

**NEWINGTON COMMUNITY ASSOCIATION
BOARD OF DIRECTORS' MEETING – July 6, 2016
Final Minutes of the Meeting – NCA Pool House Meeting Room**

At 7:05 PM President Elizabeth Rodriguez called the meeting to order. Board members present were President Elizabeth Rodriguez, Vice President Kevin Benore, Secretary Sarah Jernigan, Director Florence Smoczynski. Treasurer Louise Whitt and Director Mark Polansky were not in attendance.

President Comments

Welcome to the meeting, glad everyone could come.

Community Forum

A couple of underpasses in the woods behind Godolphin are completely blocked. If not cleared out some of the new paths could get washed away.

A resident wanted to discuss the architectural review on his property. He has replaced the storm door, landscaping and two sides of his fence are both completed. He feels his house looks 50% better than the other houses on his street. The Board had granted him another month in the last Board meeting. The CM will review property and verify to the Board if the list is complete.

A resident is requesting permission to park his ~25 ft. RV trailer in the pool parking lot. Secretary Jernigan mentioned a ~22' boat plus trailer that used to be parked in the parking lot, therefore it might fit.

A resident wanted to know if NCA receives any money for the cars towed in the community. She feels NCA should benefit from Dominion towing all these vehicles. It was explained that it would be a conflict of interest to receive a profit from Dominion. Another resident commented that it's an enforcement of the rules benefit for the whole community not a fiduciary benefit. It was also discussed that numbered parking spots are not deeded to the property, parking spaces belong to NCA. A resident mentioned that the CCRs state 1 parking space per unit, however, the Board several years ago decided to grant two spaces to each unit.

A resident wanted to know why there was an extra fee if you don't get your pool pass turned in by certain date. The resident does not feel she should have to be a fee on top of HOA dues. The CM explained the process involved to prepare the pool passes. To help avoid the fee, pool registration begins in March with an incentive to get them in early. If there was no deadline penalty then it would be impossible to try to process all pool passes in May and have them ready in time for the pool opening.

A resident on Marconi wanted to know who to talk to about getting trees cut down in front of home where roots are about to invade her property and pushing up her sidewalk. The Board asked if the tree was on her property, but she did not know. Secretary Jernigan stated she will review during architectural reviews on her street.

A resident commented that he has spent the last 4 months volunteering on the Newsletter Policy Committee. He has concerns about what ended up printed in the July newsletter. First, on page 10, he is concerned that the Board is calling the minutes "Special Board Meetings" and providing minutes but no recorded votes. The minutes just state "the Board agreed" with no recorded vote. Secondly, per the newly written Newsletter Policy, a letter to the Editor releases information that was discussed in an Executive Session meeting. Secretary Jernigan states that the letter in question is a clear violation of our NCA Code of Conduct. Vice President Benore stated point of order that this discussion was out of turn. The resident wanted to state in Community Forum his level of disappointment at the Board and how they've conducted business, and what was published in the newsletter.

Approval of Draft Minutes

Secretary Jernigan made a motion to accept the draft June 1, 2016 Board meeting minutes as written. Vice President Benore seconded the motion. Vote 4 yes.

Email Votes

President Rodriguez made a motion to hold an email vote on proposed proxy policy. Vote 7 yes.

President Rodriguez made a motion to accept the proposed proxy policy and proxy form. Discussion was held via email. Vice President Kevin Benore amended the motion. President Rodriguez withdrew her motion and stated the proposed proxy and form will be discussed at the July 6, 2016 Board of Director's meeting. The email vote held above is null and void as no one seconded either vote above.

General Business - Old

Proxy for the annual meetings has been updated with all comments. Clarification has been made on the

word “randomly”. Secretary Jernigan made a motion to accept the proxy policy for annual meeting as written. Director Smoczynski seconded the motion. Discussion was held on a resident’s email question on why we are restricting proxies to only other NCA members. The proxy in the past states “I do hereby grant my proxy to...” and does not specify it has to be an owner. A resident asked about the Fairfax County proxies and it was stated that they will be marked for quorum purposes only. It was decided to strike the “member in good standing” in option #3. Vice President Benore requested to amend the motion to remove “a member in good standing in #3”. Secretary Jernigan seconded. Vote 4 yes.

