

**PODICKORY POINT COMMUNITY ASSOCIATION, INC.**  
**MEETING MINUTES**  
**May 8, 2017**

**I. CALL TO ORDER**

The meeting was called to order by Chary Izquierdo at 7:08 p.m. as a continuation of the 24 April meeting which had been adjourned to continue the discussion after searching for all past correspondence with attorneys related to our bylaws. 23 member households were in attendance, seven member households had duly assigned their voting proxy to an attendee. Proxies were valid for the open question only, and only if designated by the absent member specifically for a vote at this meeting only. (Proxies valid for the meeting on 25 April were not valid for this meeting.) Proxies did not count toward quorum total.

In attendance:

2102 Bay Front Terrace	Angela Lemon
2104 Bay Front Terrace	Carol Brocious
2105 Bay Front Terrace	Richard Brill
2106 Bay Front Terrace	Carey Arun
2108 Bay Front Terrace	Rick Whitmore
2109 Bay Front Terrace	Brian Jackson
2110 Bay Front Terrace	Gail Miller
2112 Bay Front Terrace	Maureen Radtke
2115 Bay Front Terrace	Jack Kocka and Chary Izquierdo
2117 Bay Front Terrace	Lough Kuhn
2119 Bay Front Terrace	Rob Hubbard
2100 Harbor Drive	Holly Tompkins
2102 Harbor Drive	Anne Sessions
2106 Harbor Drive	Bob Heimbuch
2107 Harbor Drive	Gisela Grotheer
2108 Harbor Drive	Sapna Brown
2110 Harbor Drive	Scott Mucci
2112 Harbor Drive	Margie Preis
2113 Harbor Drive	Dick and Renee Koehler
2115 Harbor Drive	Diane Anderson
2119 Harbor Drive	Ginny Jones
2121 Harbor Drive	Jeff Wilson and Linda
2127 Harbor Drive	George McNeal

Proxies:

2122 Bay Front Terrace	Leisa Russell
2103 Bay Front Terrace	Tony Cooke
2107 Bay Front Terrace	Beryl and John Fiackos
2101 Harbor Drive	Kathy Polk

2104 Harbor Drive	Frank Howard
2105 Harbor Drive	Dawn and Richard Bowders
2111 Harbor Drive	Dana and Larry Cate

Attorney correspondence had been collected from previous board members and reviewed by the current board which found no new information. It, along with the governing documents and other pertinent information, will be uploaded to the PPCA Neighborhood Link web site which Ginny Jones has volunteered to revive and administrate.

## **II. UNFINISHED BUSINESS**

Members debated their differing views about the definition of quorum, whether proxies count towards quorum or not, and the relative merit of definitions of quorum in Robert's Rules of Order and in the MD code for non-stock corporations. Members questioned the legality of the by-laws we are using as they are not in the HOA depository, they not signed and notarized and there is no record that a vote to adopt them as we are using them was duly taken, other than precedence of use. Members debated whether we are in compliance with the MD code regarding both the HOA Act and Corporations and Association sections. None of the members present are attorneys. Ginny Jones specifically requested the following statement be included in the minutes:

The PPCA Board should hire counsel to advise the Board on where PPCA now stands with the bylaws and covenants in terms of MD Code, HOA Act and recommend revisions to our documents for membership.

Holly Tompkins re-opened the motion her husband Brad Cole made on 24 April to:

“...pay an attorney to rewrite our bylaws so that:

1. Ambiguities in the Articles on Membership, Termination of Membership, Voting Rights and Quorum and Seal are eliminated
2. The Article on Meetings is updated to include use of e-mail
3. An Article is added describing a process “to guarantee compliance with and to prevent violation of covenants” as stated in the Objectives Article”

Gail Miller seconded. There was more discussion until it was apparent that members had decided how they would vote and Chary Izquierdo called the question. The motion passed with 22 in favor to nine opposed. The board will proceed.

Scott Mucci made a motion that there be a financial cap not to exceed \$3000. Anne seconded. As this was not a previously known question, the proxies were not valid for this vote. Only 22 member households were still present to vote on this question. The motion passed with 21 in favor and 1 abstention.

### **III. NEW BUSINESS**

The county will be mosquito spraying our community. If a resident does not want their yard sprayed they may go to the Department of Agriculture web site and download Form D.

The board will ask that the county come to our neighborhood to determine if any dead trees need to be taken down.

New member, Rob Hubbard volunteered to chair the social committee. He would like to order pizza and have beer, wine and soda. He feels this will help to keep the lines of communication open. He will organize our Spring Fling for before Memorial Day.

Scott Mucci and Diane Anderson volunteered to organize the community cleanup which will include the flower box at the sign, trash pickup along Tydings Road and perhaps sprucing up the community lot. Rob Hubbard said he has solar lights which can be added to up light the sign coming into the community.

Chary Izquierdo said Kathy Gauniel was interested in a yard sale. There were others interested. The PPCA Board will set a date and Diane Anderson will list on Craig's list.

The board will update the corporation's resident agent name and address.

### **IV. TREASURER REPORT**

Richard Brill said he will add Chary Izquierdo as a signatory to our checking account as we need a backup and asked this be added to the minutes per the bank requirements. We will again use a Post Office box at Artist's Flat in Cape St. Claire for Podickory Point Community Association, Inc. official address. Members may mail their dues there.

### **V. ADJOURNMENT**

Ginny Jones motioned to adjourn the meeting at 8:05 PM and Jack Kocka seconded. There were no objections.