

Malvern Club, Inc.

905 Malvern Drive
Malvern VA 22727

<http://malvernofmadison.org/>

Minutes: Board of Directors Meeting, Thursday, March 12, 2009

Meeting called to order at 7:03 p.m. by President Jerry Monnat

Board members present: Jerry Monnat, Lee Rees, Ed Johnson, John Haines, Pat Kaplon, Barbara Flynn

Members present: Barbara & Frank Sargent, Diane Cross, Joe Graham, Don Nicholson, Karen & Gary Pilkerton, Ceil & Rick Collins, Cathy & Norm Hensel, Chas Egen, Milton Cason, Travis Rosser, Angela Good, Angie Wiseman, Steve Reed, Jason Woodward

The Board approved the February 12 minutes.

Clubhouse and Pool:

1. John called about the pool keys so they will be available for pick-up at the April 25th membership meeting. He is awaiting a call back from the company.
2. The clubhouse has a new refrigerator. The old one needed a new compressor and would have been costly to repair so the Board approved the purchase of a new one.
3. The pool work has begun. During this process, it was found that the skimmers were leaking. The Board approved \$3200 to replace them. The new tile (light blue with dark blue accents) has been ordered; we got an upgrade over basic tile with no increase in price.
4. Barbara Sargent got permission to take the curtains down in the front bedroom and alter them.
5. Joe Graham previously submitted an updated version of the clubhouse rules for the Board's review. He hoped to get approval so Chas could post them on the website. However, there was discussion on two issues: a) raising the fee for certain type of events and b) certain wording regarding renting to groups and organizations. A motion was made and seconded to keep the fees as they are for the coming calendar year and to bring this issue up again a year from now. Motion approved. The Board will look more closely at the wording regarding organizations and bring it to a vote at April's Board meeting. The revised rules can then be put on the website.

Treasurer's Report:

1. Current bank balances total \$93,023.98. February income was \$25,383 and expenses were \$7,898.
2. The major cost items in February: \$6,055, which was a down payment and authorization to being the pool repairs; \$537 for insurance; \$852 for 332.3 gallons of fuel.
3. 140 lots have paid 2009 dues to date. The remaining 94 lots have until March 31 to make payment without incurring penalties.

Architecture Committee:

No new applications were received.

Buildings and Grounds:

Regarding the dam, Ed said he has not heard back regarding the application for a one-year extension of our current permit, but he feels approval of the request will be forthcoming. He has begun working with an engineer.

Roads:

1. Lee said he received a suggestion for a roads committee consisting of Don Nicholson, Frank Sargent and himself. He said that anyone else who wants to join the committee can do so. Lee feels this will be a good working committee and they will plan to get together in the near future.

New Business:

1. April Membership Meeting: Barbara said the church had to cancel our reservation for the April 25th meeting because of a memorial service scheduled for that morning. In light of this, the meeting again will be at the Clubhouse. She said any members wanting to help set up the night before the meeting, can join her, Joe and Frank & Barbara Sargent.

2. Mowing contract: A discussion ensued about the bidding process. A motion was made and seconded to award the contract to Jason Woodward, who had the lower of the two bids. Motion was approved. The shoulder mowing part of the contract will be decided at a later date when the Board has time to review and discuss it.

3. Newsletter: Barbara said she has 4 of the 5 bios needed for the Communicator. Deadline for these, and any reports Board members wish to include, is March 20. Our goal is to have the newsletter in the mail by March 31.

Old Business:

1. Barbara said she posted an announcement on the bulletin board asking members to contact her or Frank Sargent if they wanted to run for a position on the Board; Chas also posted a similar announcement on the website. Frank said that he and Barbara had contacted 10 people. Eight turned them down, but several expressed an interest in running at a later time, which Frank felt was positive. He did get two people who agreed to run: Rick Collins and Jason Woodward. Because Jason has been awarded the mowing contract, a member asked if his running for a board position was a conflict of interest. Jerry said he checked with our attorney about this, and as long as the bid is awarded because it is the more reasonable bid – not because he is a board member – there is no problem. In other words, a board member can bid just like anyone else.

2. Rules/Guidelines: The Board has read the latest revisions made to the proposed by-laws and covenants. The Board feels the Committee has done a wonderful job. A motion was made that the proposed changes to the By-Laws and Covenants and the corresponding explanations for the proposed changes, prepared by the Rules Committee be published in the upcoming Communicator newsletter with a suitably prepared preface explaining both that what follows is for review prior to the April 25th Annual Meeting and that a portion of the Annual Meeting will be devoted to hearing membership comments and recommendations of the proposed changes. The preface will further state that the Board's current intent is to present a final draft of proposed changes to the membership for vote at the Regular Meeting in October.

The motion was seconded, and a discussion among Board members followed. Jerry felt this motion would give Malvern families time to read over these proposals when they come out in the Communicator, think them over, email us with any concerns, and then better discuss them at the April membership meeting. As chair of the Rules Committee, Pat said she feels giving the membership more time to review the proposals and then voting on them at the October meeting is a good idea. Ed suggested we might want to have an attorney versed specifically in HOA matters review them. After discussion, motion was approved.

A member asked why, if the by-laws and covenants have served our community for the past 30 years, they have to be reviewed and possibly amended. Jerry explained that they are supposed to be reviewed every five years so we are obligated to do so.

3. Lot 158 update: Jerry reported that 5 Board members met with our attorney, Mr. DeJarnette on February 26, in order to go over the next step in the legal case against the homeowners. Attorney sent a letter to homeowners on March 9th advising them of our intention to file a Complaint and asking that we hear back from them by March 29. A discussion followed among several members and Jerry concerning the

history of the complaints filed against homeowners and the HOA's ensuing actions. The main emphasis was that when we receive a written complaint from a Malvern member, we are obligated to respond – and that in this matter we received 11 written complaints. (Jerry also noted that as of July 1, 2008, a State oversight board had been put in place and will affect how we as a HOA deal with future complaints. This board in other words will be a sort of “policing agency.”)

The homeowner was present and identified herself. She told the Board that the business no longer exists and they are willing to do what they can to prove to the Board that there is no longer a business. Jerry said the first step will be for them to make contact with our attorney and after that further discussion could occur with the Board.

4. Karen requested that the Board have ready for her at the April Board meeting a list of jobs to be done during the next volunteer work weekend on May 2 and 3.

5. Karen also asked for a motion to approve the renovation to the island at the lake. Discussion ensued. Permission was given for the island to be tilled and mulched.

Meeting adjourned at 8:32 p.m. Next meeting will be Thursday, April 9 at 7:00 p.m.

Submitted by Barbara Flynn, Secretary