



**Hiddenbrooke Property Owners Association, Inc.
November 19, 2005
Minutes**

1. **Call to order (Hiddenbrooke Library):** Joyce Estes, Facilitator
The meeting was called to order at 10:06 am. Joyce conducted the meeting through the election of officers. She thanked everyone who worked so hard since 2002 to make the HPOA a reality.
2. **Attendance/introductions:**
 - a. Board Members Attending: Dan Cruz, Pam Hargrove, John Jackson, Joe Maionchi and Fred Self. Each candidate in attendance told a little about themselves.
 - b. Board Members Absent: Mark Anthony and David Elias
 - c. Residents: Joyce Estes (Facilitator), Paul Norberg (HCA President), Allen Wildermuth, Byrne Conley, Jan DeRuiter, Kathy Asfour, Jamie Clark, and Vicki Idlor.
See attached sign in list.
 - d. Guests: Paul Collins, Collins Management Company; Bob Dimond, Homeowners Management Company. Bridgeport was invited but unable to attend.

3. **Report of Elected Directors**

Two year terms ending 6/30/07: Mark Anthony, David Elias, Pam Hargrove and John Jackson
One year terms ending 6/30/06: Dan Cruz, Joe Maionchi and Fred Self

4. **Elections of Officers: The following officers were elected unanimously.**

President	Fred Self
Vice President	Mark Anthony
Secretary	Joe Maionchi
Treasurer	Pam Hargrove

Fred Self conducted the meeting from this point forward.

5. **New Business**

- a. Report of results of CC&R Vote, Adoption of Bylaws & Articles of Incorporation.

See attached reports.

650	Votes to approve (Need 611 to pass)
135	Votes to disapprove
<u> 1</u>	Ballot not voted
<u>786</u>	Total Valid Ballots
<u> 6</u>	Ballots not valid

Resolution #1 – See resolution attachment.

Motion to approve: Fred Self. Seconded: Pam Hargrove. Passed unanimously.

All present signed resolution #1

- b. Articles of Incorporation to be filed by Byrne Conley with Secretary of State. President and Secretary need to sign four copies. Cost \$30.
- c. Formal letter to Triad to request that CC&Rs be recorded.
Letter to Triad regarding recording of CC&R restated document – CC&Rs to be signed and Notarized and hand delivered with attachments.

Resolution #2: The President is authorized to sign the letter transmitting the CC&Rs to Triad Communities, LP for signing and recording once we have received the approved copy of the Articles of Incorporation.

Motion to approve: Fred Self. Seconded: Pam Hargrove. Passed unanimously.

- d. Hiddenbrooke Architectural Committee (HARC) – Discussion of Triad’s transition and support for HARC. The Restated CC&Rs, Article 6.3 requires that the Board of Directors appoint 3 to 5 persons and one alternate member who may be designed by HARC to act as a substitute on the HARC. Article 6.4 requires there to be staggered terms (three persons serving two year terms and two persons serving one year terms). Appoint 5 with one alternate.

Resolution #3: Per Article 6 of our CC&Rs, we hereby appoint the following to serve on the Hiddenbrooke Architectural Review Committee for the terms ending as shown below. The appointment will be effective upon recording of the CC&Rs and notification from the President that our insurance is effective.

Triad Communities, LP — Dave Egan	Term ending 8/31/06
Jan De Ruiter (Reflections II)	Term ending 8/31/06
Jamie Clark (Westchester)	Term ending 8/31/07
David Elias (Masters)	Term ending 8/31/07
Allen Wildermuth (Estancia)	Term ending 8/31/07
Stephen Lau	Alternate

Motion to approve: Fred Self. Seconded: Pam Hargrove. Passed unanimously.

- e. Property Management Company – Paul Norberg gave a short summary of the proposals which has been received from:

Collins Management Company, Richmond – Paul Collins
Homeowners Management Company, Pleasant Hill – Bob Dimond, President
Bridgeport, Chris Candy

Bob Dimond stepped out of the room while the board and guests asked Paul Collins to clarify points on his proposal. Then Paul left the room while the board and guests asked Bob Dimond to clarify points on his proposal. Chris Candy was not able to attend the meeting.

After the discussion, the board determined that a committee was needed to do more investigation before voting on selecting the Property Management Company. Allen

Wildermuth volunteered to lead the committee. Additional members of the committee are: Jay and Vicki Idlor, Angelo Lamola, Paul Norberg, Joyce Estes and Fred Self. The committee will report back to HPOA within 2 weeks.

