

PODICKORY POINT COMMUNITY ASSOCIATION
MEETING MINUTES
APRIL 24, 2017
7:00 PM

I. CALL TO ORDER

Meeting called to order by Chary Izquierdo at 7:05 p.m. stating that there are several ambiguities in the bylaws which need to be clarified. We need a $\frac{2}{3}$ positive vote of a $\frac{2}{3}$ quorum of the membership to do so, and we did not have it at the time. This immediately started a debate of how our quorum is calculated and who is a member and who is eligible to vote. Specifically:

- Is the new owner of the previously foreclosed house on Tydings eligible to vote?
- Is the owner of a property rented to a tenant on Bay Front Terrace eligible to vote?
- Does a member who owns two lots vote twice.
- Is someone who vacates their property in order to sell it still a member and eligible to vote?

Some say all 47 lots in Podickory Point contribute to quorum calculations. George McNeal said Article III states that "any person who acquires title to property located within the subdivision known as Podickory Point shall be entitled to become a property owner member. Applications for membership in the association is made when the current annual membership dues payment is received by the board along with the name and address of the applicant."

Others say only resident homeowners contribute to quorum calculations. Article IV which says "a change in ownership or occupancy status of the Member shall automatically cause a forfeiture of membership." Chary Izquierdo believes it is so that resident owners do not lose control of our community to non-resident landlords of rental properties or house flippers that will not live with the consequences of our decisions. Otherwise, what is the point of Article IV?

Jeff Wilson said at one point the Cates owned two houses and had two votes. Greg Schmitt said he owns two lots but only gets one vote. Bob Heimbuch said the Cates paid dues for the houses on each of their two lots. The Schmitt's own two lots but only one house and pay dues for that one house.

Chary Izquierdo mentioned the Shaughnessys did not vote when they rented out their house though they paid dues and their renters were invited to be social members.

Gail Miller said more members were coming so we waited, filling the time distributing red and green voting cards to simplify counting proxies, and an introduction of all in attendance as we had several new members present.

Finally, there were 22 member households in attendance:

2119 Bay Front Terrace Rob Hubbard
2102 Bay Front Terrace Angela Lemon

2106 Bay Front Terrace	Nishanth and Carey Arun
2110 Bay Front Terrace	Gail Miller
2112 Bay Front Terrace	Jim and Maureen Radtke
2115 Bay Front Terrace	Jack Kocka and Chary Izquierdo
2117 Bay Front Terrace	Lough Kuhn
2119 Bay Front Terrace	Rob Hubbard
2121 Bay Front Terrace	Michele Trifiro, a non-voting associate member.
2100 Harbor Drive	Brad Cole and Holly Tompkins
2101 Harbor Drive	Kathy Polk
2102 Harbor Drive	Anne Sessions
2103 Harbor Drive	Kathy and George Gauniel
2105 Harbor Drive	Dawn Bowders
2106 Harbor Drive	June and Bob Heimbuch
2107 Harbor Drive	Dieter and Gisela Grotheer
2108 Harbor Drive	Sapna Brown
2110 Harbor Drive	Scott Mucci
2112 Harbor Drive	Margie & Gerry Preis
2115 Harbor Drive	Diane Anderson
2121 Harbor Drive	Jeff Wilson and Linda
2125 Harbor Drive	Greg and Carol Schmitt
2127 Harbor Drive	George McNeal
1353 Tydings Rd	Fr. Robert and Krissy Miclean

Thirteen member households had duly assigned voting proxy to an attendee . (Proxies were not counted toward quorum.)

2126 Bay Front Terrace	Joyce and Larry Baucom
2105 Bay front Terrace	Richard Brill & Nancy Watts
2104 Bay Front Terrace	Carol Brocious
2111 Harbor Drive	Larry and Dana Cate
2123 Harbor Drive	Rose Marie Conover
2107 Bay Front Terrace	John and Beryl Fiackos
2107 Bay Front Terrace	Lisa and Jason Hallock
2104 Harbor Drive	Frank Howard
2114 Harbor Drive	Jim and Sue Fowler
2119 Harbor Drive	Bill and Ginny Jones
2100 Bay Front Terrace	Susann Neski
2122 Bay Front Terrace	Leisa Russell
1355 Tydings Rd	Joan and Herman Urbach

II. MINUTES

As previously emailed, the wrong definition of quorum was used for the January meeting. There was a vote to have the minutes of the January meeting amended as appropriated. Motion made by Greg Schmitt and seconded by George McNeal.

