descriptions were ready and available for review at the annual meeting, that no one would volunteer to join the board. She spoke about how they ‘always put out calls for neighbors to join the board’ and no one responded so they had to take it upon themselves to invite people they knew. Marsha McBratney disagreed with Marian on the HOA board inviting neighbors to join the board. Marsha went on to say that we have to meet people where they are which means using social media and on-line contact options to reach the younger homeowners. Jon Goodwin also objected to what Marian said about ‘putting out a call for elections’ and said they have never done a good job with that. It seems that they put it in the newsletter a short time before the annual meeting and only that one time. Jon Goodwin said we need to do a better job in inviting others to be involved with the HOA board. One part of the job descriptions that Marian objected to is the part in which every board member keeps a binder of information on their particular role and work done under that role. Marian said that would mean HOA information was spread over nine (9) homes instead of everything being kept at Wanda’s house and she doesn’t like that idea. Marian said that because everything is kept at Wanda’s house and they use their computer for the HOA business, that the HOA should consider paying Wanda’s utilities. DaVonchio Oliver reminded Marian that Wanda gets paid to work for the HOA so we will not pay for any of her utilities. DaVonchio Oliver then explained the mess that would happen if everything belonging to the HOA remains at Wanda’s house and for whatever reason the board needs something and cannot get access … ‘what if Wanda gets hit by a bus’?

DaVonchio Oliver turned the conversation back to the job descriptions in general and said that another option is for each board member to choose the role they want on the board and then write their own job description and duties and present it to the board for approval.

At that point in time, Mike Laurence put on his coat, gathered his things from the tabletop and, as he stood up, said that he “resigned”, that he ‘is done and was ‘out of here’. He made his way to the interior door to leave the room, and in the next few seconds Marian, Tom and Bob all stood up and used verbiage indicating that they also ‘resigned’. It happened so quickly that this Board Secretary cannot recall which member used which words. However, comments as they rose included: ‘I’m out of here’, ‘me, too’, ‘I resign’. The four (4) of them stood at the door to leave, and DaVonchio Oliver said ‘so you’re leaving, you resign?’ and Tom Kimmerly said something along the lines of ‘we don’t want to be part of any legal issues that you all will have to deal with’ which, to this Secretary and the remaining board members (Jon, Katie, John, DaVonchio Oliver) certainly sounded like part of a resignation speech. All four (4) board members walked out the door.

After Marian, Bob, Mike and Tom exited the library, the remaining board members (John Rudis, Katie Mahoney, Jon Goodwin, DaVonchio Oliver and Marsha McBratney) spent a few minutes to realize what had happened and all concurred that the four (4) board members had resigned. Jon Goodwin said he wasn’t totally surprised; they are not a group that likes change and the job descriptions are a big change to them.

Conversation then turned to how to do a search for new board members, and under the Bylaws, the board can recruit, vote on and approve replacement for vacant position. Marsha McBratney said she would reach out to Arnie and Sami Aaron who attended the annual meeting and were very engaged. Marsha would also like to reach out to Mark Neal to see if he would return since there would very likely be better order and less chaos under the new board. Jon Goodwin said he might reach out to Mark Broker to see if he’d like to return to the board, but that might be very dependent on Mark’s health at this time. DaVonchio Oliver said she had a few people in mind to ask if they have any interest in joining the HOA board and she would reach out to them. DaVonchio Oliver also wants to put something in the December newsletter to recruit new board members to which everyone agreed was a good idea. We all agreed to wait for DaVonchio Oliver to tell us when we should reach out to neighbors to fill vacant positions.

DaVonchio Oliver made a motion for the five (5) remaining board members to select their board positions and vote accordingly to complete this process as best as possible tonight. With five members present, we have enough for a quorum per the Bylaws.

***President:*** Jon Goodwin nominated DaVonchio Oliver for President and she received all five votes (a quorum by the Bylaws) so immediately assumed the role as HOA Board President.

***Vice President:*** Jon Goodwin was nominated by DaVonchio Oliver for Vice President and received all five votes (a quorum per the Bylaws) so immediately assumed the role as HOA Board Vice President.

***Secretary:***DaVonchio Oliver nominated Marsha McBratney for the HOA Secretary position and Marsha received all five votes (a quorum per the Bylaws) so immediately assumed the role of HOA Board Secretary.

Although director positions do not have to be voted on, roles were assigned per board member choices as follows:

***Director of Neighborhood Upkeep*** will be John Rudis who will make edits to the job description, and we expect one or two people to work with John, perhaps as volunteers or board members and also to utilize the Admin Aid for help as needed. All board members present are pleased to see John in this role.