The vote on the management company has **been tabled until next month's meeting.**

f. Insurance – Paul Norberg & Joyce Estes

Vallejo Insurance, Dan Donahue - Proposal coming

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

Directors and Officers Liability (Errors & Omissions) only \$2,000,000
\$5,941 Annual Premium

D&O and Comprehensive General Liability \$2,000,000;
\$22,884 Annual Premium

These premiums are based on 1,210 homes as members of the association.

The question was asked whether the general liability could be written to cover selected people rather than for the entire association thereby lowering the cost. Fred Self volunteered to do more research. The decision on insurance has been **tabled until next month's meeting.**

g. Selection of meeting schedule (minimum of 6 per full fiscal year)

Standing Rule #1: The regularly scheduled meeting of the HPOA Board of Directors will be the 3rd Wednesday of each month at 7pm.

Date	Time	Place
December 21, 2005	7 pm	Hiddenbrooke Club House - Library
January 18, 2006	7 pm	Hiddenbrooke Plaza – Conference Room
February 15, 2006	7 pm	Hiddenbrooke Plaza – Conference Room

Paul Norberg will schedule the Library for the December meeting.

h. Miscellaneous Organization issues

(1) **HPOA Mailing Address** will be a private mail box at Postal Link and More, 8328 Bennington Court, Vallejo, CA 94591 in Hiddenbrooke Plaza to be opened as soon as possible. Joyce will follow up.

HARC Mailing Address will be 1095 Hiddenbrooke Parkway, Vallejo, CA 94591

(2) Hiddenbrooke Community Association (HCA) Relationship to HPOA – Paul Norberg

Paul discussed the future of HCA and HPOA. There is a possibility that eventually the duties of HCA will transition to HPOA at which time HCA will be discontinued. However, there is a question as to whether we may need HCA because they pay less for general

liability insurance. Neighbors, HB-News and the web site will continue under HCA at this time. The Hiddenbrooke Plaza conference room will be available for evening meetings of HPOA meetings beginning in January.

- (3) Board of Directors Contact Information – Correction to list will be sent out by separate email.
- (4) Application for Employer Identification Number (required for bank account)
Fred Self and Joyce Estes will apply after incorporation has been completed.
- (5) HPOA Bank Account will require two signers - Decision of which bank has been **tabled until next month's meeting**. (Solano Bank has free accounts for non profits or Management Co. to provide)
- (6) Discussion of annual assessment (dues). **Tabled until next month.**
- (5) Owners list maintained by management company, updated how often_____.
Tabled until next month.
- (8) Discussion of Committees to be set up at future board meetings:
 - Standing rules – add rule on committee year ends 8/31 but corporation keeps 6/30
 - Nominating Committee
 - Committee to draft Procedures and Protocols for CC&R Enforcement for Board Approval – Volunteers to date include Angelo Lamola and possibly Vicki Idlor
- (9) List of issues to be discussed at next Board Meeting:

Budget to be finalized by President, Treasurer & Management Company
Web site update/re-organization (share <http://www.HiddenbrookeOnline.org>)
Neighbors – HPOA Liaison will be
Request for volunteers to help on committees - post request on HB-News
Selection of a parliamentary procedure (i.e. Roberts Rules of Order, Newly Revised ?)
(Bylaws Article 4.4)
Time limit for members to speak at a meeting shall be established by BOD
(Bylaws Article 4.4) and added to Standing Rules
- (10) Policy and procedures re posting minutes needs to be set and included in Standing Rules. Summary of today's minutes will be included in December issue of Neighbors and posted on HB-News.

The Board will check the minutes each month before they are posted on the website.

6. 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.

7. **Next meeting date:** Wednesday, December 21, 2005 Location: Hiddenbrooke Club House - Library
8. **Adjourned at 12:33pm**

Prepared by Vicki Idlor and Joyce Estes

Attachments:

HPOA Vote Certification
Resolution #1 – CC&R Vote
Sign in sheet

Hiddenbrooke Property Owners Association, Inc.
 Board of Directors Meeting - Nov. 19, 2005 - 10 AM
 Sign In

