

**Oronoque Village Condominium Association
Board of Directors Meeting
Tuesday, March 15, 2016, 7:00 p.m.
600 North Trail, Stratford, Connecticut**

The meeting was called to order by Oronoque Village Condominium Association ("OVCA") Vice President Cheryl Dwyer, acting president, at 7:00 p.m.

At Open Forum Mark Sills (551B North Trail) spoke about the Bylaws presentation and the security car. Dima Thompson read remarks from Sue Pfankuch (497B Iroquois) regarding parking, handicapped signs, snow bird communication, and voting ballots.

The Secretary, Karen Hahn, called the roll.

Present:

Officers:

President Absent

Vice President Cheryl Dwyer

Treasurer Bob Romatzick

Secretary Karen Hahn

District Representatives:

District 1	Larry Hartley
District 2	Connie Shaw
District 3	Herb Galvez
District 4	Jackie Freeman
District 5	Tom Torpey
District 6	Jerry Brown
District 7	Marilyn Coffey
District 8	No Representative or Alternate
District 9	Dima Thompson
District 10	Dave Bingham
District 11	No Representative or Alternate

Also present, Executive Manager John Staley

Cheryl Dwyer announced that she would like the Board to modify the meeting agenda.

She asked that the Ad Hoc Solar Committee be placed first on the agenda so an outside speaker did not have to stay through the meeting. Upon motion by Jerry Brown, the agenda change was unanimously approved.

Cheryl then stated that an Executive Session was being called and asked that it be placed after the Closing Forum so that meeting attendees who wanted to speak then would not have to stay until after the Executive Session. Upon motion made by Dave Bingham, the agenda change was unanimously approved.

The minutes of Jan. 19, 2016, were approved as presented.

The minutes of January 26, 2016, were approved with one correction. The minutes stated "(c) P. 4, Regarding Article IV – Standing Committees, Section 2I), Human Resources Committee, Jerry Brown

asked that it be noted that he has an outstanding request that information in that section of the Minutes be provided in writing by legal counsel.”

This was changed to “(c) P. 4, Regarding Article IV – Standing Committees, Section 3(I), Human Resources Committee, Jerry Brown requested a legal determination as to whether the board going into executive session to vote on a manager’s contract would have to vote on that contract without being able to see or read said contract.”

Cheryl read the President’s Report from Bob Grosso. Completed projects were covered, and it was stated that OVCA will have an ad in an upcoming edition of Connecticut Magazine.

The Treasurer’s Report for the six months’ period ending December 31, 2015, was read and accepted. (See attached.)

Ad Hoc Solar Committee. Chairperson Mel Holson gave a report on the new business agenda item which was consideration of installing solar panels on the North Clubhouse (“NCB”). Stefan Hartmann an employee of Ross Solar Group [‘RSG’], the company that will install the panels and package the transaction, was present and answered numerous questions from the board. It is estimated that the panels will save \$95,000 over a twenty-year period, less the cost of what is reported to be a minimal addition to the OVCA liability policy for insurance. (RSG will have its insurance broker speak with OVCA’s insurance broker to determine the cost of the insurance.) OVCA will buy power from the Connecticut Green Bank, at a fixed rate for twenty years. OVCA will enter into a lease agreement for the NCB roof with Green Bank. Adding the solar panels will necessitate OVCA’s replacing portions of the roof, which are at the end of their lifespan, at a cost of \$26,000. For the cost of the electricity, a fixed rate or an escalating rate is available; however, Mr. Hartmann said RSG recommends a fixed rate for optimal savings. The purchase rate will average \$.122, whereas the escalating rate would start at \$.111 and increase at 1.5% a year. The current electricity rate that OVCA pays is about \$.135.

Karen Hahn moved that OVCA enter into an energy purchase and roof leasing agreement with RSG and Connecticut Green Bank for a Solar Energy project at NCB at a fixed rate, contingent on the cost of the liability insurance not exceeding \$1,000 per year. Dima Thompson seconded the motion. The motion passed unanimously.

Standing Committees

Maintenance Committee. Dave Schmitt, chairman, reported on the status of Maintenance issues, which is attached. Of note, the new module of the TOPS service request program (TOPS Go) is being implemented at the Maintenance Department.

House Committee. Cheryl Dwyer reported for Steve Brieger. The report is attached.

