

**ABEVA
BOARD MEETING MINUTES
MARCH 18, 2013**

PRESENT: Mark Monserez, Camille Ercolano, Judy Shafkind, Jay Swart, John Chilcott, Marcia Finberg, Harvey Shrednick, George King, Jim Bell

ABSENT:

CALL TO ORDER

President, Jay Swart, called the Board Meeting to order at 5:30 p.m.

Jodi Lynn Henderson has been hired as the new Manager and was present at this Meeting.

HOMEOWNER FORUM

Dave Crone, Biltmore Gates, stated coming up 24th Street to Arizona Biltmore Circle looks bad and he would like ABEVA to approach the City to see if they would install an irrigation system on the median to help to beautify the median which could then be maintained by ABEVA. Mr. Crone stated he has not personally approached the City about this although he has talked to them about situations specific to the Gates.

Michael Braden, Biltmore Terrace, was present to observe; he would like to offer his help if it is needed.

APPROVAL OF MINUTES

Page 2 – strike the conversation with Russ’s comments

MOTION made by Mr. Monserez, second by Mr. Bell to strike conversation with regard to Russ’s comments. Motion carried unanimously.

Page 3 - Architectural Committee – Add Gene Grady and Jim Roberts as Committee Members.

Judith Shafkind – correct spelling in Minutes

Page 5 – Paragraph just before New Business: delete sentence about office personnel.

Page 5 – Under New Business – Computer issues: change “their” to “his/her” input is important – computer issues.

Page 5 - Landscaper is on-site Monday, Wednesday and Friday.

MOTION made by Mr. King, second by Mr. Monserez, to approve the Minutes of the February Meeting as amended. Motion carried unanimously.

FINANCIAL

MOTION made by Ms. Shafkind, second by Mr. King, to accept the February financials as presented. Motion carried unanimously.

COMMITTEE REPORTS

CEVPC: Mr. Swart reported the Meeting was canceled and will probably be postponed for about two months.

Security: Mr. Swart stated the copper thief was convicted and sentenced to ten years.

Mr. Swart stated an elderly woman had been sighted and seemed to be in distress. ABEVA Security contacted her husband who came to assist her. An ABEVA report was filed. This is indicative of the job ABEVA Security staff is doing.

Landscape: Ms. Ercolano reported new flowers were ordered for the summer.

BAP Luncheon Reminder: Mr. Swart and Ms. Finberg will attend. There will be discussion with regard to the sky train.

NEW BUSINESS

Architectural Committee: The Committee has approved a project for the replacement of the mailboxes at the Greens as well as a project for the Gates to paint the tile on their guardhouse.

BOARD DECISIONS AND GENERAL INFORMATION

Quote from Fluoresco on power for 32nd Street and Lincoln: Mr. Swart stated this quote seems high and he would like additional bids obtained. The actual location is Claremont and 32nd Street (monument sign). Ms. Henderson will obtain bids.

Letter from LVA on zoning: Included for information purposes.

Mr. Shrednick stated he had attended a meeting with regard to newly proposed bills which will affect HOA's. Carpenter Hazelwood hosted this meeting. Issues include Board Member liability if someone fights the Board and wins. Any Member of the Board could be liable for legal fees. Communication must be sent to all residents every eight years asking Members if they want to continue with

the HOA. If more than 50% choose not to continue, the HOA is dissolved. A third issue would allow Homeowners to have gardens in their front yards, with any type of edible plant being allowed. Mr. Shrednick stated he would be happy to keep the Board aware of these and other legislation as they proceed through the system. Mr. King stated Ms. Henderson should be tracking these items. Mr. Swart stated while the Legislature can pass any kind of law, the Association's D & O Insurance will cover any Board Member.

Ms. Henderson stated Carpenter Hazelwood will keep the Association advised on what is happening in the legislative sessions.

Ms. Ecolano stated Sunstate Sweeping has been sweeping Arizona Biltmore Circle once each week for many years, however the previous Treasurer had changed this. Ms. Ecolano would like to see this go back to being done every Monday morning. Ms. Shafkind stated there is \$585.00 budgeted so this can be done twice each month.

MOTION made by Ms. Ecolano, second by Ms. Finberg, to have the street sweeping done once each week. Motion carried with Mr. Monserez opposing.

Ms. Henderson will contact the street sweepers to get this work scheduled.

