**Open Session Board Minutes**

**Providence Hills HOA Board of Directors Meeting**

**May 20, 2024**

Meeting Location: Clubhouse (2663 Providence Hills Drive)

Participants:

Present: Taryn Burns, Jose Diaz, Andrew McDermott, Mark McKain, Mujeeb Shah-Khan (arrived at 7:05)

Absent: None

Guests: Mickey Bumgardner & Jamie Williams (Bumgardner Association Management), 9 residents

Board Meeting – Open Session

1. Call to Order
   1. The meeting began at 7:02 p.m. by Jose Diaz.
2. Roll Call

All are present.

1. Reading and Approval of Minutes
   1. The April meeting minutes have been approved and posted to the website for community access.
2. Reports of Officers
   1. President (Jose Diaz)
      * None, outside of agenda.
   2. First Vice President (Mujeeb Shah-Khan)
      * None, outside of agenda.
   3. Second Vice President (Taryn Burns)
      * Starting to look in the Architecture Review Committee process; will coordinate with Andrew for access to existing documentation.
      * Great turnout on the Tuesday night pickleballs. The attendees have started a GroupMe for those that have been frequently attending. More are welcome!
   4. Treasurer (Mark McKain)
      * None, outside of agenda.
   5. Secretary (Andrew McDermott)
      * The left clubhouse thermostat had been set at 62 degrees, switched from warm mode to cool mode, on May 16; this was felt at the May 13 board meeting. The thermostat has been changed to Warm to 78 – but we may see a higher utility bill.
      * Emails reaching 95.3% of houses; 12 houses have no valid email address on file.
      * Tree removal was seen today at the McKee Road Extension NC Department of Transportation project; tree removal will occur of the next 3 weeks.
3. Reports of Committees
   1. Adult Social Committee (Sharon McGowan)
      * Next planned event: Water Aerobics starting June 12 on Wednesdays, from 7:00 pm to ~7:45 pm. HOA cost is $60/week or session.
   2. Architectural Review Committee (Bob Armet, transitioning to Taryn Burns)
      * One request received in the past month.
   3. Children’s Social Committee (Katie McDermott and Shannon Vo)
      * Next event: Rubber Duck Rodeo, Saturday, 12:15 pm.
   4. Community Social Committee (Amy Gemereth)
      * 2024 Friday Pizza Parties are scheduled for June 21, July 26 and August 16.
      * Next event: Memorial Day Cookout, Saturday, 12-2 pm.
   5. Holiday Decorations (Liz Thomas)
      * Nils Andersen installed the zinc eyelet screws to hold the decorations at the main entrances. No bill received to date.
      * The tentative decorations plan has been added to our calendar on our website for homeowner awareness and has been shared with Bumgardner Association Management for clubhouse reservation awareness.
      * Upcoming neighborhood decorations:

|  |  |
| --- | --- |
| May 19-July 6 | * Clubhouse Doors: Patriotic decorations * Neighborhood Entrances: Patriotic decorations * Inside Clubhouse: None |

* 1. Neighborhood Message Boards (Doug Smith)
     + Purchased another box of letters, as discussed last month.
     + Working on obtaining quote to replace the board at McKee Road entrance.
     + Will do his best to post updates as soon as possible.
  2. Pool Committee (Jessie Alkemeyer)
     + Performed walk through of the pool deck prior to opening. Recommend the following actions be taken prior to pool opening:
       1. Flood light above left clubhouse door, from pool deck, is out
       2. Overhead light above poolhouse water fountain does not work
       3. Apparent trim issues on ceiling above lifeguard table
       4. Floodlight from clubhouse to pool does not work
       5. Ceiling light in womens’ bathroom in poolhouse is out
       6. Sink faucet leaks water in womens’ bathroom
       7. Drywall holes in womens’ bathroom
       8. Broken outlet cover in pool supply closet
       9. Missing wastewater pipe in poolhouse water fountain
     + The Board will take a look the “easy” items, and will pass the remaining items on to a handperson.
  3. Social Media Committee (Katie McDermott)
     + Reach out if you have neighborhood news that needs to be communicated through our social media!
  4. Welcome Committee (Liz Thomas)
     + Event:
       1. Spring Fling event held on April 28. 40 residents showed up and provided great feedback.
       2. Next event: TBD
     + Real Estate/Welcome
       1. Email addresses received for 3401 Savannah Hills.
       2. 2825 Hampton Glen was under contract on April 1; expected closing early June.
       3. 3305 Danhill was under contract on May 6; expected closing June 10.
     + Email sent on April 25 to solicit new committee chair; will continue to seek a chair.

