

WATERLEFE MASTER PROPERTY OWNERS ASSOCIATION, INC.
995 Fish Hook Cove
Bradenton, FL 34212

BOARD OF DIRECTORS MEETING
Wednesday, March 23, 2016, 3:00 p.m.
Held at the River Club

MINUTES

1. OPENING

- a. Call to Order, Roll Call, Establish Quorum

President, Bob Griswold called the meeting to order at 3:00 p.m. Board members present were Tom Werner, Dik Hall, Chuck Gregory and Franklyn Dickson. A quorum was present.

- b. Proof of Notice of Meeting - The meeting was posted and duly noticed.

2. APPROVAL OF OUTSTANDING MINUTES

Tom moved, seconded by Franklyn, to approve the minutes from the February 24, 2016 meeting. **The motion passed unanimously 5-0.**

Franklyn and Tom appeared yesterday at a motion for rehearing filed by the Shores defendants held in front of Chief Justice Williams, since Judge Lakin stepped down from the bench. He ruled completely in our favor and told the defendants they would have to appeal to the Court of Appeals. They have 30 days to do so. The amount of attorney fees owed is yet to be determined and will require a court hearing. The sale of one defendant's home is scheduled for closing and they will pay in full at that time, leaving 5 defendants. The homes of 3 of the 5 are now for sale.

3. MOTIONS FOR APPROVAL

a. Bob moved to nominate Chuck Gregory as treasurer, seconded by Dik. Chuck will also carry the title vice-president of finance. **The motion passed unanimously 5-0.**

b. Chuck moved that a letter be sent to Holly Johnston to thank her for her excellent service to our community in her position as comptroller from June 2012 through March 2016. The motion was seconded by Bob. Chuck will prepare the letter. **The motion passed unanimously 5-0.**

c. Chuck moved that he, Charles Gregory III, MPOA board member and treasurer, be appointed administrator with authority to transfer funds if and when approval is confirmed by one of the bank signers below for all MPOA bank accounts at BB&T, Bank of America, Sun Trust and Wells Fargo immediately, and that board members Tom Werner, Franklyn Dickson and Bob Griswold be appointed as check signers on the BB&T operating account. The motion was seconded by Tom and it **passed unanimously 5-0.**

d. Chuck moved that funding up to \$2,000 per month be authorized for contracting for month-end accounting services to be provided by Sheree Radakovich, CPA, of the firm Robert

L. Wenzel, CPA, P.A., until a replacement MPOA controller can be hired. Tom seconded the motion. **The motion passed unanimously 5-0.**

e. Chuck moved that a date be approved for a closed personnel board meeting to select a controller for the MPOA and other business. It was stated that no motion is required for this. The board will set a meeting 48 hours in advance, and Tom advised that he had some legal issues to address in that meeting as well. The suggested date for the closed meeting was Friday, March 25.

f. Dik moved to approve, not to exceed \$600 to purchase a new desk for Jen. Her old desk has been moved to the lobby for Wendy to work at where she will be handling reservations. Bob seconded the motion, and it **passed unanimously 5-0.**

g. Dik moved to approve payment of Zen Software invoice for \$1,633.26, which included air fare, lodging and car rental. The motion was seconded by Franklyn and **passed unanimously 5-0.**

Dik mentioned there will be upcoming expenditures in the fitness center to repair several pieces of equipment in an amount of about \$5,000, and he wanted to give a heads-up on this expense. Bob then stated that he is compiling a "heads up" category which future costs can be prioritized and planned for.

h. Bob stated that Thyssen Krupp Elevator on January 27 was called to determine why the service elevator stopped working. Thus, he moved that the board approve \$690 to pay for their service visit on that day. See invoice, customer number 108477, for details. The motion was seconded by Franklyn and **passed unanimously 5-0.**

i. Bob stated that Colonial Roofing has inspected the roof of the River Club and found several problem areas. He then moved that the Board approve \$895 to complete the needed repairs. The motion was seconded by Tom. Bill Shopovick interjected that the number might go up depending upon what they find but probably not by more than \$400. The motion was restated to say not to exceed \$1,500 and was seconded by Franklyn. **The motion passed unanimously.**

j. Bob stated that before we selected Overholt as our kitchen contractor, Cole Construction funded the initial fee for our building permit and moved to approve \$1,087 to reimburse Cole Construction. The motion was seconded by Dik and **passed 5-0.**

