

**Millridge Homeowners Association
Meeting Minutes
Special Board of Directors Meeting
April 29, 2021**

A special meeting of the board of directors of Millridge Townhouse HOA was held virtually on Thursday, April 29th, 2021. The purpose of the special meeting was to hold a BOARD WORKSHOP.

- I. **Call to order.** The meeting was called to order at 6:03 by Laura Holgate.
- II. **Board Member Attendance.** Jim Bauer, Sue Seaver, and Laura Holgate were in attendance.
- III. **BOARD WORKSHOP discussion. No actions were taken at this workshop. Notes about discussion are below:**
 - a. **Paving 2021.** The directors calculated the amount that will be left in reserves after payment of paving bid approved in March.
 - Balance of Replacement Reserves as of 3/31/21: \$143,078.87
 - Balance of Serial Assessment dedicated to paving as of 3/31/21: \$ 33,435.50
 - Add 1 more month of SA payments before paving starts: \$ 2,650.00
 - Add 3 months of payments to Replacement Reserves: \$ 14,329.89
 - Transfer \$30,000 from Operating Contingency to Rep. Reserves: \$ 30,000.00
 - TOTAL balance of Replacement Reserves + SA in JULY, 2021: **\$223,494.26**

Paving bid of \$110,500 was approved in March, with work scheduled for July, 2021. After payment, there will be approx. \$113,000 in the Replacement Reserves account and \$30,000 in the Operating Contingency accounts, which meets the conditions the board set for approval of the 2021 paving project.

The bid didn't include cost of painting parking stripes or any contingency for unexpected additional costs that could arise during project completion. Directors discussed the need to increase the total approval amount to cover those two factors.
 - b. **New Parking Resolution.** An updated draft was circulated to directors prior to workshop. Suggestions for further revisions were made and discussed. A vote should be taken at the May board meeting on whether the revised version should be distributed to owners for comment before directors vote on whether to approve the new parking resolution. Laura Holgate will update the latest revision to incorporate suggestions made during this board workshop, and the revised version will be included in the board packets distributed to directors prior to the May meeting.
 - c. **Advisory committees and project volunteers.** Laura Holgate shared the advice received from Steve Meyer, CMI, and from Jason Groh, the HOA attorney that:
 - Committees such as the Maintenance Committee and Landscape Committee are not allowed to do any hands-on work in common areas without Board authorization.
 - The default role of committees under Robert's Rules and the HOA governing documents is that committees are **purely advisory** to the board unless the Board delegates specific authority to them (usually by motion approved by majority vote at a board meeting).
 - Directors discussed the types of projects that the board could authorize each committee to do as a regular course of action. Laura Holgate agreed to create a list, based on input from

committee chairpersons, of hands-on projects that committees are authorized to do without seeking additional, specific authorization. The list will be voted on in a future meeting. It was reiterated that all work done on common property that's not covered in the scope of what the committee is authorized to do must be expressly authorized by a majority vote of the board and not done by any homeowner, which includes committee members and individual board members. It was also reiterated that neither committees nor any individual board members have the authority to approve homeowner requests except as may be given to them by a majority vote of the board. Additionally, neither the committees nor any individual board member has authority to approve vendor bids or contracts – bids must be authorized by majority vote of the board. **The bylaws state that no homeowner may make changes to common property without board authorization** (all volunteers, including committee members and individual directors are homeowners, subject to all the rules of the bylaws to the same extent as all other owners).

- d. Meeting was adjourned by Laura Holgate.