

# ROYAL CANYON PROPERTY OWNERS ASSOCIATION

## REGULAR BOARD OF DIRECTORS MEETING MINUTES

THURSDAY, MAY 9, 2019

### I. Call to Order and Roll Call

~19:01 — President Beth Volpe called to order the regular meeting of the RCPOA Board of Directors at the home of Director Armine Hacopian, the President being in the chair and the Secretary being present.

Directors present (at the call to order):

Armine Hacopian, Richard Lee, Wendy Myers, Brad Nelson, Tina Parsegian, Armine Perian, Leanne Reynolds, Beth Volpe, John Wolff, Todd Yvega.

Directors present (arriving after the call to order):

Richard Blasco, Byron Hibdon.

Directors absent:

Cheryl Frees-Yvega.

~19:02 — Byron Hibdon Arrived

Beth explained that the first half of the meeting will be housekeeping and the second half will be about the new Plan of Action.

### II. Approval of Minutes

~19:03 — Conducted by President Beth Volpe.

- The Secretary distributed the draft minutes of the February 2, 2019 Annual Member Meeting to the Board on Monday, April 22, by email.
- The Secretary distributed the draft minutes of the March 11, 2019 Regular Board Meeting to the Board on Monday, April 15, by email.
- In both cases a PDF was attached to the email along with a URL to the editable document on the RCPOA wiki.
- As of Tuesday evening there had been no further edits made to the document on the wiki.
- The Chair asked the Board for any corrections or alterations prior to approval. None were offered.

Motion by Byron Hibdon: *"I move that the draft minutes of the February 2, 2019 Annual Member Meeting and the March 11, 2019 Regular Board Meeting be approved as distributed."*

Seconded. No discussion. Motion carried.

### **III. Open Issues**

#### **1. Membership Committee Report**

~19:04 — Vice President and Membership Committee Chair Wendy Myers presented.

- 234 members.
- Wendy has visited 108 homes that have renewed and 23 homes that have not renewed. She expects that some of them will.
- Wendy sends letters to inaccessible houses.
- Wendy brought to the meeting the items that she takes with her on recruiting visits. These include...
  - The membership roster because she seeks corrections to contact info.
  - A flier that she hands out to everyone she visits, and includes in recruitment letters. The flier provides information on our various activities.
  - Instructions for joining Nextdoor.
  - Police refrigerator magnets.

#### **2. Summer Social Planning**

~19:07 — Social Committee Chair Byron Hibdon presented.

- There have been an abundance of volunteers.
- Byron has formed two groups in the Social Committee: One for planning the Summer Social and another for the Annual Member Meeting.
- Both groups have met.

##### **Summer Social**

- Saturday, September 7 at the home of Bill Sumner. Italian Renaissance theme.
- The venue is a very large house (10,500 square feet) on a very large lot.
- An opera singer will perform an aria from the balcony.

##### **Annual Member Meeting**

- Saturday, February 8th.
- Looking at venues: Oakmont and Chevy Chase Country Clubs, but also maybe the Brand Library, Brandview Ballroom, Glen Arden Club.

##### **Anteaus Theater RCPOA Night**

- Byron announced that there are still 10 tickets available. Only 10 tickets have been purchased so far — apparently mostly directors and spouses.
- There has been scant response from the neighborhood despite a Nextdoor posting and a MailChimp email blast.
- Todd Yvega will send a reminder email blast a few days before the event.

### **3. Neighborhood Security Committee / National Night Out**

~19:10 — Neighborhood Security Committee Chair Armine Perian presented.

- The committee met last night.
- All committee members are on board for taking on National Night Out planning.
- Please mark your calendars for the police presentation and meeting on May 22 at the home of Lyn Foster and Glenn Webb, probably at 6:30 PM.
- On Sunday or Monday Armine will post a Nextdoor notice about the meeting, with an RSVP feature.
- Valerie Nelson will post a reminder a day or two prior to the event.
- There will be at least two police officers present at the meeting.

~19:11 — Richard Blasco arrived.

