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Board of Directors Meeting Minutes

Tuesday, October 25, 2022

6:30 pm, KCCA Clubhouse

Call to Order: at 6:30 by President Faramarz Khozouiee.

Roll Call of Directors: Khozouiee, Daum, Sagebear, Delamater, Minor, Enyart

Absent: none

A. Secretary

- a. **Motion:** Approval of the Agenda for October 25, 2022 Board of Directors Meeting
Moved by Sagebear, seconded by Minor. Motion approved unanimously.
- b. **Motion:** I move the board approve the minutes of the October 11, 2022 BOD meeting as presented.
Moved by Sagebear, seconded by Daum. Motion approved unanimously.
- c. **Motion:** I move the board approve the minutes of the October 18, 2022 emergency BOD meeting as presented.
Moved by Sagebear, seconded by Enyart.
Motion: I move the board amend the motion on the floor to say “as amended to correct a typo in a Director’s name in the motion to adjourn.”
Moved by Delamater, seconded by Minor. Motion to amend approved unanimously.
Amended motion approved unanimously.

B. President

- a) **BOD member Vacancy:** As you may know Mr. Davis resigned from the board of directors (Article IV Section 5. Director may resign upon giving written notice to the Board, the President, or the Secretary. Such resignation shall become effective when accepted by the Board. The resignation was accepted and approved by the board at the emergency meeting on October 18th, which creates a vacancy on the board. Based on article IV Section 6. A vacancy on the Board created by removal or resignation of a Director shall be filled by the vote of the majority of the remaining Directors within sixty (60) days of such vacancy, so I am inviting the membership to submit their interest in becoming a director on the board, please include your Bio and send an email to the administrator and copy me as soon as possible. The board has 60 days to fill the vacancy but I would like to fill the vacancy as soon as possible.
- b) **Contacting the KCCA’s attorney:** At the meeting of August 9 the KCCA BOD approved unanimously that emailing, calling or contacting paid professionals (KCCA attorney, CPA, etc.) must be sent by the board President with a cc to



the board Secretary. Professionals doing business with KCCA will be informed that the Association will only pay for inquiries that are sent by the board President or with his approval. Payment for inquiries from other Directors, committee members, KCCA residents, outside entities, etc., will not be paid by the Association. Payment for these will be a matter for the inquirer and the professional to resolve. While analyzing the bills from the attorney we have discovered several charges related to individual members contacting the attorney. Once the analyzing process is over the office will contact each member for their portion of the bill.

- c) **Outdoor pool closure:** Initially I saw a notice indicating the outdoor pool closure signed by the pool committee and it raised a concern. At the BOD meeting of 10/11/2022 the board passed the motion that the “outdoor pool would remain open until October 25, 2022, or until the weather turns”. This makes the pool closure a board decision not a pool committee decision.

Note: President passed presiding officer duties to vice-president before making motions.

- a. **Motion:** I move the board to approve removal of Mr. Davis as a signer from all KCCA bank accounts.
Moved by Khozouiee, seconded by Sagebear.
Motion: I move to amend the motion on the floor to add “and to remove Mr. Davis’ electronic access to CAP.”
Moved by Minor, seconded by Delamater. Motion to amend approved unanimously.
Amended motion approved unanimously.
- b. **Motion:** I move the board to approve Board Advisory Committee charter, as presented in the board packet.
Moved by Khozouiee, seconded by Sagebear.
Motion: I move to amend the motion on the floor to say, “as amended to clarify relation of chair to board and to remove references to confidential information.”
Moved by Delamater, seconded by Sagebear.
Motion: I move to table the motion on the floor to the 11/8/2022 BOD meeting, pending updates.
Moved by Minor, seconded by Delamater.
Vote on motion to table: In favor – Daum, Delamater, Enyart, Khozouiee, Minor.
Opposed – Sagebear. Motion to table passed 5-1.
- c. **Motion:** I move the board approve Mary Delamater as the treasurer of the KCCA board of directors.
Moved by Khozouiee, seconded by Minor. Motion passed unanimously.
- d. **Motion:** I move the board to approve publishing the July Financials that were approved on 8/9/2022.
Moved by Khozouiee, seconded by Minor. Motion passed unanimously.



- e. **Motion:** I move the board to approve publishing the August Financials that were approved on 10/11/2022.
Moved by Khozouiee, seconded by Minor. Motion passed unanimously.

C. Board Actions

a. New business

- i. Annual member budget forum
Motion: I move that the board schedule a special member meeting for the budget on November 22, 2022, at 6:30pm.
Moved by Delamater, seconded by Sagebear. Motion passed unanimously.
Motion: I move that the board schedule a BOD for the budget on November 23, 2022, at 6:30pm.
Moved by Delamater, seconded by Sagebear.
Motion: I move to amend the motion on the floor to change the time to 10:00 am.
Moved by Khozouiee, seconded by Delamater. Motion to amend passed unanimously.
Amended motion passed unanimously.
- ii. Enclosed bulletin board
Motion: I move that the board approve the construction and installation of a bulletin board for the clubhouse.
Moved by Sagebear, seconded by Minor. Motion passed unanimously.

D. Committee Reports

a. LARC

- i. **Motion:** I move the board approve Steve Glass and Jim Gorman as members of the LARC committee.
Moved by Sagebear, seconded by Minor. Motion passed unanimously.

b. Finance

- i. **Motion:** I move the board approve Jim Minor as a member of the Finance committee.
Moved by Delamater, seconded by Enyart. Motion approved unanimously.

E. Adjourn

- a. **Motion:** I move the board adjourn.
Moved by Delamater, seconded by Daum, motion passed unanimously.