

Oakbridge Community Services Association

Board Meeting • 2019 Sep. 11 • SECOND DRAFT Minutes

1. Call to Order and Quorum Count

Meeting called to order at 7:00 PM at Ashman Branch Library, 733 N. High Point Rd.

5 Board members present: Kraig Bodie (Vice-President), Ron Hay, Laura Schweitzer, Brian Shah, and Jeff Wilson (Treasurer), constituting a quorum; 2 **arrived later**: Abigail Darwin (President) and Jordan Speicher; also present: Richard S. Russell (Secretary)

2. Adoption of the Agenda

Without objection, accepted as distributed.

3. Courtesy to Guests

Introductions of members and guests: Finn Hocstream, Sonya Huebner, Wayne Morris, and Barb Prigge.

4C. Secretary's Report (advanced)

(1) Minutes of July 28 meeting distributed and approved by unanimous consent.

Jordan Speicher arrived.

(2) Neighborhood directory. The 2019 version was distributed to the 71 households that had returned a survey form, 59 via e-mail and 12 in printed form. Additional printed copies can be generated as needed when new people move into the neighborhood.

(3) NextDoor update. NextDoor still reports that we have 172 households in our area (instead of the 145 we know we have) and hasn't been very helpful in determining which are the extraneous 27. Richard tried to adjust the district boundaries to match those of the Oakbridge Community but kept getting

error messages. We're listed as having 180 neighbors signed up, but 5 of those are duplicate accounts. **Richard is** still trying to figure out how to eliminate the dupes.

(4) Paper notification notices. Only one person asked to receive official notices on paper. There was an extended discussion on electronic notices possibly being too impersonal. **However, it was agreed that other forms of notice are too time-consuming and impractical in the modern era, unless a member specifically requests it.**

Abigail Darwin arrived during 4C(4).

4A. President's Report (delayed)

(1) New Home Owner information sheet. Jeff and Ron's revised version has been approved. Sonya stated her preference to have these distributed live and in person to new homeowners. Several Board members welcomed anyone who was willing to undertake the responsibility for this. **No one volunteered.**

(2) Mailing of notices. We mailed to all residents notice that we've moved to electronic notifications. No returns.

(3) Tree Lane Family Apartment updates.

(a) Deputy mayor. We've made contact with the new deputy mayor for our area, Linda Vakunta, and Abigail will meet with her in the next month.

(b) Nuisance abatement plan. Mike Kern is following up on this.

4B. Treasurer's Report

Our balance as of Sep. 9 was \$10,265.80. Deposit on July 30 of \$70 for directory purchases. Checks written since the previous

report:

- Aug. 5, #1162, \$659.33 to Lawn Care Plus for mowing
- Aug. 30, #1164, \$159.64 to Madison Water Utility for sewer and water service

4D. Architectural Review Board Report

(1) Action on applications, appeals, and complaints. One application processed.

(2) Revising the Architectural Control Rules (ACR). No ARB meetings since previous Board meeting. Brian gave a general explanation of the intent of revisions being drafted.

(3) Future steps to revise the ACR. When draft is ready, it'll be submitted to the Board for approval.

(4) Anything else. Question raised about how to enforce the ACR. No enforcement provisions are being written into the rules, but persuasion has proved effective. **Legal enforcement is also possible, but it could be expensive.** Some violations are also violations of city ordinances, and we refer those to the Madison Building Inspection office.

4E. Social Committee Updates

(1) Schedule fall raking event. Jordan asked for reasonable dates. Generally Saturdays are easier. Nov. 2 10 AM agreed upon. Bad weather date Nov. 9. Ron will acquire bags so we don't have piles of leaves blowing around.

(2) Garage Sale report. The annual garage sale was advertised as occurring on Fri. Aug. 16 and Sat. Aug. 17. There wasn't a lot of activity. This was an odd year, tho, due to the street resurfacing. Some people did their own on their own schedules. Some discussion of maybe going to an every-other-year schedule.

(3) Neighborhood Night Out report. OCSA didn't do anything directly; the city Parks De-

partment organized the event in Haen Park. It seemed to go over quite well; at least 90 people attended.

5A. Status of Common-Area Sidewalk Repairs

No city repairs have happened yet. Pavement markings have been renewed.

5B. By-Law Amendment #2: Amendment Processes

Abigail moved, Jeff 2nded, to amend Article XI of the By-Laws as indicated:

ARTICLE XI

Amendment of Governing Documents

11.1. The Articles of Incorporation may be amended in accordance with its own terms.

11.2. These By-Laws may be amended by a ~~two-thirds~~ ($\frac{2}{3}$) vote ~~of two-thirds~~ of the Directors, ~~at any meeting of the Directors duly called for that purpose, providing that notice~~

11.3. The Declaration of Covenants and Restrictions and the Supplementary Declaration of Covenants and Restrictions may be amended by a two-thirds ($\frac{2}{3}$) vote of the Directors.

11.4. The Architectural Control Rules may be amended by a { ~~two-thirds~~ ($\frac{2}{3}$) | majority } vote of the Directors.

11.5. Prior to a Board vote on any amendment under this article, the Board shall provide due notice of such proposals to the members, in accordance with these By-Laws, and shall hold a public meeting at which members may comment on them.

11.6. Notice of the Board meeting at which amendments under this article are to be considered and the text of such proposed amendments have been shall be given to the Directors at least 15 fifteen (15) days prior to the meeting.

Under §11.2 a question was raised as to what the difference is between “a vote of two-thirds of the Directors” (current language) and “a two-thirds ($\frac{2}{3}$) vote of the Directors” (proposed language). Richard explained that the current language requires a $\frac{2}{3}$ vote of **all** the Directors (Board members), or 5 of the 7, whereas the proposed language would require a $\frac{2}{3}$ vote only of the Directors actually present at the meeting where the vote occurred (theoretically as low as 3 **if a quorum of 4 is present**).

Abigail moved, Ron 2nded, to select $\frac{2}{3}$ as the vote required under §11.4 to amend the Architectural Control Rules. Adopted by unanimous voice vote.

Abigail expressed her concern that proposed §11.5 would impose a requirement on the Board which it doesn't currently have, as regards the By-Laws. Most Board members agreed it was a good idea to always have member input. It's also a showing of transparency.

The discussion then turned to the question of recording changes to our official governing documents. Currently that's only required under (and for) the Declaration of Covenants and Restrictions (DoC&R), but perhaps it's a good idea to do it for all of them. However, there was substantial confusion over what “recording” actually entailed.

What's the fee for filing documents with the state Department of Financial Institutions? **We think it could be as low as** a couple of bucks per page, **but this has to be confirmed.**

Do they also need to be filed with the county Register of Deeds? Not sure.

Laura explained that our Architectural Control Rules are not considered governing documents under the law, so we're not **required** to record them, unless we ourselves declare them to be one of our governing documents.

Due to uncertainty over recording requirements, Abigail moved to postpone this motion and the rest of the agenda to next meeting; approved by unanimous consent.

5F. Next meeting

Thu. Oct. 10, location TBD, 7-9 PM.

6. Announcements

Ron Hay announced that he will retire from the Board at the end of his current term, after serving for 21 years.

7. Adjournment

Meeting adjourned at 8:47 PM.

Respectfully submitted,
Richard S. Russell, Secretary