- The committee will have a dialog with the police about the type of information they would like the police to convey at the presentation.
- Beth pointed out that not all of our neighbors are on Nextdoor, so let's utilize MailChimp to send an email blast.
- Todd Yvega volunteered to handle the MailChimp email blast.
- Todd reminded the Board to take advantage of the web site. Events such as this should be posted on its [calendar](#) and event flyers can be featured on its [home page](#).
- Discussion about public school awards ceremonies happening on the same date as the police presentation and meeting.
- There will be a follow-up meeting in June dedicated to National Night Out planning. Beth Volpe, the previous National Night Out Committee Chair, will attend so they can "conduct a brain-drain".
- There was a burglary on Oakengate Drive in April. The committee will reach out to the police department for a "post mortem". This information is used to provide tips on Nextdoor on how to close any security gaps that may have made that home an easy target.
- The next Nextdoor posting will be a summary of the May 22nd police presentation and meeting.

### **4. Newsletter Report**

~19:20 — Todd Yvega delivered on behalf of Newsletter Editor Cheryl Frees-Yvega (*not present*).

- Cheryl has acquired Microsoft Publisher (page layout) and other software useful for creating fliers and editing artwork.
- Richard Blasco has provided templates and the how-to documentation he authored during his learning curve (thinking ahead and wishing to help ease the learning curve of his successors).
- Breaking with tradition, the President's Message won't be on the first page. Page 1 will promote the two upcoming events with half-page teasers: National Night Out and the Summer Social.
- Todd asked the Board on behalf of Cheryl if the President's Message should appear on page 2 or page 3. (i.e., How immediately upon turning page 1 should it be seen? Presumably page 3 is the first thing one sees upon turning the page since page 2 is on the back side of page 1.) The Board concurs that the President's Message should appear on page 2.
- The newsletter will be 16 pages and will have full page flyers for the aforementioned two events.
- Planned featured articles: Membership message from Wendy, Real Estate Update, a recap of the Annual Member Meeting, Neighborhood Security Tips, In Memoriam for Joe Hasencamp and Jeraldine Saunders, a photo of the car crash in front of Jay Butler's house with a reminder to slow down when driving through the neighborhood, A list of directors on the back page.
- Cheryl has asked that if anyone has further suggestions for newsletter content please address it in this meeting so she can get her marching orders from Beth that will include any changes to the plan stated in the previous bullet point.

Suggestions:

- Email addresses listed with the names of directors.
- A calendar listing all known events for the next year — not just the events occurring before the next newsletter.
- Richard Lee suggested a tear-off for membership and a tear-off for Summer Social RSVP.

## **5. Treasurer's Report**

~19:28 — Treasurer Richard Lee presented.

Richard distributed the following documents to the Board, and reviewed them for the directors in attendance.

- Treasurer's Report of Financial Results for the period March 11 through May 9, 2019 ([attached](#))
- RCPOA Budget for 2019 ([attached](#))

- Armine Hacopian asked for a formal definition of “Restricted Cash-Emergency Fund” and “Unrestricted Cash” as appears in the Report of Financial Results.
- Richard Blasco suggested adopting the definition from Generally Accepted Accounting Principles (GAAP).
- Armine Perian asked if the funds allocated to “Neighborhood Watch” under “Events” in the budget is usable by the Neighborhood Security Committee. The Board agrees that it is.
- Byron Hibdon suggested relabeling the item to avoid further confusion.
- The item in the Report of Financial Results labeled as “Gmail Email Blasting service” turned out to be NATW (National Association of Town Watch) membership fee.

## 6. GHCC

~19:40 — GHCC delegate Richard Lee presented

Richard passed around some documents including a draft executive summary written by Grant Michals, President of GHCC, regarding two appeals on Affordable Housing Density projects: 2817 Montrose Avenue and 452-458 Milford Street.

- The GHCC is quite concerned, as are the affected homeowners associations, about abuses of discretionary bonuses and variances.
- The appeals fee jumped from \$500 to \$2,000, so it’s now a significant expense and the affected homeowners can’t afford to appeal these decisions without help.
- GHCC is participating in both appeals, having contributed \$700 to the Montrose appeal and \$1,000 to the Milford appeal.
- The GHCC asks its member associations to consider contributing funds to help meet the un-budgeted appeals expenses.
- Richard reminded the Board that the GHCC and nearby neighborhood associations assisted RCPOA during the opposition to the proposed location of the museum a few years ago, suggesting that the RCPOA should reciprocate with assistance for these appeals.
- Richard described some of the objectionable variances.
- Byron Hibdon asked if the GHCC provided funding to RCPOA during the opposition to the museum location. They did not. They attended City Council meetings to express their concerns.
- Leanne Reynolds and others pointed out that the nearby associations would also have been affected by the proposed location of the museum and participated in opposition in their own interests, not specifically to assist our association.
- Armine Hacopian said she’s okay with a letter of support but not with spending membership fees without membership approval, because for all we know the developers may be RCPOA members.