It was discussed and clarified that if an attorney or other non-community member is representing a member in good standing, they will not receive additional proxies. The proxies being distributed at the annual meeting will only be given to other community members. Discussion was held on clarifying the form to stress that only one of the options on the proxy form can be selected.

Secretary Jernigan requested to amend her motion to add a statement “a member may only select one option to be valid”. Vice President Benore seconded. Vote 4 yes.

Secretary Jernigan made a motion accept the proxy form with added language of previously adopted amendment. Vice President Benore seconded. Vote 4 yes.

Treasurer’s Report – Treasurer Whitt not in attendance

Community Manager’s Report - Cheryl Austin

General

- Disclosure Packets: 8451 Brainerd; 8414 Dampier, 7762 Euclid
- Charles Schwab account update
- American disposal and yard debris baggage changing next year
- Insurance claim with State Farm now closed
- Stop sign at Euclid has been replaced
- Annual meeting letter drafted, need approval to issue in the mail on or about July 12, 2016
- Envelopes, mailing labels and stamps ordered
- Fire extinguishers in pool office/pump room are out of date, CM is requesting updating immediately
- Tree arborist has reviewed NCA trees
- Grill in pool grassy area rusted out, removed broken grill in process of looking into a replacement
- Playgrounds repairs started Wednesday, today and expected to be completed by Friday 7/8/16

Resident Complaints/Issues/Comments

- Resident concerned that photos are being taken of property during Architectural reviews, concerned about privacy, wanted to know if this was standard practice
- Resident complained that dead branches are hanging over sidewalk and parking spaces on Brandeis
- Power outages on Brandeis repaired
- Residents on Luce have complained feral/wild cats are getting into trash, defecating in front yards
- Resident on NCA path near Godolphin was confronted by an unleashed medium sized black dog. A man in mid-20’s appeared after a while. Resident reminded him of Fairfax County leash law, man was very abusive in response.
- Another resident complained of a lot of feral cats on Red Ash Court – how can we get rid of them?
- Resident wanted to know policy on storing a dumpster in front of home for interior work
- Another RV parking lot request
- Resident complained that neighbor’s front and backyard is a mess; uses their trash can to throw trash away in lieu of buying their own
- A resident’s taxi was towed, he doesn’t think a taxi should fall under the definition of commercial vehicle
- Trees down at Northumberland and Rolling Road, Brandeis, Moline and Gwendydd
- New residents seeking general information about the community, use of pool, exterior forms, etc.
- Insurance company called regarding their clients car being towed, what is our towing policy
- Broken mailbox key, spare key not working
- Visitor parking shortage on Moline, residents who **do not** live on Moline are using visitor spaces
- Visitor parking shortage on Luce, residents parking their all the extra vehicles in visitor spaces which does not leave spaces for actual visitors
- Kids riding in streets on Kitchener, asked to put a reminder in newsletter
- A tire left out on Brandeis
- A resident complained that the grounds crew blew debris and rock(s) hit their vehicle
- A dog on Kitchener left a mess on the sidewalk, resident did not bother to pick it up, asked for reminder in the newsletter
- A resident complimented the grounds crew – says they do a nice job and offers them water
- Residents on Godolphin and Finlay reported men walking around who claimed to be inspecting tree
- A resident inquired if we could inquire about a reciprocity with pool passes between the Saratoga pool and the NCA pool.

CM had a new business item that came in after meeting agenda had been finalized. A common ground tree came down on Brandeis Way. Blade Runners tree report was provided to the Board, however, it was stated the

review of the Blade Runners tree report should be under New Business for next month's meeting. Secretary Jernigan made a motion to remove the partially fallen tree on Brandeis common ground for no more than \$1,650.00. Vice President Benore seconded. Vote 4 yes.

