

MINUTES OF MONTHLY MEETING
SMPOA BOARD OF DIRECTORS
May 2, 2012

1. The Meeting was called to order at 6:35 p.m. by Natasha Roit. It was held at 3550 Surfwood Drive, Malibu, CA 90265.

2. A quorum of Directors was present: Barbara Belcher, Lisa Doctor, Ron Doctor, Nancy Posner, Becky Rickley, Natasha Roit, Paul Rudzinski, and Helen Tartavull.

3. Directors absent: None.

4. Owners present: Ruth Erb, Patricia Hackel, Len Ovsowitz, and Philippe Tartavull.

5. A Motion was made by L. Doctor and seconded by R. Doctor to acknowledge the email approval of the Minutes of the April 4, 2012 monthly meeting of the board of directors. The Motion was passed unanimously.

6. A Motion was made by Belcher and seconded by Roit to acknowledge the email approval of the establishment of the Community Connection Committee. The Motion was passed unanimously.

7. A Motion was made by Belcher and seconded by R. Doctor to acknowledge the email approval of hiring Steven Vogel, CPA, as the new tax preparer for the association. The Motion was passed unanimously.

8. Roit stated the results of the vote on the Amended CC&Rs in Tract 26458. There were 72 votes in favor and eight against. Nineteen owners did not vote. Roit thanked everyone for their work on behalf of the association. She said that the Amended CC&Rs have been signed and notarized and have been submitted to the County for recording.

Roit was asked whether Andrew Shayne has any recourse to overturn the vote. She responded that with such overwhelming approval he would appear to have few options. Roit also was asked whether the association knew of the reasons for the eight votes against the amended CC&Rs. She said that we did not, but that she was reaching out to those in the minority in the next issue of the *Sunset Mesa-ge* to try to bring the community together.

9. Rickley reported on the progress of the Sunset Mesa sign. Resident Russell Shubin has donated a large piece of stone on which the Sunset Mesa logo will be etched. The plans will be submitted to the County for approval.

10. Costs of planting the Coastline parkways are being estimated with the help of Russell Shubin. Rickley said the County is clearing parkways where they are performing their work making it easier for us to plant. Ground cover will combine low-maintenance rocks and succulents. Rickley added that the association has committed to the County that it will water the new trees until they are established, and she is proposing an "Adopt a Tree" project so that the community can participate in this.

11. Rickley proposed that we earmark money for the Beautification Committee. There has been a \$5000 contribution, and about \$5000 of four month profit in extra funds has been generated from ad revenues from the *Sunset Mesa-ge*.

A Motion was made by Roit and seconded by L. Doctor that \$10,000 in SMPOA's accounts be segregated for use by the Beautification Committee, including the sign and landscaping installation and maintenance, such expenditures to be approved by the board. The Motion passed unanimously.

12. A written status report on planning for the annual meeting was passed out by Belcher.
- The need to get a good estimate of attendance was discussed, with various methods of obtaining RSVPs proposed. An estimate must be provided to Gladstone's about June 11.
 - Rickley stressed that the budget for the meeting should not exceed the amount set in the FY2011-12 budget, even though the budgeted amount has substantially understated actual costs in recent years. The maximum available is \$1200.
 - Owners who have not paid their dues will be asked to pay \$20 per person attending.
 - There will be no mailings associated with the annual meeting.
 - Absentee ballots, under current By-Laws may be obtained from the Secretary if requested 5 days prior to the meeting.
 - Roit said that Sheila Silber and volunteers on the Community Connection Committee stand ready to transport owners to the meeting at no charge.

13. It was noted that only members-in-good-standing i.e., owners who have paid their dues, are eligible to vote in association elections. As of the end of April, 282 of the 475 owners were current based on records turned over in January, 2012 and payments received in 2012. Patricia Hackel suggested that we have a door to door dues drive. L. Doctor said that the Community Connection Committee would take this task on.

14. Roit said that the By-Laws are being redrafted to correct typographical errors, improve organization and readability, clarify confusing or ambiguous wording, update procedures to allow electronic transmittals, and modify audit and other accounting requirements to reflect modern accounting practices which are appropriate for the size and nature of our association. It was suggested and discussed that board size should be reduced from a minimum of 9 and a maximum of 15, to a minimum of 7 and a maximum of 11. This would better reflect the reality that many people are willing and able to serve the community on committees or on short-time assignments, but are unable to commit to board service. The fact that the By-Laws changes are being proposed is being announced in the May *Sunset Mesa-ge*. The redraft will be available on our website. The proposed revised By-Laws will be submitted to the members in good standing at the annual meeting for approval. Modifications to the procedures of the Architecture Committee are being delayed until the By-Law changes have been completed and adopted so that they will be consistent.

15. Tartavull gave the Treasurer's Report. In the Stifel-Nicolaus accounts there is \$243K in equities, of which \$47K is in cash which we need to invest. There is \$9K in the Wells-Fargo checking account, which included the \$5K donation. Dues and ad payments are now being deposited in Wells-Fargo, rather than Stifel-Nicolaus. Only five owners sent in dues payments in April, but we expect a substantial infusion in June and July when the FY 2012-13 dues are paid. Tartavull said she has started working with Steven Vogel on the tax returns.

Roit said that Scott Mowrey, the forensic accountant hired to perform the audit required under current By-Laws, has informed the association that it cannot be accomplished. An audit requires working from the original documents which, as turned over to the current board, were incomplete and a number of which, e.g., financial statements, were never prepared. The books are being re-compiled. Mr. Mowrey will issue a letter with his opinion.

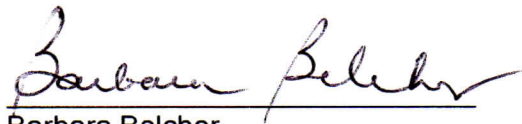
Record keeping and other problems with Stifel-Nicolaus were reviewed. After discussion, a Motion was made by Belcher and seconded by Posner that the Board intends to find an alternative investment firm. The Motion passed unanimously.

16. Patricia Hackel asked whether we know who is standing for the board in June and expressed her appreciation for the current board and her hope that many of them will choose to run. Roit said that to date no community member had expressed interest. She said that there are three ways in which a person may be nominated: by the board itself; by an individual informing the board prior to the annual meeting; and from the floor at the annual meeting by another member in good standing, with the nominee's written consent, seconded by at least three other members in good standing.

17. L. Doctor and Rickley described an exciting community initiative, wind generated energy, which they have been exploring. Two turbine options have been identified. The larger one could serve the entire Sunset Mesa; the smaller one could generate power for about four homes. On June 9, 2012 Andrew Lieberman will be in the Mesa, and has graciously volunteered to explain wind energy and answer questions.

18. The meeting adjourned at 8:30 p.m.

19. The minutes were prepared by Barbara Belcher.


Barbara Belcher