

RED OAK HILLS HOMES ASSOCIATION, INC.

Board Meeting Notes

Date: May 10, 2022

Time: 6:30pm – 8:00pm

Location: Monticello Library

Notes by: Tom Beckenbaugh

1. Call to Order: JC called the meeting to order at 6:38 pm.

2. Roll Call :

Present:

Jay Carlson – President (JC)	Tom Beckenbaugh – Vice President (TB)	Kelly Mason – Secretary (KM)	Nick Geib – Treasurer (NG)
Carole Collyard (CC)	Gary Turner (GT)		

Absent:

Denise Beatty (DB)	Joe Bellinger (JB)	Mark Jeffers (MJ)	
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3. Resident comments: No residents were in attendance.

4. Officer Reports

a. President: JC noted that the following maintenance items require attention:

- Erosion of the storm water channel in the green space upstream of the dam (south of 67th Terrace and west of Millcreek Road). Repair of the channel may be a City responsibility; JC will contact the City. TB noted that to the extent the Homes Association has some responsibility for the channel maintenance/repair that a civil engineer should be consulted before any work is performed.
- Several concrete pads beneath cluster mail boxes may need replacement due to deterioration or drainage concerns. JC and GT will prepare a list of pads needing replacement and TB will review and offer suggestions.

b. Vice President:

- TB noted that three residents were recently contacted concerning yard signs in violation of deed restrictions and in each instance the resident removed the signs. Each of the signs was related to an August ballot initiative and the residents were informed that Kansas law would allow the signs beginning 45 days before the election.

RED OAK HILLS HOMES ASSOCIATION, INC.

Board Meeting Notes

May 10, 2022

Page 2

c. Secretary:

- KM reported that responses to the recent social activities survey are being received and results will be discussed at the June Board meeting.

d. Treasurer:

- NG reported that 2022 dues have been collected from all properties, except for one property owner that made arrangements for late payment.

5. Committee Reports

- a. Nominating : Current board terms for JC, CC and GT end in June. JC is developing a slate of candidates for the June election. KM reported that DB recently resigned for personal reasons. NG reported that he is planning to resign his position before the Annual Meeting and will transition the treasurer duties to another board member following the June election. Accordingly, five Board positions will need to be filled at the June election; JC and CC indicated they will run for another term so at least three new candidates need to be identified. JC will draft an email to residents seeking volunteers interested in serving on the Board.
- b. Architectural/Roofing: TB reported that one roof on 6700 block of Millcreek Road was replaced since the last Board meeting.
- c. Recreation/Social:
- The Garage Sale will be held on June 10th and 11th. KM will make arrangements to have a notice posted on Facebook; JC will place signs at the neighborhood entrances.
 - The Annual Meeting is scheduled for 1:30 pm on June 26th and will be held at the Monticello Library. The meeting will include an election to fill Board positions and a vote on changes to the Bylaws. Refreshments will be served.
 - A family picnic will be held in the fall; a date will be determined after the KC Chiefs schedule is released.
 - Options to hold a kid friendly yearend Holiday event are being investigated.
- d. Maintenance: No report.
- e. Audit: NG noted that the audit has not started. TB stated that the Bylaws require the annual audit report to be completed prior to the Annual Meeting. JC will follow-up with MJ.
- f. Welcome: No report.
- g. Bylaws Amendments:
- TB noted that the legal review of the proposed changes to the Bylaws (March 5th draft) has been completed. The attorney had no comments on the proposed changes with the exception of the changes to Article I, Sections 3 and 4 (changing membership and voting rights) and Article II, Section 1 (changing minimum qualifications to serve on the Board).

RED OAK HILLS HOMES ASSOCIATION, INC.