Check Authorization Policy: Mr. Monserez stated there is no internal control for checks, and as a result a check was signed that was \$2,500.00 over the approved amount. Ms. Shafkind stated recurring monthly expenses should be paid, but non-recurring expenses may require discussion regardless of the amount. In those cases where a bill is over the amount approved by the Board, there should definitely be discussion. Mr. Swart pointed out it may not always be possible to know an amount until the vendor has had a chance to review what needs to be done. Mr. Shrednick suggested any non-recurring expenses in excess of \$500.00 should be brought to the Board Meetings for discussion. Mr. Bell suggested the Finance Committee review these items, bringing them to the Board only if they feel it is necessary.

MOTION made by Mr. Monserez to have the Finance Committee develop a check authorization policy, using Mr. Shrednick's suggestion for a \$500.00 amount on non-recurring expenses. Second by Mr. Bell. Motion carried unanimously.

Policy for the Brief: Mr. Monserez expressed concern that Page 4 is turning into free ads. The original intent was to give ABEVA Members a deal. Ms. Finberg stated she has not had any complaints, and she has heard Homeowners comment favorably. Mr. Monserez stated it should not be free advertising for the

business. The business and their address should be identified, and a mention made about the discount being given. Ms. Finberg will re-format this page.

Executive Session Minutes: Mr. Monserez stated he is not comfortable with the Minutes of Executive Sessions being on file. They should be reviewed and approved by the Board Members.

Mr. Swart will go through previous Minutes so the Executive Session Minutes can be approved at next month's meeting.

Contacting DRAC Committee Members: If the intent is to keep the same people on the Committee, they should be identified. This will be on the Agenda for the next meeting.

UNFINISHED BUSINESS

Mr. Swart would like to have someone from the temporary agency on site for two weeks to help Ms. Henderson. Board Members were in agreement.

Mr. Swart has contacted the Resort to reserve a room for next year's Annual Meeting which will be held February 11, 2014.

The computer person (Barry) will be in the office tomorrow to set up an email address for Ms. Henderson. Ms. Henderson knows someone who can come in to do an analysis of the computer system. She will find out what the hourly fee will be as well as an estimate of the cost of the project. Information will be emailed to the Board Members. All software needs will be reviewed.

Status of Affidavit of Annual Meeting Notice: Although it had been indicated the Affidavit was at the Annual Meeting, Ms. Finberg stated there was not an Affidavit signed this year. She will make sure one is prepared and signed for inclusion in the files.

Northern Roads: There is some question as to what funds have been received and what is still outstanding. Ms. Ercolano would like to know where the money is. Mr. Swart will contact Mitzi and will report at the next meeting.

Office Lease Renewal: Ms. Finberg received a call from Alvarado Management Company. They had presented a lease renewal, and they indicate they will replace the carpet if a five year lease is signed. Ms. Finberg stated the lease is for a good rate and she recommends signing the renewal. There should be no increase next year, however the price will increase the following year. It was pointed out the current rent is \$2,100.00; the new rent amount will be \$1,536.00. Ms. Shafkind would like to review a copy of the current lease to compare with the new lease. It was suggested paint and carpet be requested.

MOTION made by Mr. Shrednick to review the lease proposal at the April Board Meeting and to extend the expiration of the proposal to May 1. Mr. Monserez seconded. Motion carried unanimously.

There being no further business to come before the Board, the Meeting was adjourned to Executive Session at 6:35 p.m.

Respectfully submitted,
Jody Brown, Recording Secretary

MINUTES & MORE

**ABEVA
BOARD MEETING MINUTES – EXECUTIVE SESSION
MARCH 18, 2013**

Executive Session was called to order at 6:35 p.m.

GROUND RULES FOR BOARD OF DIRECTORS

Mr. Chilcott has prepared some common ground rules for review and discussion. He further stated more specific documentation is needed in the Bylaws (Committees and what they do, as an example).

Based on the Bylaws it was stated Ms. Henderson's title should be changed. Mr. Chilcott questioned whether a formal offer was given to Ms. Henderson and whether she filled out an employment application.

Mr. Swart stated with Ms. Peterson and Ms. Ross on board, the Board didn't have to do a lot. He is now going through everything to determine what is involved in running the Association. He stated Ms. Henderson has filled out an application and he did a brief background check with her last two employers and she was highly recommended and had never had any disciplinary issues. Mr. Chilcott stated Ms. Henderson's computer skills are extraordinary.

TRANSPARENCY

Mr. Monserez stated he is uncomfortable with what's happening and he is considering bringing action against the alleged meeting. He stated prior to the meeting on the 27th he had requested information, and while there are numerous emails stating "interview", there is nothing that refers to a meeting. He stated he has seen no effort to notify Members of any meeting. He is concerned about the minutes given to the Board at tonight's meeting, and he questioned when Ms. Finberg did the minutes. He further stated action taken at an improperly noticed meeting is invalid.

