

SUMMERSET AT BRENTWOOD II
SPECIAL BOARD OF DIRECTORS OPEN MEETING MINUTES
June 3, 2024 – 4:30 PM
Clubhouse Craft Room

PRESENT: Julie Wantuck, President Term: 2025
Cindy Bennett, Vice President Term: 2025
Sheldon Helms, Secretary Term: 2025
Clark Nardinelli, Treasurer Term: 2024
Austin Fayne, Director of Operations Term: 2024

ABSENT: None

CALL TO ORDER: 4:31 PM

NEW BUSINESS

The Board discussed possible changes to Rule 1.1, Rule 2.1, BAC Processes (changed to “Procedures for Changing Rules”), and Standing Committee Selection Procedures (changed to “Standing Committee Procedures”).

Rule 1.1

Proposed changes to the wording of Rule 1.1 were discussed.

Item 8 – BOD agreed to ask the Current Standing Committees to report whether they currently conduct interviews when prospective Committee members inquire about serving on their Committee. Current procedures state that Committee Members will serve for a term of 3 years, after which they can be approved by the board on a yearly basis. If a new qualifying Resident wishes to serve on the Committee, the Board will create a process to replace a current Committee member and allow the new person to serve.

Item 9 – BOD discussed the current wording of “appoint” versus possible use of the word “approve” in regard to its role in determining who will serve on Committees. Concern was expressed that “appoint” implies that the Board is the sole determinant of who serves while some Directors felt that the Board should request and consider input from the current Committee members when making such determination. BOD discussed the procedure for removal of a Committee member, and whether input from the current Committee members should be considered before a vote by the BOD.

Rule 1.2

Proposed changes to the wording of Rule 1.2 were discussed.

Rule 2.1

Proposed changes to the wording of Rule 2.1 were discussed.

Item 9 – BOD discussed that this Item currently states, “A decision on a proposed Rule change must be made at a Board meeting, after consideration of any comments made by Association members. The Board must consider comments but is not required to adopt them.” This wording may conflict with wording in Board Advisory Committee (“BAC”) Processes (changed to “Procedures for Amending Rules”). Julie will review and make changes to determine whether “will” or “must” is most appropriate, and that the documents agree in their wording.

Board Advisory Committee (“BAC”) Processes

Proposed changes to the wording of Board Advisory Committee (“BAC”) Processes were discussed.

Title – The title of this document was changed to “Procedures for Amending Rules”.

Item 2 – Wording changed from, “As soon as practicable and not more than 15 days after adoption” to “Within 15 days of adoption”.

Item 4 – Added that Office Administrator will post Rules on the SSII website.

Standing Committee Selection Procedures

Proposed changes to Standing Committee Selection Procedures were discussed.

Title – The title of this document was changed to “Standing Committee Procedures”.

Terms – BOD discussed use of the terms “Member” and “Owner” and whether their meanings serve the document. Julie will review our CC&Rs and change the verbiage according to its language.


Décor Committee – BOD discussed whether the Décor Committee would operate better as a Club, rather than as a Committee. Julie will contact them to discuss their stated role in the community, and how they prefer to operate.

Residence Requirement – BOD agreed that Members should be required to live in SSII for a period of at least 1 year before being approved for serving on a Committee.

HOMEOWNER'S FORUM: Homeowner's forum – there were approximately 12 homeowners in attendance. Topics Discussed included:

- Agreement that 3-year terms on Committees are appropriate, especially if someone with specialized skills or knowledge express an interest in serving.
- Question about whether there are really "waitlists" of people who are anxious to serve on Committees.
- Feeling that the BOD needs to remember that Committee members are volunteers who give their time in order to make our community better, and to take care in expressing its ability to remove Committee members "with our without cause."
- Opinion that Committees should be consulted by the BOD and that their input should be considered before removal of a Committee member since, "Future Boards may not act in good faith with the community as the current Board does."
- Need to define the role of the Décor Committee.
- Question about when the "clock starts" for the rule about 3-year terms on Committees. RESPONSE: This will be discussed by the BOD.
- Request that the BOD consider using the phrase "As soon as reasonable" as a replacement for "As soon as possible" in Rules.
- Concern that contract terms such as "must" versus "shall," and "appoint" versus "approve" be carefully reviewed and considered as potential sources of liability.
- Opinion that some community members express an interest in serving on Committees without knowing the full extent of the work that they do.

Respectfully Submitted By


Secretary/Board of Director

6/14/24
Date

These minutes were formally approved by the Board of Directors at the meeting held on: 6/14/24