k. Bob stated that Mast Drafting has completed additional kitchen design work as requested by Bill Shopovick. He moved that the board approve \$450 to pay Mast for this effort. Costs are defined on invoice 7472 dated 2-22-16. The motion was seconded by Franklyn and **passed unanimously 5-0.**

l. Next Bob stated that in January the board approved \$180 per month to lease a new utility cart for Property Management maintenance. This is a 3-year lease that includes normal service. Initial cost was quoted at golf course rates and our final MPOA cost is higher. He moved that the board approve \$204.37 per month for 3 years plus a one-time \$250 charge. The motion was seconded by Franklyn and **passed unanimously 5-0.**

m. Bob stated that in January the MPOA Board approved \$58,000 to purchase our new cooler/freezer plus a one-compartment sink and a table. At this time we wish to make our initial payment on only the cooler/freezer. He moved that the board approve a payment to Beltram of \$27,000 using reserve funds. This funding is required to maintain 2015 pricing. The motion was seconded by Franklyn and **passed unanimously 5-0.**

n. Bob stated that Property Management solicited 4 vendors to provide a landscape architectural study for the front of the River Club. Simply Verde has been selected to perform soil tests, define a fix for our stone and curb problems, review our sprinklers and lighting and

work with us to refine a detailed schematic drawing. He moved that the Board approve \$6,350 for Simply Verde to define upgrades to the front of the River Club and stated that details are described in a 4-page letter of agreement dated 3-3-16. The motion was seconded by Dik.

There followed discussion of many aspects of this plan, during which a resident stated that the county will come to your home and give you planting and irrigation estimates free. Bob withdrew his motion and restated it to contact the county regarding use of their services, and to re-contact Simply Verde to get a proposal. Dik seconded the restated motion and it **passed unanimously 5-0**.

Bob provided the following list of upcoming expenses:

1. Unsafe fishing pier. The pier is totally blocked now, and since it would cost \$150,000 to rebuild it, we need estimates to tear it down.
2. Erosion at boat lift. While we have a concrete contractor on site for the kitchen, that contractor will be used to do erosion control at the boat lift.
3. River Club tables around pool. The tables at the pool are deteriorating. Replacing 7 tables and bases plus one rectangular table will cost approximately \$5,000; \$750 to replace 3 old trash cans; and \$3,200 to replace 7 umbrellas.
4. River Club painting and repair. Preliminary numbers for fixing the front and back and painting with the existing color will exceed \$20,000. We will include cost of a color change.
5. Pool heater.
6. Sidewalk drain, to be done in house.
7. Erosion at Pointe.
8. Masonry work. First payments to Overholt will be due, two payments of \$43,000.

o. Tom moved for approval of new Guidelines for Residential Change. These guidelines replace a document that has been in place since 2007 and covers removal and replacing of trees and many other issues and will be effective today if approved. Franklyn seconded the motion. Tom thanked the DRB committee for their hard work in preparing this document, which will be distributed to the community in an email blast. A copy of the New Guideline will be attached to the written Minutes of this meeting and posted on the web site. **The motion passed unanimously 5-0**.

4. MPOA FINANCIAL DATA

Chuck began with the cash flow statement. Our beginning bank balance this month was \$394,476.24 and ending balance of \$182,684.11. Nothing has been drawn on our loan yet but \$43,000 will be paid out next Monday. Total reserves and investment balance is \$365,523.29, with total operating reserves of \$548,207.40. It's too early in the year for a trend to be established, but things look good as of now. Revenues are up and costs are down. Year to date we have an operating surplus of \$72,529, over the budgeted number by \$62,336.

Most of the accounts are below budget. A few which are \$1,000 over budget include mailboxes, which is a large ongoing project, River Club telephone and supplies for maintenance by Property Management.

5. RIVER CLUB MANAGEMENT AND FINANCE REPORT

Jen Milne stated that there were 2,373 covers in February. Costs are down to 37% from 45% which is a great improvement. Total covers at events were 582. Accounts receivable aging is great, only \$2,399 over 60 days. She stated there is no problem with collection of River Club accounts because Bert does such a great job.

She presented the summer hours proposed for the River Club. The office will be closed on Monday. Tuesday the office will be open but not the dining room or bar. Wednesday through Friday the office will be open 9 to 4. On Wednesday the dining room and lounge will be open from 5:30 to 9 and on Thursday and Friday from 11 to 9. The Tiki Bar will be open noon to 5 on Saturday and Sunday weather permitting, and Saturday nights will be reserved for special events.