Planning and Development – Lou Tobat

Mr. Tobat attended two VDOT meetings. The first meeting was to review the Fairfax County corridor study. The second meeting addressed the widening of Rolling Road from Fairfax County Parkway to Old Keene Mill Road. The study on the 31 miles of Fairfax County Parkway include issues on signs that are not visible at night and exits. The long term plan is to upgrade parkway to six lanes with HOV. There was discussion of widening Rolling Road at parkway towards Old Keene Mill Road into 4 lanes with bike lanes. A resident who also attended the VDOT meeting said that this side of Rolling Road south of the parkway is not on the 6 year plan. The comment period ended today. The focus will be from Greely to Old Keene Mill Rd first with a traffic light. They will eventually have two left lanes turning from Rolling onto Old Keene Mill and extend the right turning lane from Rolling onto Old Keene Mill

Newsletter Committee – President Rodriguez handed out a draft newsletter packet to the NCA Board and community members. Discussion was held on whether this should be a policy or a procedure. It was discussed about including website and social media and calling this a Communication procedure. At the August meeting, the Board can vote on this.

Bylaws Committee – Secretary and Committee Chair Jernigan requested a committee meeting and is waiting for response. Secretary and Committee Jernigan was unable to complete review of the attorney's comments in time for the July newsletter and apologized to the community for the confusion. The Bylaws will be printed in the August newsletter, available online, and a special notice will be included with the Annual meeting letter.

Vice President Benore asked and it was confirmed that the Bylaw changes will be voted on one-by-one.

General Business – New

2015 Draft Audit – was emailed separately to the Board for advance review due to the size of the package. Treasurer Whitt replied via email that she had no comments on the Audit. Secretary Jernigan made a motion to accept the draft audit as written. Vice President Benore seconded the motion. Vote 4 yes.

NCA Employee Evaluations – President Rodriguez stated that she is starting the annual employee evaluation. She suggested that the Assistant CM be completed now and that the CM will be reviewed on her six month. President Rodriguez will ask for input from the Board prior to the formal employee evaluations.

Architectural Guidelines – NCA Board received an exterior project form to concrete entire backyard of a townhome. Secretary Jernigan has an issue due to storm water management issues for neighbor's backyards. She tried to deny this recent request, but Fairfax County does not require a permit to extend just a patio. She would like to propose updating NCA Architectural Guidelines to not allow this going forward.

Secretary Jernigan made a motion to update the Architectural Guidelines for patio enclosure to include total area of patio enclosure, patio, decks, sheds must not encompass more than 50% of the established yard. Vice President Benore seconded. Vote 4 yes.

Annual meeting agenda – The Bylaws presentation needs to be added to the agenda before elections. Discussion was held when the newly voted Bylaws changes will take affect at the meeting. There will be two elections. No motion required to approve the agenda.

Meeting Room – tabled until August meeting.

Newsletter Printing – NCA newsletter printing company had a suggestion to save us money. If the number of pages are divisible by 4 then it can be printed booklet style. Otherwise printed as usual (stapled in the upper left corner). This could potentially save ~\$40/month when printed booklet style. Board agreed to use this process when it makes sense.

Traffic Calming Measurers – discussion was held on Saratoga's recent efforts to deal with speeding on their residential streets. NCA Board decided that these measures do not impact NCA directly, Northumberland is a state street. The community and Board felt it was more effective when a police officer sits on this street.

Code of Conduct Discussion – Secretary Jernigan commented as a Board member Treasurer Whitt should not have written the Letter to the Editor in the July newsletter. Per Section II of the Code of Conduct, Duty for Respect of Board, it clearly states that once the Board formally votes on a matter no member of the Board shall engage in an unauthorized activity which undermines the Board. Vice President Benore wanted to clarify that the Board voted for a reprimand however the letter written to her used the word admonishment. There is no definition of admonishment in the Code of Conduct. Therefore, her Letter to the Editor was making a clarity to the community that was technically correct.

