

McLean Hamlet Community Association

Minutes from the Board of Directors Meeting

September 12, 2011

Board Members Present: Eric McGinley, Lynn Hall, Rick Law, Michelle Blanton, Roxanne Axtell, Wade Smith, Dick Coogan, Behram Shroff, Paulette Rainie, Jeffery Klemm, Pat Bowman

Officers, Directors, and Voting Chairs Absent: Jorge Marquez, Atul Kathuria, Lee Rainie, Wade Tate

Non-Board Residents Present: Brett Blanton, Scott Hall, Alan Holmer, Roger Kronenberg, Todd Maymen

The meeting was called to order at 7:40 p.m. in the small pod at Spring Hill ES.

ADMINISTRATIVE BUSINESS:

1. Minutes for July 2011: The Third Draft of the July Minutes was accepted as final.

2. Treasurer's Report: Treasurer presented details of the Financial Report. Discussion began regarding the Vice President's question regarding our Insurance and what is covered. The President requested a copy of the policy. Treasurer will call and get a copy to verify if volunteers are covered as well as board members and chairpersons. President submitted a) PO Bill and requested an address change form from former president and b) \$242 bill from our lawyer. An MHCA Board Member asked if our lawyer has a retainer. No, he does not.

3. President's Issues to Discuss: WHO'S ABLE TO VOTE? When/why was this decision made? An MHCA Board Member recalled it was "volunteers/chairs do most or all of the work"

- An MHCA Board Member: this has been brought up before - that we should ask for a ruling, and thinks we should get our lawyer to comment on it.

- President has talked to our lawyer, who suggested the board members all come to him in order to make a final comment.

- POINT OF INFO (from MHCA member) didn't he comment already? Why didn't he rule?

- President: Non-Stock Law says one thing, our By-Laws say another

- An MHCA Board Member suggested the Association decide, and then inform our lawyer to rule in favor of it.

- President: disagreed, because this is an actual legal issue.

- An MHCA Board Member suggested we extend the invitation to attend the mtg, but emphasized that no one HAS to attend.

- An MHCA Board Member: Are we meeting to determine voting rights?

- Response: 1) we need to find out if we are voting right or wrong. 2) This is a policy issue. Whatever our lawyer determines, we then have to figure out how to put his determination in place.

- President: We don't want our lawyer to RULE on the issue, but give us an opinion in writing.

- Members concurred.

- An MHCA Board Member: If it's our lawyer opinion that it's NOT legal, what are the ramifications? We should inform everyone at the next board meeting, then vote to act forward on our lawyer's opinion.

- An MHCA Member: explained his interpretation of the Non-Stock law.

- An MHCA Board Member: Motioned to schedule a meeting with all board members and non-directors to determine who can vote and the impact of having them vote previously. An MHCA Board Member amended the motion to include chairs.

- An MHCA Board Member: Concerned about the cost and time of such a meeting. Another MHCA Board Member concurred.

- The MHCA Board Member withdrew her motion in order for an MHCA Board Member to motion to have the lawyer review the Bylaws, Articles, and VA Non-Stock Law to determine who can vote and the impact of having them vote previously.

- Discussion of what happens if they conflict entailed

- Voted on Motion:

-In favor: All voting members.

Opposed: None

4. SPECIAL MEETING LOGISTICS:

- 70 HamNet messages were hand delivered to addresses, which had no Internet address on file.

- Sample Proxy has been circulated

- The Membership Chair explained **the logistics of voting** at the Special Meeting.

1) You must be a paid member to vote. Membership Chair will have a table to validate membership & proxies. She will have a full list of members with the PAID houses highlighted. Questions regarding payment must be backed up with proof of payment (cancelled check, etc).

2) All proxies must be validated. She has the index cards on which to vote (and record proxies)

3) The Membership Chair needs HELP. She has 2 people already but needs 2 more (Another board member will act as 3rd)

- The President discussed **meeting setup**: he has requested chairs, tables, and microphone. He NEEDS buzzer and timer. The President explained the **procedures** of the "talking sheet" and will volley back and forth between "for" or "against" the argument. Discussion ensued.

- How can we limit debate?

- What if it becomes cantankerous?

- The President: The microphone will face the President. Not the board. Not the audience. If there are interjections, doc the next side's minutes.

- An MHCA Board Member: Is that fair? Discussion ensued.
- Are we forced to use Robert's Rule's (RR) of order? Answer: NO
- Should we have a police officer? Dick said NO
- Do we pay a police officer? -NO
- Could we remove a speaker from the opposing side? Roxanne compared to the whole class losing recess
- An MHCA Member suggested kicking someone out of the meeting, and discussion continued about the need to have a figure to escort out unruly members
- An MHCA Member suggested very clear rules: First offense, warning. Second offense, out.
- Discussion of total time allowed for meeting: The President proposed 2 hours, one hour per motion.
- An MHCA Board Member voiced concern; there will be people who want to question the speaker. Secretary explained "Point of Inquiry."
- The President **discussed the Issue of "Pro" vs. "Con" sides.** He has discussed with project manager the reasons for receiving financial ramifications if we don't go ahead at Falstaff. He has a petition on file from the "Pro" side but not from "Con" side ... and is open to thoughts. The President asked an MHCA Board Member if he had any kind of point sheet from the project manager. (NO) But, he can validate some things. Many concurred.
- An MHCA Board Member is concerned about the RPA. An MHCA member passed out literature on the extent of the RPA and possible procedures for moving project to Hamlet Park.
- An MHCA Board Member: How can people make a decision if there are two totally different stories? We're putting Hamlet in a tough situation and then asking them to vote.
- The President informed everyone that **whatever comes out of the meeting (in terms of voting) the board will have the final say in whether or not the gazebo project will go forward.**
- An MHCA Member brought up the Non-Stock Law again. The President explained that we are to listen to the petitioners, but the board ultimately has the final say.
- An MHCA Member suggested explaining this statement at the beginning of the meeting. Discussion ensued.

