



♦ 15245 SW 116th Ave., King City, OR 97224 ♦ 503.639.6565 phone ♦ 503.639.8815 fax ♦

**Minutes of KCCA Board Meeting
April 11, 2017**

The meeting was called to order by Vice-President Paul Downing. Following the Pledge of Allegiance, Paul asked for a vote to approve the minutes of the March 14, 2017 meeting of the Board of Directors. Katherine Griffith so moved and Terry Pittsley seconded. The motion passed.

Roll call: **Present:** Paul Downing, Vice-President; Katherine Griffith, Treasurer; Terry Pittsley, Secretary; and directors Joe Wilson, Blair Wyatt and Valerie Schuyler. **Absent:** Denny Gelfand, President.

Vice-President's report: Paul asked Valerie Schuyler, a new member of the Board of Directors, to introduce herself. Valerie said that she worked in non-profit organizations for several decades as an agency co-founder/director and provider of direct services to families of infants and toddlers with hearing loss. She has had extensive experience in working with Boards and with hiring and supervising staff. She reported that one interest she has as a member of the Board is increasing communication between the KCCA Board and residents.

Gordon Lusk described progress to date on construction of the Aquatic Center building. Gordon manages communication between the building designer, engineer, pool and building contractor, the KCCA Pool Construction Committee, and the City of King City (The City), regarding permits for construction and ongoing building coordination.

In order to ensure that project coordination and communication stays between Gordon and the contractors involved in this building project, specific names for the building designer, engineer, etc. will remain with the KCCA Board and Pool Construction Committee.

Gordon outlined the permit process for The City and explained that we are in the early stages of the permit process. There are various permits needed throughout the building process, beginning with the demolition permit, the foundation, building, electrical, plumbing, HVAC, etc. Each step of the permit process can experience delays for various reasons and all are typical of the permit process. The City permit approval process of 3-4 weeks is expedient compared to other jurisdictions like Multnomah & Washington County, which can be 6-9 months, sometimes longer.

The permit process could not begin until all funding was secured and building contracts were executed. The building was demolished with a timeline in place to include receiving the foundation permit immediately following the demolition, allowing the construction process to continue. As is often the case in the permit process, The City sent the engineer a lengthy set of questions and clarifications to be addressed before the foundation permit would be issued. The largest portion of the questions were regarding HVAC, plumbing, electrical and the pool plans. Since we were only applying for the foundation permit, at that time, we had not yet submitted the HVAC, plumbing, electrical or pool plans to The City. Those plans have now all been submitted and are in review.



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The other questions asked by The City were regarding how the current Crown Center building will interact with the new pool facility in terms of seismic and fire-life-safety changes, due to two areas of the building having close proximity to each other. In order to avoid a proposed requirement to upgrade the Crown Center, The City requested plan modifications to include a cross section showing separation between the buildings. Until The City receives this plan modification they are unable to determine the strength needed for the building footings, which impacts the foundation permit.

On Friday 4/7, the Engineer submitted the responses and modified plans to The City, focusing on the foundation permit. The modifications are currently in review by the Plan Checkers for The City, which will take approximately 3-4 weeks. We have been advised by The City, that assuming no other questions or requests are presented by the Plan Checkers regarding the foundation plans, the foundation permit will be issued in 3-4 weeks. In the meantime, the City has given our contractor approval to begin concrete removal, foundation and pool excavation.

The proposed completion date for the Aquatic Center building is mid to end November, assuming there are no additional delays.

Treasurer's Report: Katherine had no financial report, having recently assumed the position of treasurer and having been occupied with carrying out office functions in the absence of office staff. However, she said that Pacific Pointe is having a silent auction, the proceeds of which will be donated to the Tigard Senior Center and Meals on Wheels. She suggested that KCCA donate a men's jacket/shirt, a set of women's golf clubs and four summer golf passes to the auction. Valerie Schuyler so moved and Katherine seconded. The motion passed.

Greens Committee: Joe reported that a lot of golfing was going on despite the fact that the fairways are still too damp to mow. There is new clothing and a new wall menu of food items in the Pro Shop. Additional marshals are needed to monitor the course. Marshals are rewarded for their work with free golf. Golf is also free to any residents older than 90 years of age. Seven trees on the course were downed during the windstorm of April 7th. Fortunately the Ladies Golf Club is donating \$300 and the Men's Golf Club is donating \$500 for the purchase of trees. Lawn bowlers would enjoy having more folks join them. Repairs to the entrance to the shuffleboard venue will be carried out. The next meeting of the Greens committee is on May 4th.

