

# Oak Point II Townhouse Association Board of Directors Special Meeting

Thursday, August 11, 2022  
9 White Oak Avenue

## Minutes

The Oak Point II Townhouse Association Board of Directors met by Zoom at 12:10 PM. Present for the meeting was Board Member Roger Miner, Board Secretary Debbie Miner, and Board Member Bob Dimski via Zoom. Not present in person or via Zoom was Board Member Bobby Hightower.

Bob Dimski read the following from our By-Laws:

### ***Article VI, MEETINGS OF DIRECTORS***

***Section 3. Quorum A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board of Directors.***

Bob Dimski clarified that based on the above excerpt from the By-Laws and the fact that we have received 2 resignations from our full slate of 5 Directors, the total number of Directors composing the Board of Directors at present is 3 (Roger Miner, Bobby Hightower, & Bob Dimski). We have made multiple attempts to reach out to Bobby by email and by phone relating to this duly called meeting and he has not responded. Therefore, we will press ahead with business as we have 2/3 of the Directors present and in attendance.

Having established the presence of a quorum, Vice President Dimski acting as President, called the meeting to order.

## **MINUTES**

The minutes from the June 18, 2022 Board Meeting were presented for review and discussion. With no discussion requested, a ***motion was made by Dimski, seconded by Miner, to accept the minutes as presented. With all in favor, the motion carried.***

## **CONSIDERATION AND APPROVAL FOR CLARIFICATION OF COMPENSATION**

Roger reviewed the discussion that began at our April 9, 2022 Board meeting regarding paying for Property Management and for shifting billing services from Stone Financial to

in-house service. He stated that the theme that made the Board in favor of this was the ability to pay for better, more reliable services with existing budget resources. The changes would be revenue neutral. While the Board voted unanimously on May 21, 2022 to go forward with the plan for paid Property Management, the details of how and when to pay for such services was not spelled out. Accordingly, he asked that the Board consider the following compensation plan that recognizes the special one-time efforts made in June to get the program up and running:

Property Management Services: \$583.33 per month beginning with the month of June, 2022 and payable at the end of each month of service. (\$7,000 annual budget divided by 12)

Billing Services: \$850 per quarter beginning with the July Quarter of 2022 and payable on the 1<sup>st</sup> day of January, April, July and October. (\$3,400 annual budget divided by 4)

***Motion by Dimski, seconded by Miner to approve this clarification of previously authorized compensation for Property Management with payment being deferred until Board positions have been filled and Roger has relinquished his Board term which will expire April, 2023. With all in favor, the motion carried.***

***Motion by Dimski, seconded by Miner to approve the compensation for billing services, the same amount that was paid to Stone Financial, paid quarterly with the first payment being received for the 3<sup>rd</sup> Quarterly billing. Payment will be deferred until Board positions have been filled and Roger has relinquished his Board term which will expire April, 2022. With all in favor, the motion carried.***

## **NEW BUSINESS**

**Resignations** - Board Secretary Debbie Miner presented 2 resignations from Board Members to be made of record. Richard Burriss resigned on August 5, 2022 and Dottie Hill resigned on August 10, 2022. Bob Dimski will move up from Vice President to President of the Board. These resignations are attached hereto.

**New Board Members** – Roger brought forth the names of two Association members who have expressed a willingness to serve on the Board, Mary Ruby and Anita Augustine. They are both fulltime residents here at Oak Point II. ***A motion was made by Miner, seconded by Dimski to approve the appointments of Mary Ruby and Anita Augustine to fill the vacant terms which will expire April, 2025. With all in favor, the motion carried.*** A very warm and appreciative welcome is extended to both of these Association members.

**Special Check Signer Officers** – In order to assure the continuity of Association business being performed in the absence of Board members for various reasons, Roger referred the Board to the following section of our By-Laws:

***Article VIII, Officers and their Duties Section 4. Special Appointments  
The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board of Directors may, from time to time, determine.***

The Board President, along with the Board Treasurer have authority to sign checks. ***Roger made the motion to add our two new Board members, Mary Ruby and Anita Augustine, as well as fulltime resident Linda Harris, to serve as Special Check Signer Officers. This motion was seconded by Dimski. With all in favor, motion carried.***

There being no further business, the meeting was adjourned at 1:00 P.M.

Respectfully submitted,  
2022

Minutes approved on \_\_\_\_\_

\_\_\_\_\_  
Debbie Miner, Secretary

\_\_\_\_\_  
Board Member

*Informational addendum: The Board learned after the meeting was held that Board Director Bobby Hightower had actually submitted a resignation email prior to the meeting. A copy of this resignation is attached. Pursuant to Article VI, Section 3, the presence of the two remaining Directors constituted a quorum.*