III. TREASURER REPORT

Bob Heimbuch gave his final treasury report. The community has \$10,742 in the bank. One household owes dues previous to 2017. Jeff Wilson motioned to accept the report and Anne Sessions seconded. It was accepted by unanimous vote.

IV. REPRESENTATIVE REPORT

George McNeal, our representative for the Broadneck Council of Communities attended a meeting on April 18th at the Cape St. Claire Clubhouse. They covered three issues.

- Bay Bridge – A study has started that will take four years and be done in two phases 2017-2018 and 2018-2020. The two questions being asked are: where will the new crossing be and can the state afford the new structure and support the roadways leading to the bridge.
- Sandy Point State Park – Addressed the summer traffic issue . Beginning on Memorial Day, three AA County Police and/or State Police will be routing incoming Sandy Point traffic onto westbound Rt. 50 exit as soon as it starts to block local traffic this summer. The pavilion will be closed on the weekend. To speed entry into the park, drivers will make payments in a deposit box inside the park. The number of parking spots will be reduced from 1500 to 1200. Overhead highway signs along I-495 and Route 50 will state when Sandy Point State Park is full/closed..
- Severn River Bridge – By September 2017 the county will make the bridge four lanes instead of three on the East bound side by reducing shoulder space and narrowing all lanes to 11 feet.

V. ELECTION RESULTS

Kathy Polk made a motion to hear the results of the election for our new board before moving on to unfinished business (instead of at the end of the meeting as specified in the bylaws) and it was seconded. All green cards were shown. Bob Heimbuch reported that he counted the ballots sent to him and Gisela Grotheer confirmed his count. Out of 47 households 41 voted. The 2017 Board is:

President -	Chary Izquierdo
Vice President –	Anne Sessions
Treasurer –	Richard Brill
Secretary –	Diane Anderson

VI. UNFINISHED BUSINESS

We continued the debate that began earlier.

George McNeal gave a recap of the Bylaws and Covenant committee he chaired in January to examine the existing covenants and bylaws and assess what is needed to draft a set of enforceable governing documents. PPCA has authority to enforce or change the covenants but there is no procedure in the bylaws. They need to be updated. The committee recommended a Bylaws/Covenant Revision committee be formed which was done.

The Bylaws/Covenant Revision committee's first attempt to meet failed. Jeff Wilson claimed the committee meeting to review the bylaws was illegal as there was not a 10 day notice by mail to all community members. George McNeal said that any committee does not need a mailing as the final results will be voted on by all members. But Chary Izquierdo said the bylaws say anytime there will be even just a discussion of changing the bylaws members must be notified by mail.

Jeff Wilson pointed out that the bylaws were updated in 2006 changing only the fee from \$25 to \$50. Lawyers said nothing was enforceable at that time. Several members recalled the existence of attorney correspondence. George McNeal said he did not recall what they said, if anything needed to change. Other than the fee the bylaws remained unchanged from when PPCA Member Dick Majestic wrote them in 1990. He was not an attorney.

Jeff Wilson pointed out that we had to follow the recent Sunshine Act and said he will forward a copy of the Sunshine Law to everyone. Chary Izquierdo said she agreed that we must follow changes in the law concerning HOAs, pointing out that we are not in compliance with the recent HOA Act that mandates our bylaws be in the HOA Depository. Only the Covenants and Articles of Incorporation are.

There was a motion by Brad Cole to vote to pay an attorney to review and update the bylaws so that:

- Ambiguities in the Articles on Membership, Termination of Membership, Voting Rights and Quorum and Seal are eliminated
- The Article on Meetings is updated to include use of email
- An Article is added describing a process "to guarantee compliance with and to prevent violation of covenants" as stated in the Objectives Article

The motion was not seconded as discussion began.

Kathy Gauniel said she didn't understand what the problem was with the bylaws. Jeff Wilson suggested getting an attorney to agree on ambiguities and where and what we are missing. Anne Sessions suggested everyone e-mail the secretary regarding ambiguities. Dieter Grotheer said it is a waste of money to hire an attorney and then to go back to him again. Greg Schmidt suggested we have a time line. Sapna Brown said we should send bylaws to an attorney to check and see if we are legal.

Jeff Wilson made a motion to find the existing attorney correspondence from 2005 or 2006. It was seconded by Carol Schmitt and passed.

Margie Preis motioned to meet in two weeks and the group seconded and passed 33 to 2. Next meeting to be held on Monday, May 8 at 7:00 to continue the discussion after searching for all past correspondence with attorneys related to our bylaws.

VII. ADJOURN

Motion to adjourn by Jack Kocka was seconded and accepted at 9:04.