***Director of Events*** will be Katie Mahoney, as she chose the position, and all board members present think she will do a wonderful job in that role.

The board members will take DaVonchio Oliver’s lead on when to invite others for vacant position and anyone interested in a vacant position will need to be voted on by the board.

Attention then moved back to the Agenda that Wanda had provided.

**Agenda Items(s) and Discussion of Items:**

* Previous vote already on December 5 meeting minutes, with edit to show Katie Mahoney appointed to board instead of Don Wenski who declined the opportunity.
* Election of Officers: Motions passed for DaVonchio Oliver as President, Jon Goodwin as Vice-President, Marsha McBratney as Secretary. The Board approved Katie Mahoney as Director of Events and John Rudis as Director of Neighborhood Upkeep (provided he gets the help of several other people under his leadership, as he requests).
* The Director’s Meetings are scheduled for Mondays on February 6, April 3, June 5, August 7 and October 2. The existing five (5) board members approved Marsha’s motion to move meetings to Tuesdays and the group opted for the 2nd Tuesday of each month, starting January 10th. New meeting dates for 2023, until further notice, will be monthly on these dates: January 10, February 14, March 14, April 11, May 9, June 13, July 11, August 8, September 12, October 10, November 9 (annual meeting), November 14 (if needed), and December 12.
* The board also approved Marsha’s motion to hold all meetings in the Community Room at the Red Bridge Library, providing the room is available. In the event the space is not available, Marsha McBratney will find a back-up location. Jon Goodwin had previously talked with DaVonchio Oliver about having an officer meeting immediately before the board meetings, 6:30pm to 7pm, and the motion was made to have that officer meeting and the motion passed unanimously. It was noted that the Admin Aid would not attend the officer meetings. Also, the Secretary will take all minutes and fulfill all parts of the job description. Information from the officer meetings will be added to the scheduled meeting agenda as needed, under “Other Business”.
* The Annual Meeting, per Wanda’s agenda, will be Thursday, November 9, 2023, at 7pm, which is the 2nd Thursday of the month, as the Bylaws state. We will have to verify that the Community Room can be scheduled. It holds up to 100 people which is more than adequate for our needs.
* Due to time constraints and lack of historical information, no discussion was held about the dumpster project and that has been tabled for another meeting.
* Due to time constraints and lack of historical information, no discussion was held about the garage sale dates and that has been tabled for another meeting.
* Sidewalk update – the information that Wanda provided to John Rudis in passing was not adequate for the board to take up a discussion, so DaVonchio Oliver is going to reach out to Wanda and then the city, if needed, for an update, especially since Wanda was so intent on us meeting the December 15 “deadline” that Wanda stressed to Jon Goodwin via phone call. Marsha McBratney offered to help DaVonchio Oliver if needed.
* Due to time constraints and lack of historical information, no discussion was held on the Airbnb and Rental Update item on the agenda and that has been tabled for another meeting.
* Due to time constraints and lack of historical information, no discussion was held on the Walnut Drive resurfacing and that agenda item has been tabled for another meeting.
* Davonchio motioned and the board approved to have the officers meet monthly and the entire board meet monthly until further notice. Officers will meet 30 minutes prior to regular board meetings, at the appointed meeting location.
* **Member Reports:** No member reports were provided due to the nature of this meeting.
* **Old Business:** None discussed other than some agenda items, noted above, due to nature of this meeting.
* **New Business:** Job Descriptions, meeting dates and location, officers meeting, recruiting new board members, newsletter plan, annual dues letter mailing.

 **Action Items Owner(s) Due Date Status**

Talk with Wanda re: annual dues letter & Davonchio Oliver 01-10-2022

items to go into it including volunteer

recruitment.

Speak with Wanda to obtain materials Davonchio Oliver 01-20-2022

as needed so that all officers/directors

will get what relates to their position.

Get list of paid Admin Aid job duties Davonchio Oliver 01-10-2022

duties from Wanda

Prepare & email/mail December newsletter Marsha McBratney 12-20-2022

on December 20 to include new columns

& 311 info & large item pickup per John

information.

Update job description for Neighborhood John Rudis 01-10-2022

Upkeep position

Prepare annual dues letter with needed Marsha McBratney 01-10-2022

new volunteer options. (Treasurer will

do this letter in future years).

Set up Bridlespur Facebook page & make Katie Mahoney 01-20-2022

it live.

**Next Meeting:** Tuesday, January 10, 2023, at the Red Bridge Library

**Motion to Adjourn:** Motion to adjourn was made by Jon Goodwin and meeting adjourned at 8:55pm.

\*Shaded text is what was edited after Marian McKnight and Jon Goodwin indicated verbal corrections to those sections.