Ms. Ercolano stated all resumes had been distributed to the Board Members and a date set for interviews. She stated there was a notice put on the door to the office. Ms. Shafkind referred to an email that gave a brief "agenda", but there was nothing that indicated the person hired would be offered a considerably higher salary than previously discussed. Mr. Swart stated there were actually two meetings, and at each there were Board Members who could not attend. He stated it became apparent in the interviews that the salary being offered by ABEVA was lower than what the top two candidates were making.

Mr. Bell stated he had been out of town for the first meeting but had attended the second. It had been stated there would be a selection made at that meeting.

Mr. Monserez stated the Board needs to decide if they truly want to be transparent or if they want the minimal amount of transparency. He is challenging the validity of the meeting but not challenging the hiring of Ms. Henderson.

Mr. Chilcott stated he would like to see the Bylaws amended as he has several issues with them.

Ms. Ercolano stated it was very clear there would be two meetings, however Mr. Monserez and Mr. Shrednick stated these were interview sessions and not official meetings.

Mr. Bell stated care must be taken in the future to get notices out as required. Mr. Shrednick agreed saying the Board should move forward.

Ms. Ercolano stated there are several people who have spent many hours in the office since Ms. Peterson left, and the Board should be more understanding and not be so judgmental.

Mr. Monserez stated working hard in a volunteer job does not give anyone the right to not follow the Bylaws.

Mr. Swart stated he felt it was necessary to get someone on-board, but it was never his intent to violate the documents. He stated the coming year will be a rebuilding year and while there will be mistakes made, the Association is in good hands with Ms. Henderson.

Mr. Monserez stated the Board should be as transparent as possible.

Ms. Finberg stated it is her emails that are being criticized, and she apologized if she wasn't using the proper language, but she felt the emails were open and honest and indicated what was happening. It was again pointed out none of the emails indicated Board Meeting, Special Meeting, or Executive Session nor was there an agenda that indicated the salary base would be raised.

Board members were in agreement to table many of the Agenda Items to the next Executive Meeting.

Mr. Bell commented on Scott Carpenter's bill. Mr. Swart stated he had never known what Mr. Carpenter charged, and with reference to the greeter house, he thought only one letter was authorized. Ms. Peterson had indicated she called Mr. Carpenter when needed, and Board Members were also authorized to contact him. Mr. Swart indicated he had never seen a bill from Mr. Carpenter.

In reviewing Mr. Carpenter's bill there was question with regard to possible double charges. Mr. Swart stated the bill from Carpenter Hazelwood needs to be reviewed carefully as Mr. Carpenter has also charged the Association for reviewing items he had already reviewed previously.

Mr. Shrednick stated bills should come in to Ms. Henderson, and they should be reviewed by Mr. Swart for accuracy. The Legal Committee could also be asked to review the bills if Mr. Swart feels it appropriate.

Mr. Swart stated he had had nothing to do with the Taliverde issue, and the Board had agreed not to send it to the attorney, but the Association was billed \$500.00 for the issue. Mr. Monserez stated his opinion Scott Carpenter was in the loop somehow, but not at the request of the ABEVA Board.

Ms. Shafkind stated it appears Mr. Carpenter is ready to move toward mediation with the hotel, and she is not in favor of this in view of the new ownership.

Mr. Swart stated he would like to table this issue since no one has all of the agreements pertaining to the issue. To date, Biltmore Square has not retained an attorney. Mr. Swart stated in the 2009/2010 agreement, ABEVA has full control over the road.

Mr. Bell suggested Mr. Carpenter be advised not to start any arbitration process. The Legal Committee can look at the agreements and report to the Board at the next Meeting. The Board can then determine how to proceed.

Ms. Shafkind suggested the Legal Committee be responsible for reviewing all legal bills.

In response to a question from Mr. Bell it was stated Scott Carpenter does not represent Taliverde.

Board Members were in agreement the current legal bill will be reviewed by the Legal Committee. Mr. Swart will do an analysis of the bill and point out charges he does not feel ABEVA is responsible for. This information will be given to the Legal Committee.

Remaining items on the Executive Session Agenda will be tabled to the April Meeting.

Board Members were in agreement the Board President would be allowed some flexibility at contacting the attorney.

There being no further business to come before the Board in Executive Session, the Meeting was adjourned at 7:30 p.m.

Respectfully submitted,
Jody Brown, Recording Secretary

MINUTES & MORE