~19:48 — Motion by Richard Lee: *“I move that the Board give a token \$100 to GHCC.”*

No second.

- Armine Hacopian: We need to be extra sensitive when considering spending other people's money. When Wendy recruits a new member, the sheet she hands them listing benefits does not say that their money will be used to fight certain developers.
- Richard explained that the GHCC's annual dues are \$50 and they only have 14 or 15 member associations so their yearly revenue is only about \$750. Having put forth \$1,700 for both appeals, that's more than 2 year's revenue.
- Beth asked Richard to restate his motion so that we could open the floor for discussion.

~19:51 — Motion by Richard Lee: *"I move that the RCPOA support the GHCC by sending \$100 towards reimbursement of their expenses for the appeals."*

No second. The motion is not before you at this time.

- Richard Blasco: They're wasting their money. With the drive for low income housing, the politicians are not going to do anything to impede Affordable Housing Density projects. In fact they'll give waivers, exemptions, conditional use permits, variances to make these projects happen. The legislature of the State is passing so many laws now that are encroaching on local governments' traditional control of housing and real estate, and mandating that they meet low income housing requirements. It's not that we don't want to support GHCC, but with today's political climate we don't believe any amount of money will make any headway with this issue.
- John Wolff: It's the mission of GHCC to help all neighborhood associations. If their dues are inadequate they should raise them.
- Richard Lee: GHCC did try to raise their dues about 10 years ago, but they had to revert to \$50 because they used to have 22 member associations, but membership has fallen by the wayside.
- Armine Hacopian: Two points:
  1. If GHCC funds are insufficient, they need to do something about it, whether it be conducting fundraising events, seeking grants, etc.
  2. There are 3 developers on City Council and developers on the Design Review Board. "Political climate."
- Armine Hacopian and Beth Volpe suggested that we write a letter of support.
- Richard Blasco disagrees, saying we have so much leverage but we'd be flushing it down the toilet appealing to local politicians whose hands are tied by the State.
- Beth asked Richard, as our delegate to GHCC, to explain RCPOA's position to the GHCC Board.

## **7. Recess**

~19:59 — The Chair called a brief recess.

~20:12 — The Chair called the meeting back to order.

## 8. Proposed Plan of Action

~20:12 — Presented by President Beth Volpe and Plan of Action ad hoc Committee members Byron Hibdon, Leanne Reynolds, Brad Nelson.

Refer to the document "2019 Plan of Action" [attached](#)

- Beth formed an ad hoc Committee composed of Byron Hibdon, Leanne Reynolds, Brad Nelson.
- There was a lot of good information on the surveys and very obvious patterns emerged.
- The ad hoc committee reviewed a list of answers (with names removed), and focused on the subjects having common answers to arrive at recommendations.
- Beth explained that certain items will be voted on using a secret ballot. The Secretary will count the paper ballots with a witness to verify the count. The result will be either the motion carries or does not, without any indication of how many votes were Yea or Nay.

### e. Communications and Marketing Committee

- The major concern most directors have is lack of recognition of the RCPOA. To address lack of recognition the committee proposes that the Board create a Communications and Marketing Committee.
- More Social media recognition. It was recommended that we have a facebook page. Instagram.
- Website and email update. The website needs to be made "more current".
- Armine Hacopian says that every two years we need to look at updating.
- Utilize GCC interns, volunteers solicited on Nextdoor, and neighbors referred by directors.
- Beth envisions that the Communications and Marketing Committee would have for example, someone who enjoys and is good at making flyers, and whenever a director needs a flyer for something, he/she can engage the committee for its creation. Instead of every committee that needs a banner repeating the same effort to acquire it, all such needs can be funneled to this one committee.
- We don't have a designated photographer and we really should have one.
- There was a lot of feedback about the newsletter in the survey. To help increase recognition throughout the year, we are proposing to increase the frequency of issues to 4 per year. We would like more content, more pages per issue. We would like to include paid advertising.

~20:27 — Motion by Armine Perian: *"I move that the Board create the Communications and Marketing Committee."*

Seconded. Floor open for discussion.

