



**Hiddenbrooke Property Owners Association, Inc.  
Board of Directors – Minutes  
December 21, 2005**

1. **Call to order (Hiddenbrooke Library):** Fred Self, President  
The meeting was called to order by President, Fred Self at 7:06 pm.  
Joyce Estes was appointed to take and transcribe the minutes since Joe Maionchi was absent.
2. **Attendance/introductions:**
  - a. Board Members present: Dan Cruz, Pam Hargrove, John Jackson, and Fred Self
  - b. Board Members Absent: Mark Anthony, David Elias and Joe Maionchi  
*Both Anthony and Elias have now missed two meetings. Bylaws Article 5.2 provides for disqualification of a director if the person is absent from three consecutive meetings of the Board.*
  - c. Residents: Paul Norberg (HCA President), Joyce Estes, Allen Wildermuth and Jerry Lane
  - d. Invited Guest: Les Ellis, Insurance Agent did not show.
3. **Minutes** of the November 19, 2005 Board Meeting were approved as submitted. Motion by John Jackson, second by Pam Hargrove. Passed unanimously.
4. **Officer Reports**
  - a. President Fred Self – No report
  - b. Vice President Mark Anthony – Absent
  - c. Secretary Joe Maionchi – Absent
  - d. Treasurer Pam Hargrove – No report
5. **Committee Reports**
  - a. HARC – Allen Wildermuth reported that he, Jan DeRuijter, Fred Self and Joyce Estes attend the HARC meeting on December 14<sup>th</sup>.
  - b. Management Company Selection – Allen Wildermuth handed out a draft of his written proposal to be submitted to management companies. Fred Self reported that he expected to have more proposals for review at the January board meeting.
  - c. Neighbors – Joyce Estes reported that the deadline for the February issue of Neighbors is January 15<sup>th</sup>.
6. **Old Business**
  - a. Articles of Incorporation – Joyce Estes reported that Byrne Conley has filed the articles of incorporation about December 14<sup>th</sup>. Due to the Holiday, the approval date/number have not yet been posted to the web site.
  - b. Formal letter to Triad to request that CC&Rs be recorded—On hold until Articles filed.
  - c. Insurance – Fred Self

Vallejo Insurance, Dan Donahue - Proposal is incomplete.

Ellis Insurance- Via Email (Les Ellis 925-258-1010)

Directors and Officers Liability (i.e., Errors & Omissions) \$2,000,000 with \$10,000 Deductible; the premium is \$5,941 per year. After discussion, John Jackson moved that the President complete the application for D&O Insurance and hold the start date for notice from Fred that the Articles are recorded and we have selected a Management Company. Motion seconded by Dan Cruz and passed unanimously.

At this time, the Board has been advised by two different advisors that General Liability Insurance is not needed because we own no common areas.

d. Standing Rules – The following standing rules were adopted by the Board.

- (1) **Minutes** – Within 30 days of a Board meeting, the minutes will be posted on HB-News. Neighbors will contain a reminder each year that minutes can also be requested by asking the Secretary.
- (2) **Board Meeting Dates** shall be posted under Important Dates in Neighbors for at least the next two months.
- (3) **Parliamentary Procedure** will be Roberts Rules of Order, Newly Revised per Bylaws Article 4.4.
- (4) **Committee Year** — Shall be September 1 through August 31.
- (5) **Time Limit** for members to speak at a Board Meeting shall be set by the Board of Directors per Bylaws Article 4.4. The Board has set the time limit at three minutes.
- (6) **Schedule of Monetary Fines** needs to be set. See CC&RS, Article 12.1.5.

e. Miscellaneous Organization issues have been deferred to the next meeting

## 7. **New Business**

**Nominating Committee** needs were discussed. Fred Self, Paul Norberg and Joyce Estes reported they had talked to Pricilla Silvey and she has agreed to chair this committee.

## 8. **Community Forum**

*Anyone wishing to address the Board on any matter for which another opportunity to speak is not provided on the agenda, and which is within the jurisdiction of HPOA may speak now. Each speaker should state his /her name, and address for the record. Each speaker is limited to three minutes. Secretary will track the time.*

9. **Next meeting date:** 7 PM, January 18, 2006 at a place to be determined. If the Conference Room at Hiddenbrooke Plaza is not completed, we will try to continue to meet at the library.

10. **Adjourned at 8:10 pm.**

Respectfully submitted,

Joyce M. Estes