LARC: Blair noted that trees were also downed in the residential areas by the wind storm. She will be delivering "Good Job" notices to residents who are in compliance with CC&Rs regarding maintenance of the exterior of their house and their yards and she will continue informing residents when they are out of compliance. She reported that residents can purchase 8' wicker screens behind which they can put their garbage/recycle/yard debris cans at Lowes for \$10.

House Committee: Paul reported that the gas, electric and water lines to the Crown Center formerly came out of mechanical room of the pool building, so when that building was demolished, these connections were disrupted. He hired contractors who have now completed replacing the electrical



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wiring, constructed a new underground gas line and re-routed plumbing lines so the Crown Center is again available for use.

Ad Hoc Pool Fundraising Committee: Valerie reported on three events from which proceeds will benefit the Aquatic Center: 1) The LuLaRoe Fashion Show – coordinated by resident Regina Muter and put on by her daughter, Megan – will occur on Sunday, April 23rd 1:00 – 2:30 p.m. at the Clubhouse. 15% of proceeds from the sales at the show will be matched by the corporation. 2) The Spring Fling Dance, coordinated by resident Dee Burkey, is scheduled for May 19th, 7:00 – 10:00 p.m. at the Clubhouse. Cost is \$10/person; proceeds will benefit the same fund. 3) Valerie referred attendees to the May KCCA Newsletter which lists the personal, household, and garden accessories the committee is soliciting for the Small Treasures Sale scheduled for June 24-25th at the Clubhouse.

Chris Tingey, KCCA Attorney: Chris announced that Kristina Rodriguez and Denise Stephens are no longer employed by KCCA as Administrator and Assistant Administrator respectively. As is the case with all personnel matters, he could not go into detail. The Board has hired a temporary office assistant and will recruit a new Administrator.

Chris answered questions from residents:

Question: We have had three administrators in the past two years. What qualifications and skills will the Board be looking for in a new Administrator? 1) Answer: Chris will talk with Board members about proper hiring protocols and development of a plan to produce more effective office procedures. 2) Answer: Katherine said we are looking for a friendly, outgoing administrator with good work ethic and experience in handling money. We may work with a search firm to find individuals who match the job description. 3) Suggestions from residents: Investigate the possibility of hiring a professional management company for some administrative functions; hire a full-time person with HOA experience and sufficient support staff to get the job done well.

Q: Is there money missing? A (Chris): No

Q: Has a forensic auditor been hired? A (Chris): KCCA has different accountants for different roles, e.g., an auditor to perform an annual audit of the books and an accountant looking at other aspects of our finances. There has been no involvement of the KCCA insurance company. KCCA has an annual audit which provides protection for residents.

Q: Some committee meetings are now closed to residents. Is that legal? A (Chris): By law, committee meetings do not have to be open to residents. At some meetings, issues involving residents are discussed (e.g., financial & LARC meetings) and it is not appropriate to have other residents present. Committee chairs determine whether a meeting is open or closed. All decisions about issues discussed in committees are made at Board meetings, not in committees.

Q: Does the Board take into consideration what the majority of residents want? A (Chris): The fiduciary duty of the Board is to the corporation, KCCA. They must act in the best interests of all residents even if the action is not in the interests of some.

Q: Does the state of Oregon have an agency to oversee HOAs? A (Chris): No



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Chris provided the following information about the governance of HOAs like KCCA:

- The Board of Directors of a Home Owner Association has one job: to preserve, protect and enhance property values.
- Directors are elected to the Board by residents, except when a vacancy occurs mid-term. In that case the Board appoints a replacement. Board officers are elected by Directors.
- The Board of Directors is the group of people who manage and oversee the corporation and are the boss/manager of all employees. The Administrator reports to the Board President.
- The KCCA documents – Articles of Incorporation, By-Laws, Restated Declarations of Covenants, Conditions and Restrictions of King City Civic Association (CC&Rs) and Resolutions – do not give members the right to vote on the expenditure of KCCA funds.

The Board of Directors went into Executive Session at 8:25 pm and following the motion to adjourn by Blair and seconded by Joe, directors voted to adjourn the executive session at 8:55 pm. As there was no further business the Board meeting was adjourned at 9 pm.

Minutes taken by Valerie Schuyler.