The Architectural Committee report was given by Larry Hartley, in the absence of chairman Jim Manzolli. After a question by Dima Thompson about deck approvals, the report was accepted. See attached.

The Social Activities Committee (“SAC”) report stated that welcome packets have been developed for distribution to new residents by District Representatives. Upon discussion, it was noted that, if “District Representatives” means the actual District Representatives who sit on the Executive Board rather than the district SAC representatives, then approval of the Executive Board will be needed. (See attached report.)

Ad Hoc Communications Committee. Chairperson Cheryl Dwyer reported that (1) the committee would like to make 6 issues of The Villager (out of the 24 editions each year) larger in size with more features; (2) new advertising flyers have been developed including a small trifold that is available on demand and a

larger, more complete, packet that will especially be made available to realtors at \$3.00 a copy, which is OVCA's cost to produce; and, the Committee would like the Board to approve changing the format of the flyer inserts in The Villager to be incorporated in the body of the publication and eliminate duplicate information being published concurrently in the same issue.

Upon motion by Tom Torpey, the Board voted 11 to 1 in favor of "eliminating" the flyers by incorporating them into The Villager. (Herb Galvez dissented.) The specific language of this change is attached hereto and incorporated herein.

Ad Hoc Election Committee. Chairperson Dave Bingham gave a report for the committee. The board asked numerous questions about the topic of the report "Type of Vote: Continue Proxy Voting with Minor Modifications." After discussion, Dave Bingham moved that the adoption of the following procedure:

Type of Vote: Continue Proxy Voting with Minor Modifications:

1. A Directed Proxy for candidate voting (with candidates' names for each position in alphabetical order), allowing the voter to vote for specific candidates, shall be used.
2. An envelope addressed to the NCB Business Office shall be attached to all proxies, allowing the voter to seal his vote for privacy. A voter can stamp and send the proxy in, take it in in person, or have it otherwise delivered to the Business Office.
3. A secure ballot box shall be kept in the Business Office for all proxy votes.

The motion passed unanimously.

Unfinished Business: The addition of language to be used in the Standing Committee section of the Bylaws, and wherever else it is required (specifically Article I), was moved for vote by Jerry Brown. The language is for the creation of House Facilities, Swimming Pool Facilities, and Racquetball Facilities Committees. It is attached in its entirety to these minutes and is incorporated herein. The motion was passed unanimously.

New Business:

Bylaws Article VII Section 9 (A)(1) Jerry Brown stated he thought the language from the January 26, 2016, minutes related to this section were not correct. The board member who made the motion (Barbara Minoff) was not present at the meeting to discuss intent. Jerry moved to change the language. The consensus of the board was to take this issue up at the next meeting when the language of the current bylaws, the revised language of the Bylaws Committee, and the proposed revision language from the January 26, 2016, can all be looked at in a cohesive manner.

Executive Manager Contract Approval. Regarding a request from Jerry Brown from the January 26, 2016 meeting (see above--January 26 minutes' approval), Cheryl Dwyer read a letter to the board from OVCA outside counsel that provides legal opinion on how information related to the hiring contract for an Executive Manager is to be presented to the board. This letter is attached to these minutes and incorporated herein.

One Call Policy. Cheryl Dwyer presented a policy for use of the new OVCA One Call Now message system. After discussion, the last sentence of the policy was changed to read "Expansion of the usage policy must be approved by the board." Upon motion by Marilyn Coffey, the policy was adopted unanimously as attached hereto and incorporated herein.

The remaining new business on the agenda was presented at prior points during the meeting.

It was mentioned that the section of the Bylaws revision pertaining to "Fines," (Article VIII, Section C, must still be amended. John Staley is to confer with OVCA outside counsel to find out what is permissible by law.

Closing Forum: Lee Schlafer (136A Bison Lane) asked about one call messaging for after hours' emergencies.

Executive Session: Jackie Freeman moved that the Board go into Executive Session and the motion was unanimous approved.

Executive Session was called to order at 9:45 p.m. John Staley updated the Board with confidential information about legal matters. At 9:49 p.m. the Board returned to Regular Session.

Upon motion made by Cheryl Dwyer, the Regular Meeting was adjourned at 10:00 p.m.

Respectfully submitted,

A handwritten signature in cursive script that reads "Karen V. Hahn".

Karen V. Hahn
Secretary, OVCA