Board Meeting Notes

May 10, 2022

Page 3

- As it relates to changes in membership, the attorney noted there is no provision in the HOA documents that precludes adding voluntary members to the HOA and agreed with the Board's March decision that the members should determine if voluntary membership should be permitted.
 - Because making changes to membership/voting rights and making changes to minimum qualification to serve on the Board are both controversial topics, the attorney recommended: 1) Before any changes are made to Article I, Sections 3 and 4 that HOA members vote to determine whether or not to allow voluntary members in the HOA and 2) that the HOA members consider any change to Article II, Section 1 separately from other proposed changes to the Bylaws. Accordingly, at the June annual meeting members will be asked to vote on the following three items:
 - i. Consider proposed updates to the Bylaws (excluding changes to membership/voting rights and changes to minimum qualifications to serve on the Board);
 - ii. Consider if residents that voluntarily pay dues should be HOA members with voting rights;
 - iii. Consider a change to the Bylaws provision describing the minimum qualifications to serve on the Board.
 - TB distributed the attached sample ballot for the Annual Meeting Bylaws vote. Following discussion, the Board unanimously voted to recommend members approve Question 1, the Board unanimously voted to take no position for or against Question 2, and the Board voted five (5) in favor with NG abstaining to recommend members approve Question 3.
 - TB will prepare a draft email that will be sent to residents explaining the proposed Bylaws revisions, and the process for voting, including procedures to vote by proxy.
- h. Declaration of Servitude (DOS) Program: At the March meeting it was proposed that a letter be sent to residents that voluntarily pay dues with information explaining the DOS program. A draft letter and a draft of Frequently Asked Questions about the DOS program have been prepared but further action on this topic will be deferred until after the Bylaws vote. TB noted that following an initial legal review that the DOS document may require updating.
- i. Restrictions: TB noted further action on revising deed restrictions will be deferred until after the Bylaws vote.
- j. Directory: The directory will be integrated into the new website planned for a late 2022 launch.

RED OAK HILLS HOMES ASSOCIATION, INC.

Board Meeting Notes

May 10, 2022

Page 4

6. Other Items: The Board agreed that at the conclusion of the June 26th Annual Meeting the new Board will meet to elect officers and that there will not be a Board meeting in July.
7. The next Board meeting is scheduled for Tuesday, June 12th, 2022 from 6:30 - 8:00 pm at the Monticello Library.
8. The meeting was adjourned at 7:54 pm.

RED OAK HILLS HOMES ASSOCIATION, INC.

Board Meeting Notes
May 10, 2022
Page 5

Question 1. Shall the Bylaws be revised as described in the May 10, 2022 document titled “Bylaws Revisions” posted on the Homes Association’s website?

Background – The Bylaws were last revised in 1996. The proposed revisions update the Bylaws to comply with Kansas law applicable to Homes Associations and makes several revisions related to the administration of the Association including, but not limited to, allowing electronic delivery of notices and allowing electronic voting,

The Board recommends a vote in favor of **Question 1**.

Question 1. YES _____ NO _____

Question 2. Shall lot owners that voluntarily pay Homes Association dues be included as “members” of the Association with the same voting rights as lot owners that are required to be Members?

Background - As of May 2022 the Homes Association has 191 Members. Members are currently defined as lot owners who have deed restrictions that require Association membership. There are an additional 69 property owners in Red Oak Hills that voluntarily pay dues and they enjoy all the benefits our Association offers, except they are not currently considered members and they do not have the right to vote in Association elections.

Benefits – A vote in favor of **Question 2** would allow lot owners that voluntarily pay dues a voice in the governance of the Association and would simplify the administration of Association’s annual elections.

Drawback –Because lot owners that voluntarily pay dues have the ability to separate from the Association at any time, if they choose to separate, their past votes may no longer affect them but their votes would continue to affect lot owners who have deed restrictions that require Association membership.

The Board takes no position for or against **Question 2**.

Question 2. YES _____ NO _____

Question 3. Shall Article II. Section 1. of the Bylaws be revised as follows?

ARTICLE II. BOARD OF DIRECTORS

SECTION 1. Number of Qualification. The Board shall consist of nine (9) persons. Except for those persons elected or appointed by the Developer, as hereinafter provided, persons nominated and elected or appointed to the Board shall be ~~both a lot owner and a resident, and own a lot bound by either the Original Declaration of Restrictions or the First Amended Declaration of Restrictions.~~ The nine (9) persons Board may include a maximum of two (2) persons that are not members of the Association.

Background - The Bylaws currently allow any person that is both a lot owner and a resident to serve on the Board of Directors. For most of the Association’s history the Board has included residents that are not Members of the Association. However, it is possible that the entire Board could be comprised of residents that are not Members and/or residents that do not have deed restrictions on their property.

A vote in favor of **Question 3** would ensure that all Board members have deed restrictions similar to the residents they represent and ensure that a super majority of the Board positions are filled by Members of the Association.

The Board recommends a vote in favor of **Question 3**.

Question 3. YES _____ NO _____