Name	Address	Phone Number
Joyce Estes	2405 WINDERMERE WAY	647-7053
FRED SELF HPOA	3418 RUSH CREEK PLACE	647-1110
Gene Beck	3008 BERRARD DRIVE	648-1689
Allen Wildermuth	1852 Landmark Drive	647-2896
Paul Weisberg	2555 SADDLE TREE CIRCLE	552-5745
KATHY ASECUR	2409 RUSH CREEK RD	557-5277
Gregory & Shirley A. Howard	2939 Cobling Ford Ln	557-3330
JAMIE ASECUR HPOA	4156 METTINGHAM CT	582-1435
Ricardo Perez	6170 Ashwood Way,	
BAR DIMITROV	Home owners management co.	(927) 552-2011
Nicki Idler	3044 Overlook Drive	442-8859
Tom Henker	5019 Stagbarn Drive	558-0117
JOHN JACKSON HPOA	1856 LANDMARK DR	643-2598
Bar Sene HPOA	2229 Berrard Dr	648-6891
PAUL COLLINS	CAVEST / COLLINS MANAGEMENT	695-2665

Hiddenbrooke Property Owners Association, Inc.
 Board of Directors Meeting - Nov. 19, 2005 - 10 AM
 Sign In

Name	Address	Phone Number
Jan De Ruit	8386 Bellmunt Ct	643-4833
Pat Hendl	2756 Overlook	553-2423
Marc D. Apel ^{Strom} Schmidt	1507 Landmark	643-9128
Janice Carue	125 Woodlark Lane	644-7764
Joe Maionchi HOA	2566 Marshfield Rd	647-2107
Zory De ^{De} Russell	3076 Overlook Dr.	552-6836
Egym Conley	2728 Washburn Ct	642-8185
Jan Simon Liz Simon	4024 Steppes Stone Ct	642-2060
George Franklin	8186 Christie Way	552-3801
5 HOA DIRECTORS		
2 MGMT REP		
20 RESIDENTS		

HIDDENBROOKE PROPERTY OWNERS ASSOCIATION, INC.

RESOLUTION NUMBER #1

Relating to CC&R Vote—Amended and Restated Covenants, Conditions and Restrictions of the Hiddenbrooke Project

WHEREAS, Article 8 of the Bylaws of The Hiddenbrooke Property Owners Association, Inc. (Bylaws) assigns the Board of Directors (Board) all powers and duties necessary for the administration of the affairs of the Hiddenbrooke Property Owners Association, Inc. ("Association");

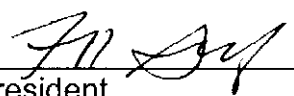
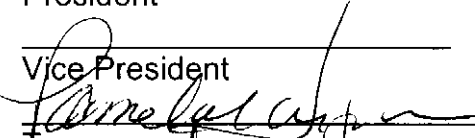
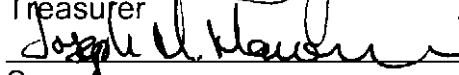
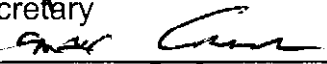
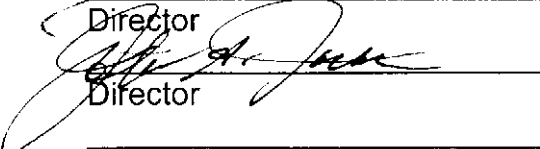
WHEREAS, members of the Hiddenbrooke Community Association, CC&R Transition Committee has certified the results of the CC&R Ballot to approve the First Amended and Restated Master Declaration of Covenants, Conditions and Restrictions of the Hiddenbrooke Project, Bylaws, and Articles of Incorporation as certified in the attached document;

WHEREAS, the Board of Directors wishes to certify the results of the election and formerly establish the Corporation; and the Board has determined that it is in the best interests of the Corporation to accept the Certification.


NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby authorizes its President and Secretary to sign the First Amended and Restated Master Declaration of Covenants, Conditions and Restrictions of the Hiddenbrooke Project and forward them to Triad Communities, LP for signing and recording and to also sign the Bylaws, and Articles of Incorporation.

Resolution duly adopted at the meeting of the Board of Directors held on Nov. 19, 2005.

Motion to approve by: _____ Seconded by: _____

	VOTE YES	VOTE NO	ABSTAIN	ABSENT
<div style="text-align: center;"></div> _____ President	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____ Vice President	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<div style="text-align: center;"></div> _____ Treasurer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<div style="text-align: center;"></div> _____ Secretary	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<div style="text-align: center;"></div> _____ Director	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<div style="text-align: center;"></div> _____ Director	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____ Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

ATTEST:



Secretary

Date 11/19/2005