

Southwinds Association, Inc.
Zoom Annual Meeting Minutes
December 8, 2022

- I. **Welcome and Call to Order:** Fred L. DeCrescentis, president, called the annual meeting to order at 7:00 p.m.
- II. **Introduction of Board Members:** Fred DeCrescentis introduced himself, Peg Farley, Treasurer and Suzanne Tweed, Secretary to those attending the meeting.
- III. **Affirmation of Quorum:** Suzanne Tweed affirmed the following thirty-eight homeowners were represented by proxy or attending the meeting: Anderson, Bell, Bonacorsa, Bonanno, Brochu, Caulfield, Connell, Decker, DeCrescentis, Farley, Fisher, Flynn, Gibson, Hammen, Harrigan, Jendrucek, Kearns, Levene, Lundberg, MacMillan, McCaffrey, McDonald, Middendorf, Monico, Morica, Needleman, Perrotti, Polito, Porcaro, Quets, Saitta, Salbinski, Severance, Sexton, Sheperd, Tweed, Weatherby, Wolff.

By-Laws require 1/3 of our 58 homeowners (20) participate in attendance or by proxy.

- IV. **Review and Approval of the December 8, 2021 Annual Meeting Minutes:** A motion to approve the minutes was made by Bruce MacMillan and was seconded by Dan Needleman. There was no discussion. The motion was approved unanimously.
- V. **President's Report:** Fred asked if there were any questions regarding his annual report, which briefly summarized issues addressed by the board during the calendar year. There were no questions. Refer to attachment.
- VI. **Treasurer's Report:** Peg Farley presented the year-to-date status of the 2022 operational budget and the proposed 2023 operational budget. Fred informed everyone that Southwinds Association, Inc. had \$9,354 in its checking account. However, one outstanding expenditure, Director's Liability insurance, in the amount of \$1,157, had yet to be paid. Additionally, Fred referenced the current balance of the CD in the amount of \$21,377. The money in the CD is for renewal of our five-year certificate of Birch Mill Pond with DEEP. The money saved relates to engineering expense for inspection of the spillway and earthen dam on behalf of DEEP. Any concerns identified is the responsibility of Southwinds Association, Inc. to address in order to maintain its certification. The inspection is anticipated in 2023.

Fred also provided a brief overview of the proposed 2023 operational budget with projected expenditures of \$12,977 and a carryover balance of \$1,273.

Motion: A motion was made by Bruce MacMillan to approve the 2023 operational budget. Pete Bonanno seconded the motion. There was no discussion. The motion passed with one nay vote noted in the proxies received. A copy of the budget is attached.

VII. Standing Committee Reports:

- A. **Open Space Committee:** (Pete Bonanno) Pete briefly summarized the volunteer work completed by members of Southwinds Association, Inc. to clear large branches and logs that had been cut up from a fallen 70-foot Hickory tree.
- B. **Pond Committee:** (Jack Kearns) Jack referenced the annual spraying of Lilly Pads and the significant growth of Milfoil grass discovered as a result of the summer drought.
- C. **Landscape Committee:** (Judy Jendrucek) There was no report filed.

VIII. Old Business: Fred asked if there was any old business to be discussed. There were no comments or questions from the those attending.

IX. New Business:

- A. **Resignation of Board President:** Fred reminded those in attendance, that his tenure as Board President will conclude December 31, 2022. Several members attending, thanked Fred for the four years of volunteer work. Fred informed everyone that he will continue to monitor the outcome of the Doane v Terry Lynn McDonald lawsuit pending in Superior Court. He will prepare a summary of the outcomes of the trial, and forward it to the new board. Upon their approval, the summary will be forwarded to all homeowners and posted on Southwinds Association, Inc. web page.
- B. **Motion to Approve** George Sexton as the new president of Southwinds Association, Inc. (January 2023 - December 31, 2024) was made by Bruce MacMillan and seconded by Peter Decker. The motion carried unanimously.
- C. **Motion to Approve** Peg Farley as Treasurer of Southwinds Association, Inc. (January 1, 2023 - December 31, 2025) was made by Bruce MacMillan and seconded by Dick Levene. The motion carried unanimously.
- D. **Other Issues and Concerns:** Fred informed everyone that he had received three requests to speak under New Business:
 - 1. Peter Decker introduced the following motion in response to Terry Lynn McDonald's December 7th email and attached letter from her attorney that was sent to all homeowners the previous night:

Motion to defer the retainment of legal counsel on behalf of Southwinds Association, Inc. until or unless a legal action is filed against the Association. The board should not meet or have correspondence with the Shipman law firm, and the board should not meet with Mr. Joseph Williams without legal representation

present. The motion was seconded by Tom Middendorf. There was no discussion. The motion was approved by a vote of 23 members present with 1 member not voting. The vote did not include the 14 proxies that were received prior to the meeting.

2. Adrienne Brochu introduced the following motion:

Motion that all homeowners should return their trash and recycling containers to their garage, or an area next to their home, within a twenty-four period. The motion was seconded by Bruce MacMillian. The primary concern was based upon Adrienne's neighbor, Terry Lynn McDonald. Terry Lynn stated that she had kept her trash and recycling containers on her driveway for the past 18 months because she did not have room in her garage. Fred informed everyone that the board would not base policy on one homeowner's actions. However, the new board can consider amending the "Second Developer's Declaration Of Restrictions" that come up for review every ten years. January of 2023 concludes the current ten year cycle.

Fred asked Terry Lynn if she would remove the containers as a courtesy to her neighbors. Fred also asked Adrienne if she would remove her motion, which she did. Bruce MacMillian also withdrew his second.

3. Terry Lynn McDonald requested to speak with the intention of having a conversation and resolution about her concerns regarding open space owned by Southwinds Association, Inc. The open space property, adjacent to her property, was allegedly developed by previous homeowners that includes an underground sprinkler system and an electrical box. She was hoping to have some resolution of her concerns during the meeting that would benefit all homeowners (i.e. property exchange with perhaps, some monetary exchange on behalf of Southwinds Association, Inc.).

During the conversation, Fred informed Terry Lynn that the annual meeting was not the appropriate forum to resolve her concerns. Rather, the homeowners have deferred such responsibility to its three-member board to review and decide the best option(s) to resolve the property issue described.

Fred informed Terry Lynn that the board had submitted two proposals to her attorney, Mr. Andrew Morin. Mr. Morin responded that he felt both proposals were reasonable and a positive step forward. However, the board later learned that Mr. Morin, land use attorney, and Mr. Peter Royer, litigator, had petitioned Superior Court to be removed as her legal representatives.

Fred also informed Ms. McDonald that it would work with her to resolve her property concern, once she removed all structures constructed in 2020 on

Southwinds Association, Inc. open space that is presently a part of the Doane v. Terry Lynn McDonald lawsuit filed in Superior Court.

- X. **Adjournment:** A motion to adjourn the meeting was made by Corey Needleman. The motion was seconded by Peter Decker. By unanimous consent, the meeting was adjourned at 7:47 pm.

The minutes were prepared and submitted by Suzanne Tweed, Secretary.