

Graysland Homeowners' Association Meeting
November 13, 2019
Menomonee Falls Public Library
Minutes

The meeting was called to order at 5:45 pm by Kevin LaMarre.

Committee members in attendance: Kevin LaMarre and Mary Jo Cleaver. One Committee seat is vacant.

In addition to the Committee members, there were seven owners in attendance (representing five units).

The 2020 budget was presented by Kevin LaMarre. He noted that the budget for dead tree removal is \$10,000 and for invasive species eradication is \$1,500. At the current assessment of \$75 per unit, there will be a \$5,000 shortfall for 2020.

Therefore, the dues assessment will be increased by \$25 for the 2020 calendar year. The new annual dues payment per unit is \$100. This will reduce the shortfall to \$2,000, which will be drawn from the \$15,000 DNR reserve, if necessary.

There was a discussion about the removal of dead trees. Since the dead willow was removed earlier in the year, two more trees have fallen. In response to a question of whether the allocation for removal of the dead trees included those that are down in the pond, Kevin responded "no." The first wave of removal is for the dead trees in the wooded area. A member indicated that they had obtained an estimate for the trees in the pond of \$800 for one or \$1500 for both of them. Removal should be done while the ground is frozen.

A member asked whether solar lights could be installed for the Graysland sign. Kevin responded that the Committee will consider it.

Election

There are three seats to be filled for the term beginning January 1, 2020, and ending December 31, 2021. No nominations were received prior to the meeting. There were no nominations from the floor. Kevin and Mary Jo indicated that they would each be willing to serve one more term. Since this resulted in two nominees for three seats, no election was required.

However, Kevin and Mary Jo pointed out that not having a full Committee presents real problems:

- The immediate problem is that with only two Committee members, it will be difficult to carry out any more than the basic duties of assessing and collecting dues and the basic landscaping. There is a severe backlog of work to be done in the wooded areas, by the pond and on invasive species and we are barely keeping up as is. We have budgeted funds, but with only two board members, there is not enough capacity to find contractors to get the work done. Kevin keeps the Association's accounts and Mary Jo is doing the administrative work of scheduling meetings, sending notices and assessments, etc. We need a board member to take charge of landscaping. Dale Kuglitsch (who has been doing a lot of volunteer clean up and landscaping and to whom we owe great thanks) has volunteered to assist with landscaping, but is not able to serve on the Committee.

- The next issue is that a quorum of two is required for a Committee meeting and for the Committee to take action. With one seat already vacant, the resignation of another Committee member would make it impossible for the remaining member to fulfill Committee requirements, including entering into landscape or other contracts, authorizing spending, adopting a budget, obtaining insurance or establishing the dues assessment.
- The ongoing problem is that if we find ourselves down to one Committee member, once that member's term expired, there would also be no authorization to assess dues or spend any money.
- It is true that the Association operated without a Committee for a number of years. But this resulted in a lawsuit from Vintage Place Condos alleging that there is no obligation to pay any dues that were not assessed by a Committee in accordance with the Graysland declaration.* Although the issue was settled upon the election of a Committee, it is likely to arise again if the Committee is again allowed to lapse.

*The declaration specifically provides that "No Owner, other than members of the Association's Management Committee, has any authority to act for the Association or the other Owners, as agent or otherwise, or to bind the Association or other Owners to contracts, negotiable instruments or other obligations or undertaking of any kind."

- Further, while the declaration provides that the members of the Committee are not liable for actions taken in good faith in discharging the duties of the Committee, it provides no such protection for any owner who might take over any of the duties in the absence of a duly-constituted Committee. Anyone taking this on would do so at their own risk.
- The declaration also provides that if the Committee fails to discharge its duties within 60 days of a written demand by the Village to do so, the Village may discharge the duties of the Committee. The Village's cost to do so would be charged to the owners in their property tax bills.

The owners present suggested that they had been unaware of these issues and that most other owners were probably also unaware. They suggested that the Committee notify all owners of the pressing need for a full and continuing Committee. They asked if a new election could be held.

The declaration provides for a special election to fill a Committee vacancy. Therefore, the Committee will call a special election to be held on May 13, 2020, to fill the vacancy. Owners also suggested the meeting be held at Dickson Hollow, rather than at the public library, and that it be held a little later in the evening so that those who work during the day have a better opportunity to attend. The Committee agreed to do so.

Following that discussion and decisions, the meeting was adjourned at 6:30.

Minutes submitted by Mary Jo Cleaver