



Civano I: Neighborhood I Association, Inc.

A Homeowners Association

Board of Directors Meeting Minutes

APPROVED

DATE: Tuesday, March 15, 2011
TIME: 7:00 PM
LOCATION: HOA Activity Center – 10501 E Seven Generations Way, #109

I. CALL TO ORDER

The Board of Directors meeting was called to order at 7:17PM

II. ROLL CALL

Board present: Lee Rayburn, President
Chris Shipley
Rick Hanson
Les Shipley
Mark Levine
George Luis

Absent: Bob Small

Management

Representatives: Cynthia Valencia, Cadden Community Management

Minute Taker: Cynthia Valencia

Homeowners were present at the meeting.

III. QUORUM (4)

A quorum was present to conduct the Board of Directors meeting.

IV. PRESIDENT'S REPORT

The following report was made by Presidents Lee Rayburn:

We are week away from close of election and I was hopeful that it would not be another litigious election.

Just moments ago we received a memorandum from homeowner Ms. Joan Tober (subject: written designation of Elizabeth Bushell, as her representative at Board meeting 03/15/11, as permitted by statute ARS 33-1804.)

We will be changing the order of the agenda tonight;

There is an extensive number of questions and challenges from an individual association member which regrettably has taken up all the Board's work outside of Board meetings, and attorney fees. Some have a direct impact on the Election of 2011. The Association

has now been through 5 Elections following developer turnover, 3 of which have been challenged; by the same association member. This Board is pledged to do every reasonable thing it can do to have an election that this Community can celebrate with confidence.

As a Board and as an Association we need to recognize the right of association members to raise questions, but we also need to recognize that in any community -including our HOA- that wants to function well and inclusively, and be able to address the pressing issues at hand: every right has to be balanced with responsibility and recognition, and being reasonable with each other.

Responsibility -- to take accountability for one's actions, and how they impact others;

Recognition -- which we do live in a community and the rights of the whole do count. We will want to keep all three "R's" in mind as we discuss the issues of the evening, and we as a community continue to work to improve how we work together.

It is regrettable that this meeting is devoted largely to the correspondence of one person and the issues raised by same. Unfortunately, due to past litigation experience, and continued recent mention by the individual of having "to take action", the Association finds it necessary to continue engaging its attorney to defend the Board and the community, and at continued high legal cost. We do not anticipate that these legal costs will decrease for the time being.

V. MINUTES

Discussion: The Board reviewed the minutes from the February 15, 2011 meeting.

MOTION: To approve the February 15, 2011 Board of Directors minutes as amended.

Motion

Proposals: First Rick Hanson
Second George Luis

Motion Results: Passed unanimously.

VI. TREASURER'S REPORT & APPROVAL

- Treasurer Mark Levine explains reason why reports are being delayed since Board meeting is earlier in the month. Homeowners were asked to direct their questions to Mark Levine after the meeting, if any.

MOTION: To approve the January 2011 financials as submitted.

Motion

Proposals: First Mark Levine
Second Rick Hanson

Motion

Results: Passed unanimously.

VII. ACTION ITEMS

- 1. Confirm Action In Lieu- regarding release and copies of legal bills**

Discussion: Confirming Action in lieu.

MOTION: Confirmed Action in Lieu.

Motion

Proposals: First Rick Hanson
Second Bob Small

Motion

Results: Passed unanimously

2. Confirm Action-in-Lieu regarding notification to membership on election instructions.

Discussion: Confirming Action in lieu.

MOTION: Confirmed Action in Lieu.

Motion

Proposals: First Mark Levine
Second Bob Small

Motion

Results: Passed unanimously

3. Approve Resolution #11-02:

Discussion: The Board considered a Resolution to assure previous election policy is adhered to regarding elections. Discussion ensued. Copies of the Resolution were provided to all members present.

MOTION: To approve Resolution 11-02.

Motion

Proposals: First Rick Hanson
Second Bob Small

Motion

Results: Passed unanimously

VIII. OPEN FORUM

Group A- Non Tober related correspondence:

1. February 15th email from Mrs. Canady re: Suggestions to the Board

Discussion: Discussion ensued and several homeowners had comments on the suggestion of quarterly Board meetings. Also having the Association attorney present for all Board meetings. Board response was that it has too many action items to have quarterly meetings. **Action Taken: None**

2. February 16th email from Mr. Fillion re: Repair of wash area at end of Doris Foster

Discussion: Les Shipley has reviewed and looked at the location in question. Says that it is the homeowners responsibility to repair water spout. **Action Taken: None**

3. March 4th email from Mr. Terry re: Bulletin Boards

Discussion: Bob Small says it will cost approximately \$100.00 to install in a new bulletin Board.

Motion: To authorize Bob Small to install a new bulletin board not to exceed \$120.

Motion

Proposals: First George Luis
Second Mark Levine
Results: Passed unanimously.

4. March 9th email from Mr. Kimmie-Hea re: Mary Webber Park

Discussion: Discussion ensued and response from Civano Nursery was discussed.

It will be considered as part of next years cyclical replacement of DG as the Nursery was directed to replace DG in the old areas of Civano first then work there way to the newer sections. As it is common area it may not be considered in the same category as were the streets that were done this year.

Action Taken: Referred to CCAA Committee.