- An MHCA Board Member: concerned about the legality of the petition, and asked why we are not asking our lawyer to rule on the legality of it.
- The President: there's no specification in the bylaws.
- An MHCA Member read the section of VA Non Stock Law that confirmed this statement.
- An MHCA Board Member returned to the question whether or not to inform membership that they do not have the final say at this meeting. She suggests NOT mentioning it early.
- An MHCA Board Member: should we alert members via HamNet?
- An MHCA Board Member: NO.
- Discussion ensued about how much time can a member speak, and will questions be allowed
- An MHCA Member: What if you are undecided? What list are you on?
- Amended plan to have ONE SHEET labeled FOR/AGAINST/NEUTRAL
- An MHCA Board Member: Who gets to vote?

The President: 4 officers, 5 directors

An MHCA Board Member: Plus the chairmen

The President: Not until our lawyer determines his legal opinion. **The board will not make their final decision until our lawyer makes his statement.**

The President discussed financial ramifications: Amish Country Gazebos will keep 25% of total cost if we cancel. If we move the project, they keep \$3850.

It is unknown what financial ramifications would follow if we attempt to amend the structure.

The President briefed the board on the contractor, Perennial Landscapes: The contractor appears to have moved. Does not answer cell. The phone number on his website does not work. He has 50% of the money. The President asked project manager for help, but has not received any information. We have paid him \$3250 but cannot see any cancellation clause in the contract.

- The President: How much WILL the ADA trail cost if the project is moved?

- An MHCA Member: Not sure, it's dependant on the RPA line. If the county finishes the study/moves RPA line, things change. The ADA trail becomes much less cost prohibitive. Army Corps of Engineers ruled the line could move. Another organization drilled holes July 16th, 2010 and found absence of a wetland. Before the Army Corps of Engineers ruled or contributed to changing line, the former board voted to move the project. Then the new report came out in October (without any change to the RPA.) Land must be surveyed next.

- An MHCA Board Member: Can the slope of Hamlet Park be changed?

- Response: Fairfax County talked about re-grading the area.

- An MHCA Board Member: Is your intent to change the park location (of this project)?
Response: YES

- An MHCA Board Member: Is this necessary?

- An MHCA Member: The grant was applied for use in one park, and it went to a different park.

Discussion about the board's decision ensued.

- An MHCA Board Member: we should consolidate both "sides" of information, send the proxy, and the board will take the memberships voice into account, and will vote on the project accordingly.

Secretary motioned that a HamNet be sent in regards to the Special Meeting, one that consolidates information, and send sample proxies.

Votes were unanimous for the motion.

5. PICNIC Chairperson's Report:

Dates: Sunday, Sept. 25, 2011 (Oct. 02, 2011 - - rain date) Times - - 4:00 - 7:00 PM

Currently trying to get Fairfax County Park Authority approval to use the McLean Hamlet Park. An MHCA Board Member has received the approval in previous years. He is currently out of the country until October. Has contacted Ed Busenlehner, Area 1 Manager for Fairfax County Park Authority by email and a telephone call. This approval is needed in order to get the park mowed, plus a permit is needed for its use. Secretary will call Ed.

Contract with Bristol Sounds DeeJays for the picnic. This is the DJ & Games People Play. They have been at the picnic for several years.

The following are needed:

Ponies (1-3) for the smaller children. (Last year they showed up at the Rec Center & didn't call)

Moon Bounce, never showed but did refund deposit. Secretary will handle Moon Bounce

Police Officer (Stokie) - he does child ID (brings papers/finger prints child)

Ice Cream truck, Trai (703-768-0637, or Poe 703-909-9720), the truck must park on the street near the park entrance, last year it got stuck in the mud. VP will handle Ice cream Truck

Face Painters, several new kits of face paint were purchased last year, no one showed to work. VP & Secretary will handle the clown/face painter.

Membership, one or two persons to check & issue some form of ID for the free ice cream and permission to participate in games

Tables and chairs, Secretary is providing, will confirm with pool. We need long tables for food (3-4), DJ (1-2), (rectangle or card table) 1 for cookout, 1- 2 for face paint, 1 for membership plus chairs for the smaller tables

Grill & charcoal for cooking, needed

Person in charge of buying drinks, collecting coolers, icing down the drinks, bringing to the picnic

Several large trash cans & bags for the trash/garbage, signs to label such as **trash**, **recycle**

Items left over from last year: tablecloths for the larger tables, plates, napkins, and plastic ware.

Needed – HELP in set up & take down

6. SNOW MEADOW Liaison:

- Concerned about sound wall at Snow Meadow (13B) who is in charge: VDOT or MWAA?

- VDOT completely in charge.

- Having removed the wall in the spring, what is going to happen? There are concerns about a 2nd addition wall and the old wall.
- What can we do to minimize the time before the wall is complete? Also, residents can see a line of sight of highway from the houses - and they should not.
- There is an upcoming Transportation meeting where we can find answers to these questions.

Motion to adjourn was made and approved at approximately 9:15

Respectfully Submitted,

Michelle Blanton, MHCA Secretary.