A resident commented that the September minutes do not reflect her letter. There is no vote in the September minutes and if there was, it should be recorded. If the Board votes to do something, it's a public record. She is stating something in the Letter to the Editor that no one in the community is aware of.

Vice President Benore wanted to make a couple of statements that the Board has corrected the September minutes to call them Special Board Meetings. He continued that the Board did move into Executive Session in error and that the letter of reprimand was mislabeled as admonishment, however, the resulting document is what came out of Executive Session and that was not privileged information. He stated that if she chose to share that letter, that's her decision. If the Board would have shared it, the Board would have been in violation. Vice President Benore does not feel she is in violation of the Code of Conduct for sharing the result of something. He continued to state that Treasurer Whitt did not mention names and did not 'disagree' with the Board's decision. Vice President Benore stated that no formal complaint has been done in writing via a certified letter. Vice President Benore mentioned that if there is a question about a Board member or their ability to serve, there is an appropriate action for the community to remove a Board member. There is not an appropriate action for the Board to remove a Board member. The Board has the ability to do a private reprimand all the way up to a suspension of the Board member for two months.

A resident stated that from an HR perspective you don't put it out in public that you have done something wrong and that her Letter to the Editor should have been written from her as a community member, not as a Board member.

Another resident mentioned that he was reprimanded at work once, the HR department could not share what was in his letter. However, he had every right to share that with his co-workers if he choose to do so.

Vice President Benore commented that if there are Code of Conduct violations they should be addressed every single time.

A resident commented that the September 30 minutes do not reflect a vote and also requested to make an appointment with CM to review the HR file to see the grievance file. In the June minutes, the Board made a motion that the HR file is only available to the current sitting Board.

Secretary Jernigan stated that per page 2 of the Complaint Policy, Section C, the fully completed sign and dated complaint should be mailed or otherwise delivered. It was delivered to the Board via email, if it was delivered to the Board. Why would that not be a recorded complaint? Vice President Benore stated that the Policy should be updated to include email communications.

A resident wanted clarification on the HR file in the NCA office and if he can have access to it. Vice President Benore stated that on page 2 of the June minutes (in Board meeting packet), the Board voted that the HR file would only be accessible by the sitting Board. The resident wanted to know if the Board received a legal opinion on the HR file and Vice President Benore stated no. There was discussion on the purpose of an HR file since there is a distinction between an employee and a volunteer. Vice President Benore stated that it's to protect the employee. A resident commented the letter to the Board member should not include the name of the employee, it was a Board action against a Board member, and does not feel it's part of the HR file and should be a public record as it relates to the vote taken. A resident said it is hard to dispute her facts if the community can't see and feels it's a one-sided story.

Vice President Benore stated his opinion that if a private reprimand option causes too much grief in the community, and that the community always wants to know if there is an issue with a Board member then the private reprimand should be removed from the Code of Conduct policy. That is a future action we can take but it is a separate issue.

Secretary Jernigan quoted the Bylaws, section 3 removal of a Board member. There must be written notice to the Board member 15 days in advance of the meeting. A community member has requested the Board send written notice to Treasurer Whitt that her removal has been proposed for the upcoming annual meeting. Vice President Benore stated that this item will need to be added to the annual meeting agenda.

Vice President Benore made a motion to go into Executive Session to discuss an attorney and financial matter at 10:00 PM. Director Smoczynski seconded. Vote 4 yes.

Vice President Benore made a motion return to open meeting at 10:19pm. Secretary Jernigan seconded the motion. Vote 4 yes.

Vice President Benore made a motion to amend the September 30, 2015 minutes to change the third paragraph to "The Board voted for a private written reprimand per Section V - Enforcement of NCA Code of Conduct. Vote 5 yes." President Rodriguez seconded the motion. Vote 3 yes, 1 abstain (Jernigan).

Vice President Benore made a motion to adjourn the meeting at 10:24 pm. Director Smoczynski seconded. Vote 4 yes.