Group B- Tober Related to Legal Cost Disclosure

5. February 15th email from Ms. Tober re: Board Compliance with ARS 33-1805 with regard to legal invoices/documents

6. February 25th email from Ms. Tober re: Question on legal invoices

7. March 4th email from Ms. Tober re: Question on legal invoices

8. March 8th email from Ms. Tober re: response to invoice questions

Discussion and Action: All of Ms. Tober's emails have been responded to, redacted copies of all of 2010 legal invoices have been supplied to Ms. Tober, and a summary of 2010 legal expenses was provided to all membership present at the Board meeting.

Group C- Tober Related to Bylaw Amendments

9. February 17th email from Ms. Tober re: Email to Association Attorney regarding Bylaw Amendments

10. February 20th email from Ms. Tober re: Ramifications of the information received by your office regarding C1N1 Amended and Restated Bylaws on the upcoming election

11. February 22nd email from Ms. Tober re: Nonresponse to my communication regarding adoption of the First Amendment o the Bylaws, the violation of Members Voting Rights and the Impact of Invalid Amended Bylaws on the Upcoming Election.

12. March 4th email from Ms. Tober re: response forth coming this week

13. February 28th email from Ms. Tober re: Status of response regarding First Amendment Bylaws

Discussion and action: Rick Hanson notified the membership that a notice was mailed in the recent newsletter regarding the Board's decsion on the recent Bylaw Amendment. Joan Tober opposed the conclusions in the notice that was mailed out and says that she will pursue this issue.

Group D- Tober Related NEC actions, quorums, etc...

14. March 6th email from Ms. Tober re: Request for Action in Lieu

15. March 8th email from Ms. Tober re: Request for Action in Lieu

16. March 9th email from Ms. Tober re: Voting at Meetings and Absentee Ballots

17. March 9th email from Ms. Tober re: Voting, Quorum, Bylaws

18. March 11th email from Ms. Tober re: Board approved draft NEC procedures-Tabulator & Observer

- 19. March 13th email from Ms. Tober re: Special Rotunda Fund & Rotunda expenses to Reserves**
20. March 14th email from Ms. Tober re: Resolution 11-01

21. March 14th email from Ms. Tober re: No Action Taken at Annual Meeting

Discussion: Tabled all emails above to a later date

Motion: To table all emails above to the April Board meeting.

Motion

Proposals: First George Luis
Second Rick Hanson

Motion

Results: Passed unanimously.

Group E- Tober Related Misc.

22. February 16th email from Ms. Tober re: Duplication of Duties in Resolution 11-01 and 10-03

Discussion and Action: Rick Hanson responded that there is no conflict. The CCAA will be looking at the reserve study as it defines the repair and replacement needs related to common areas. The Finance Committee deals with the question of assuring the reserves are adequately funded to meet the needs.

23. March 7th email from Ms. Tober re: Two Items for Agenda for Board meeting on March 15, 2011

Discussion and Action: The Board stated that all committee meetings are now open and homeowners can observe. It is the chair's responsibility to address any questions from any observer, if he/she chooses, or have the observer email the HOA office with questions/concerns.

IX. ACTION ITEMS/ OLD BUSINESS

1. Response to Bylaw amendment.

Discussion and Action: Responded to previously in Open Forum.

2. Review and Approve bid from a plumbing contractor for specific repairs to both restroom pools.

Discussion: Discussion ensued

Motion: To accept Chavira Custom Plumbing in the amount \$3,333.00 plus tax, to be paid from Reserves. The approval is contingent upon verification that the contractor is licensed and bonded and insured. If not qualified the second bidder, Bert's Electric & Plumbing, with a bid of \$5,722.59 will be chosen and must meet the same requirements.

Motion

Proposals: First Les Shipley
Second Lee Rayburn

Motion

Results: Passed unanimously.

ACTION ITEMS/ NEW BUSINESS

1. Review and approval of Civano Nursery invoices.

Discussion:

MOTION: To authorize payment of Civano Nursery invoice in the amount of \$6,477.76 to be paid out of replacement reserves for the replacement of 18 trees.

Motion

Proposals: First Rick Hanson
Second Lee Rayburn

Motion

Results: 4 passed; 2 abstentions by Les Shipley and Chris Shipley

MOTION: To authorize payment of Civano Nursery invoice in the amount of \$1,080.00 to be paid out of replacement reserves for the replacement of 40 shrubs. (The shrubs replaced are located along 7 Generations and had to be replaced in conjunction with the placement of deco rock between the curb and sidewalk.)

Motion

Proposals: First Rick Hanson
Second Lee Rayburn

Motion

Results: 4 Passed; 2 abstentions by Les Shipley and Chris Shipley

2. Approval of ACS Air Conditioning Services for HVAC maintenance contract.

MOTION: To approve ACS Air Conditioning Services bid for servicing and maintenance of units in the Rotunda building for a one year period in the amount of \$798.00.

Motion

Proposals: First Mark Levine
Second Lee Rayburn

Motion

Results: Passed unanimously.

3. Cap off Rotunda Cooling tower as recommended by CCAA

Discussion: Discussion ensued.

MOTION: To authorize CCAA to cap off cool and to expend an amount for cleaning, up to the amount of \$2,000 as allowed in CCAA resolution.

Motion

Proposals: First Rick Hanson
Second Lee Rayburn

Motion

Results: Passed unanimously.

- X. **NEXT MEETING – ANNUAL MEETING -- Tuesday, March 22, 2011, 7:00 p.m. and regular BOARD MEETING – Tuesday, April 19, 2011, 7:00 p.m.**

- XI. **ADJOURNMENT --- Time ending- 8:30 PM**