- Byron Hibdon said that he has used Nextdoor to call for volunteers and almost no-one responds.
- Wendy Myers said that's what she has repeatedly seen. All these things sound wonderful but she thinks not many people will pay attention, and it's sad. But that's just the way it is.
- Byron Hibdon: A lot of people are very, very busy and it's tough to get their attention. The way to get through is through persistence. The committee will have to use a wide variety of media, because for example a lot of young people only read facebook and regard email as junk mail, whereas another demographic won't go near facebook, etc.
- Wendy Myers: During visits, people who have lived in the neighborhood for years say they have never seen the newsletter, or they just tossed them thinking they were junk mail. People are overwhelmed by so much communication and are tuned out. The signs get noticed.
- Tina Parsegian: Regarding social media, we should have the RCPOA logo appear on postings. Directors with LinkedIn accounts can set their profile logo. When we send email we should put the logo in our signature at the bottom of the email.
- Tina also wishes to prevent the newsletter from appearing like marketing mail (which will likely be tossed immediately) by keeping paid advertising on the inner pages only and not letting anyone have a full page ad.
- Tina suggested that an advertiser could write an article.
- Armine Hacopian disagrees: The newsletter should not be a forum for someone to push an agenda. It's good that we'll publish an issue more often, but don't add more pages because people won't read it.
- Armine Hacopian suggested seeking a designated photographer who will snap photos at our events in exchange for free advertising.
- Leanne Reynolds: Ad rates for the Northwest Glendale Homeowners Association's newsletter: Quarter page: \$25; Half page: \$50; Full page: \$75.
- Byron Hibdon offered a procedural suggestion: We're already talking about ideas in detail. Let's instead decide if we want to have this committee and then let the committee discuss ideas in detail in their meetings.

~20:44 — Question called. the motion carried.

- Beth asked that directors be thinking about what committee(s) they might like to serve on.
- Armine Perian: At the May 22 neighborhood meeting with the Police, we could ask the attendees, "would you be interested in serving on a committee?"
- Todd Yvega and Armine Hacopian volunteered to help with the Communications and Marketing Committee.

- Beth said that in the 2011 survey, 84% responded saying that they always read the newsletter.
- Wendy Myers finds that hard to believe.
- Todd Yvega: The statistic is likely skewed. The people inclined to read the newsletter were also inclined to answer the survey. The people who throw the newsletter away threw the survey away.

#### **f. Increase Membership**

~20:50 —

- We need an actual Membership Committee — not just have one person (Wendy) being responsible for doing it.
- 5 directors suggested welcome packets in their surveys.
- It wouldn't be carried by Wendy during recruitment calls. Rather it would be delivered by membership committee personnel to someone who moves into the neighborhood.
- Beth said we need to establish a new standard membership application. The Secretary had given her the applications collected since 2011. They were all different and inconsistent in what information they collected.
- Even in the newsletter we should utilize RSVP forms and membership applications to get information.
- Armine Hacopian suggested that the application should ask what the applicant's area of expertise is. Include questions like "Would you be willing to help out in your area of expertise?"
- The membership roster should be "in the cloud", probably as a Google Sheet, so that any update will immediately be available to all others granted access.
- Beth and Byron Hibdon discussed the idea of using off-the-shelf business accounting software such as Intuit QuickBooks instead of generic spreadsheets. Beth had prepared a mock-up using the homes on her street.

~21:06 — Motion by Brad Nelson: *"I move that the Board create a new Membership Committee."*

Seconded. Motion carried.

Tina Parsegian volunteered to Chair the newly created Membership Committee.

#### **g. Board Concerns: Meetings**

- The survey revealed that many directors think 5 meetings per year is not enough. The committee recommends increasing the frequency to 6 per year.
- Leanne suggests adjusting the dates such that we always meet a week or two before our special events.

- The new September meeting is moved to Tuesday 09-03 to occur before the Summer Social while avoiding Labor Day.

~21:16 — Motion by Byron Hibdon: *"I move that the Board adjust the number of meetings per year to 6 — one every odd numbered month."*

Seconded. Motion carried.

#### **h. Board Concerns: Term Limits for Officers**

- Beth read out loud paragraph 4b of the Plan of Action document.

Motion by Byron Hibdon: *"I move that officer terms be limited as stated in paragraph 4b of the Plan of Action."*

Seconded. Floor open for discussion.