6. PROPERTY MANAGEMENT REPORT

Rita Cohen stated that general maintenance and repairs were performed in February. Ten (10) work orders for the CDD were performed, and the mailbox project is ongoing. The pergola has been power washed and will be stained and sealed soon. The big push now in her department is cleaning of dirty roofs, driveways and private sidewalks. Most people are responsive. Violation letters will be going out to those not responding.

The villas are being mowed as necessary. The present vendor has been in place about a year and there is marked improvement in villa lawns. Irrigation clocks are wearing out and she is trying to find new ones that are not subject to power surge damage.

Bob noted that the mailboxes are a huge expense and he will be looking into passing it on to homeowners. Rita clarified that the poles are the expensive part, not the mailboxes, but that the lanterns on top are starting to wear out now.

7. UPDATES - COMMITTEE CHAIRS

a. Property Management. Bill Shopovick stated that most issues have already been covered. As far as the kitchen addition, the footings have been poured and slab block work for the first floor is done. Concrete band around the block and rebar is next. The roof trusses are ordered. There are still a few technical issues to be resolved but everything is coming along. Regarding the wire that was cut by Overholt's contractor, he has worked out that our maintenance vendor will do the repair so that it will be covered under our contract for warranty.

b. Design Review Board. Michaela Valletta stated that her committee met yesterday. The Guidelines for Residential Change were presented to the board today that her committee has been working on for about a year. Paint colors have been approved by the DRB for the Watch II and the residents are happy. Progress is being made on cleaning dirty roofs.

The new big issue is birdhouses. She is trying to put something together but nothing is completed yet. The tall purple martin birdhouses have been compared to flagpoles, and every residence can put up a flagpole. The CDD is checking to see if any of the neighborhood birdhouses are on their easement, and Michaela hopes to have a position on this issue by the time the CDD wants to talk about it.

c. Activities. Vicki Joshpe reported that her committee is busy wrapping up this year of activities and has next year just about booked. It has been a very successful season for special events.

Her committee recommends to stop having the community wide Garage Sale. There were a lot of disturbing occurrences over the past couple of years including verbal abuse that approached physical confrontations. There was discussion pro and con, and it was decided to go along with her committee's recommendation. Homeowners can still have a garage sale on their own, and we will need a policy to control that.

d. Amenities. Janice Ritchie reported that next week new pictures of Waterlefe will be hung in the members room. They are still working on a legend to give credit to the photographers. Property Management liaison John Stevens has been coming to her meetings and this is working out very well, and Janice extended kudos to Rita for this development.

Her committee continues to explore ways to install sound barriers in the bar but have not come up with anything workable yet but will keep at it.

e. Finance. Ben Strader's committee met on March 16. The major push now is taxes. Mary Lou Kovac and he are a couple months away from completing an updated policies and procedures manual for accounting. Chuck and he have been interviewing for Holly's replacement, and someone is being interviewed by the board Friday. He hopes to have a new person in the position very soon.

Ben presented the list of contracts that Waterlefe has with various entities. This list was reviewed by the Board. These contracts are mostly fixed costs.

f. IT. No report.

g. Communications. Franklyn presented the committee report in Keith Wenzel's absence. The committee is comprised of Keith, Karen Enis and Pauline Dickson, and they have decided not to push social media tools. The new publication N2 is not ready yet so Keith will continue to send community-wide email blasts every 4 to 6 weeks. Glen Joshpe will submit pieces to be included in the email highlighting individual Waterlefe residents.

8. UPDATES - MPOA BOARD MEMBERS

a. Golf Committee. No report.

b. CDD. Chuck attended the last CDD meeting at which Tony Tierno presented a history of the golf course bonds and highlighted various methods of dealing with them. Nothing has been decided yet, but the CDD can make a decision without a vote of the community.

c. Finance Contract Review. Completed during Ben's Finance Committee report.

d. President's Council. No report.

9. UPDATES - TASK TEAMS

a. CATV. No report.

b. Artists Guild. Bob presented a letter he received from Roxanne Skinner, Chairman of the Artists Guild, informing the board that they are withdrawing as a sanctioned committee of the MPOA. A copy of this letter will be attached to the written copy of these Minutes.

10. OLD BUSINESS. None

11. NEW BUSINESS. None.

12. HOMEOWNER COMMENTS. A resident suggested we have a clock installed in the members room. This suggestion was referred to the Amenities Committee.

13. DIRECTOR COMMENTS. None.

14. ADJOURNMENT. Tom moved, seconded by Dik, to adjourn the meeting. **The motion passed unanimously 5-0**, and the meeting was adjourned at 5:10 p.m.

Respectfully submitted,

Judy Werner