

bSouthwinds Homeowners Association
Meeting Minutes
December 11, 2018

I. Call to Order and Roll Call:

The 2018 Annual Meeting of the Southwinds Homeowners Association was called to order at 7:20pm at the Essex Elementary School. Fourteen members were present: Peter Bonanno, Adrienne Brochu, Peter Decker, Fred DeCrescentis, Jack Kearns, Chris Kenney, Linda Levene, Jerri MacMillian, Ed McCaffrey, Bert Polito, Reade Quets, George Sexton, John Shepherd, and Suzanne Tweed. Five members submitted proxies: Thais Bonacorsa, Anna D'Amico, Don Himself, Mary Strong and Bob Wolff. The total of nineteen is the minimum needed for a quorum.

II. Review and approval of 2017 Annual Meeting Minutes.

There was no discussion. The minutes were approved by unanimous consent.

III. Review and update of HOA member names, phone/cell numbers and e-mails.

Chris Kenney: Christopher.j.kenney@bankofamerica.com

IV. Committee Reports:

Landscape Committee: (Judy Jendrucek)

The committee reviewed the scope of work for SW landscaping and added the area near Mares Hill Rd. (as suggested by a Southwinds Dr. resident) into that scope of work. After comparing costs with other local contractors, the committee felt Cerase was doing a good job, and was familiar with the scope of work. His contract has been renewed.

Pond Committee: (Jack Kearns)

There were no meetings of the pond committee in 2018. The strategy and pattern for treatment by "Rick the Pond Guy" was set in motion in 2017 by the committee and results this year were as expected; i.e., minimal lily pads and weed growth. Rick will continue to take care of applying treatment. He expects future treatment per year cost to remain in the range of the past 2years (approx. \$1800 annually for 2 treatments).

Open Space Committee: (Peter Bonanno)

A 10' section was added to the dock to form a T. This allows more people to be on the dock at the same time, and made the dock more stable and safer.

Brush was removed and limbs trimmed along the trail from SouthWinds Dr. to the pond and around the picnic area.

Open Space Cleanup Day in October was postponed due to rain. It will be rescheduled this spring.

Peter felt that a bench on the dock would be nice for those who would like to sit and enjoy the pond. He suggested that a 2-year fund of \$600/year be established for such a purpose. Discussion followed regarding a better use for all 2018 surplus money, with some feeling it should all be allocated to the Dam Fund. Adrienne asked for a motion to approve Peter's request and it was approved by a vote of 12 to 7.

Entrance Sign and Lighting: (Adrienne Brochu)

Adrienne reported that Peg Farley repaired the entrance sign. The lighting is repaired and the insurance for the accident has been paid. All work is now complete.

Social Committee: (Theresa Connell)

There have been no social activities for several years and Peter suggested this committee might consider setting a date for members to meet, for example, at a local pub to socialize for a couple of hours. Peter will mention this to Theresa Connell

V. Treasurer's Report

The 2018 and 2019 budgets were discussed. John will review our current insurance plan and, if Director's indemnity is not included, he will investigate various other plans to get the best price. Director's indemnity will be added, if not currently part of the plan.

The 2019 budget was approved.

VI. Election of Officers

The following officers were unanimously approved:

Fred DeCrescentis, President

John Shepherd, Treasurer

All SWHOA Standing Committee chair people agreed to keep their position in 2019. They were unanimously approved.

VII: Approval of proposed revisions to the by-laws of the association

Michael Bonacorsa summarized the proposed revision items and answered questions. One member had not realized the revised by-laws had been sent and asked that approval be deferred. After much discussion, Adrienne asked for a vote to approve all the revisions. The revised by-laws were accepted by a vote of 18 to 1. During the discussion, Peter Decker recommended that upon approval of the new By-Laws, they be submitted to the Zoning Commission for its information and documentation. Michael Bonacorsa recommended that each standing committee prepare a brief statement of purpose and include it as an addendum to the revised By-Laws.

The new by-laws are on the website. In summary, the revisions are:

- a. Correction of name of Association;
- b. Non-material changes to correct grammar, form, and formatting;
- c. Changes to correct internal inconsistencies;
- d. Opportunity for members to participate in meetings remotely;
- e. Opportunity for members to take action by written consent in lieu of a meeting;
- f. Opportunity for Board to take action by written consent in lieu of a meeting;
- g. Authorization of Board to create committees thereof;
- h. Authorization of expenditures up to \$250 for non-budget items;
- i. Authorization of expenditures up to \$1,500 for emergencies and urgent extraordinary circumstances;
- j. Supermajority voting for certain By-law amendments;
- k. Indemnification of directors and officers; and
- l. Authorization for purchase of indemnification insurance.

VIII: Other New Business

Adrienne asked if there was any other new business. Since there was none, she thanked everyone for the help she was given during the year and asked that the meeting be adjourned.

The meeting was adjourned at 9:05pm.