- John Wolff objects to lumping officers together with committee chairs. Committee chairs can be rotated at any time, whereas officers are nominated by the Nominating Committee and elected by the Board.
- Armine Perian sees no conflict as the motion merely limits term lengths and does not interfere with the Nominating Committee's function of vetting and nominating officers and directors.
- John Wolff called out the language that states "[officers] will turn over their roll to other Board members", as it is not up to an officer to choose his/her successor. Rather, it is the job of the Nominating Committee, as stated in [the bylaws](#), to nominate officers.
- Armine Hacopian thinks the committee chairs need to be struck out of the language.
- Tina Parsegian said there should be separate motions: one for officers and one for committee chairs.
- Wendy Myers expressed concern about an officer having a particular skill set being termed out of office when there may be no-one currently on the Board prepared to step into that position.
- Todd Yvega added, having served on the Nominating Committee, one of the most difficult things in vetting a new officer is finding someone willing or able to take on the role.
- Richard Lee pointed out that some homeowner associations have exempted from term limits certain offices requiring specialized expertise so that they don't suffer from brain-drain.
- John Wolff added that those officer positions are workhorse positions so it's not easy to find people who want to take on those positions.

~21:43 — Motion amended by Byron Hibdon: *"I move that officer terms be limited to 4 consecutive years holding a given office. After stepping down from an office the director cannot be elected to that office until a 2 year*

*absence from that office. Those officers holding positions that are beyond 4 years by the 2020 election will step down."*

Seconded. The secretary counted the secret ballots with Armine Hacopian and Richard Blasco as witnesses to confirm the count. The amended motion carried.

**i. Board Concerns: Term Limits for Directors at Large**

- More discussion about the difficulty experienced finding qualified candidates for new directors.
- Tabled due to lateness and lack of time.

~21:52 — Motion by Armine Perian: *"I move that all directors must serve on a committee or represent the Board."*

Seconded. Floor open for discussion.

- John Wolff suggested: Rather than needing this motion, this can just be another directive to the Nominating Committee. When considering whether to nominate a director for another term, the Nominating Committee can look at that director's record and decline to nominate him/her if he/she hasn't met the requirement.

Armine Perian asks that her motion be withdrawn. (Implicitly granted.) Accordingly item 4d in the "2019 Plan of Action" document will be moved into 4g (Nominating Committee Concerns).

**j. Board Concerns: Nominating Committee**

Item 4g, subitem iii, "Notice will go out to the entire membership letting them know that nominations are open"

- John Wolff pointed out a need to explicitly state "nominations for the Board" in place of just "nominations", as without that qualification, the paragraph can be construed to mean that notice must be sent to the entire membership letting them know that nominations for officer positions are open. This is nonsensical as the nominees to officer positions are restricted to directors who have already been voted in by the membership, and only the directors vote in the officers.

Item 4g, subitem iv, "No person serving on the Nominating Committee shall be up for consideration or re-election"

- Todd Yvega warned, "That's going to be tough, because roughly half of the Board is always up for re-election, every year."
- John Wolff thinks this item is good governance. He cited frequent cases where a member of the Nominating Committee had to recuse him/herself due to a potential conflict of interest.

Motion by Richard Blasco: *"Adopt item 4g, subitems ii, iii, and iv, and replace subitem vi with a requirement that a member of the nominating committee who is up for consideration or re-election will recuse him/herself"*

No second.

- John Wolff: Recusal isn't the best practice. We've only done it because we had to do it.
- Todd Yvega added, If we adopt subitem vi as written then there's no need for recusal.
- Armine Hacopian suggested that the Board ask the Nominating Committee to draft an improved version of item 4g and present it at the next Board meeting.

Item 4g, subitem vi tabled.

#### **k. Board Concerns: Membership Committee**

Item f: As the Board has elected Tina Parsegian to Chair the new Membership Committee, we are currently non-conformant with ARTICLE IV, Item 10, of [the bylaws](#), which states, *The board shall appoint a Membership Committee, which may consist of both Board members and Regular members and be chaired by the Vice President.*

- This might be resolved with a bylaw change, which must be voted on by members at the February Annual Member Meeting, or perhaps by electing Tina as Vice President in March. (Wendy says she is ready to relinquish that office anyway.)
- John Wolff provided some historical context for why this item of the bylaws was written this way, and asked that we table this issue as well, due to the late hour.
- Armine Hacopian urged, let's not get bogged down with so many restrictions based on history that we end up excluding people. Armine encourages an "open arms" approach.

#### **IV. Adjournment**

~22:11 — Meeting adjourned.

Todd Yvega, Secretary