

**Lake Jeanette Association, Inc.
Board of Directors
Meeting Minutes
January 22, 2018**

Present: Dixon Johnston, President
Kerrigan Smith, Vice President
Richard Conner, Treasurer
Melanie Tuttle, Secretary
Betty Smith, Member at Large
Deborah Roskelly, Property & Operations Manager
Roskelly Management Associates LLC

Call to Order: 6:00 pm

Quorum: All Board members were present.

Item #1 **Old Business: Resolution noting the Board’s agreement to conduct business via email.** This item is brought back to the Board for final decision – refer to Item #10 in the January 9, 2018 minutes. The Association’s attorney performed a second review of the wording of the Resolution at the request of the Board and did not agree with the changes that had been suggested by Board member, Melanie Tuttle, thus the original wording of the resolution was presented to the board for final consideration as follows:

**RESOLUTION OF THE LAKE JEANETTE ASSOCIATION
BOARD OF DIRECTORS
Dated January 9, 2018**

WHEREAS, a quorum of the board of directors of the Association meets with reasonable frequency to discuss and vote on the business of the Association;

WHEREAS, given the size and complexity of the Association it is impracticable for the board of directors to meet to address all items of Association business that are needed in between duly called meetings of the board of directors;

WHEREAS, North Carolina law and the governing documents of the Association permit business to be conducted by the board of directors outside of a duly called meeting so long as there is written consent from all board members on the business conducted;

IT IS HEREBY RESOLVED that the Association shall recognize all board of director business, and the manager for the Association is authorized to act on board of director business, that is approved in writing, by email or otherwise, from all members of the Board of Directors.

Lake Jeanette Association, Inc. By:

_____, Dixon Johnston, President

Attested: _____, Melanie Tuttle, Secretary

Motion: Richard Conner moved to adopt the resolution as submitted by legal counsel.
Second: Kerrigan Smith
Vote: Approved by Unanimous Vote.

Item #2: **Roskelly Management Associates (RMA) Request for Contract Revisions:** RMA has held the Property Management Agreement with Lake Jeanette Association, Inc. for the past twelve years. Due to various changes

in items falling under RMA's duties as the Agent, plus events leading up to and taking place at the January 9th board meeting, Deborah Roskelly and RMA's attorney reviewed her Agreement with LJA. Deborah submitted revisions to the Agreement for consideration as follows:

1. Remove language regarding RMA's responsibility to obtain security property patrols since the Board changed this directive in 2018,
2. Add that the Treasurer also has check signing authority,
3. Change the hours regarding staffing the Association office at 5040 Bass Chapel Rd. to 10:00 am - 2:00 pm (in office hours). RMA provides at least 8 hours a day to LJA and non-office hours are spent on the property, lake, marina, etc.
4. Board President is the contact for RMA as the Agent and that the Board President submits items to the Board.
5. Change the wording regarding providing quarterly property reports to wording that reflects monthly and as needed communication, etc. RMA prepares a detailed annual property report as noted in the Agreement.
6. Significantly shortened the HOA's indemnity type clauses for RMA deleting redundant language in this regard.
7. Added a signature page that requires notarization of signatures.

After discussion, and due to Ms. Tuttle's opposition to the contract changes and her concerns re RMA's fee compensation, Deborah submitted Roskelly Management Associates 30 day notice to terminate her agreement with LJA effective February 22, 2018 and excused herself from the meeting.

Respectfully submitted,

Deborah Roskelly

Deborah Roskelly, Property and Operations Manager, Lake Jeanette Association, Inc.
President - Roskelly Management Associates LLC

Minutes reviewed and approved by the Board on March 6, 2018 for posting to the Association's website.