1. Old Business
   1. Automated External Defibrillator (AED)
      * The Board will be coordinating with Carolina Pool Management on free training for up to 10 people following pool opening season. We will revisit in the June meeting.
      * Matt Crowley provided a quote of $150 to mount the AED outside, along the shared wall with the clubhouse women’s restroom. He expressed uncertainity if the AED container is waterproof enough to keep outside.
        1. If we move to outside, Bumgardner Association Management will update documentation and notify clubhouse renters of the new location.
      * **MOTION:** I move to adopt a contract with Matt Crowley to install an AED mount on the exterior of the clubhouse by the women’s restroom and moved the AED at a quoted price of $150.
        + 1. Motion made by: Mujeeb Shah-Khan
          2. Seconded by: Mark McKain
          3. Vote: All in favor
   2. McKee Road Extension Impact

Background

* + - As part of the McKee Road NC DOT project to extend McKee Road, our landscaping, inground irrigation, electrical, and eastern sign on Providence Hills Drive may be displaced.

Actions

* + - Trying to have Colliers Engineering fully stake out their construction zone so we can fully understand what needs to be coordinated (ex. in ground irrigation).
  1. Code of Conduct Update

Background

* + - In 2023, we determined we should look in to a Code of Conduct document. A working draft of the document has been created.

Actions

* + - 2024 Pool Rules
      1. North Carolina Planned Community Act requires that a (permanent) removal of amenity requires a hearing.
      2. Jose recommended the following changes to the rules that were previously approved:  
         CURRENT  
         **Rule Enforcement**: Lifeguard(s) will enforce all rules. One compliance may result in expulsion. **Two** daily expulsions will result in a letter from the PHCA Board. **Three** expulsions will result in expulsion from the pool for the remainder of the season. Anyone caught in entering or vandalizing pool property will have their pool privileges revoked.  
         **Suspension of Pool Privileges**: The Providence Hills Community Association (PHCA) and its agent, Carolina Pool Management manager and lifeguards, have the right to suspend or expel swimming pool users from use of the swimming pool amenities for failure to comply with the pool rules.  
         PROPOSED  
         **Rule Enforcement**: Lifeguard(s) will enforce all rules. One non-compliance may result in expulsion. **Two** daily expulsions will result in a letter from the PHCA Board. **Three** expulsions will result in expulsion from the pool for the remainder of the season. Anyone caught in entering or vandalizing pool property will have their pool privileges revoked, however a particular egregious event resulting in expulsion could lead to pool privileges being revoked.  
         **Suspension of Pool Privileges**: The Providence Hills Community Association (PHCA) and its agent, Carolina Pool Management manager and lifeguards, have the right to suspend or expel swimming pool users from use of the swimming pool amenities for failure to comply with the pool rules. Any suspension would be temporary pending a hearing with the Providence Hills Board of Directors.
      3. Motion to adopt language in to pool rules made by Jose Diaz, seconded by Mujeeb Shah-Kahn. Approved by all.
      4. **MOTION:** I move to accept the drafted changes to the 2024 Pool Rules.
         1. Motion made by: Jose Diaz
         2. Seconded by: Mujeeb Shah-Kahn
         3. Vote: All in favor
      5. This will be emailed out to all residents for awareness. We will also work with Carolina Pool Management to include language on the sign in sheet about “by signing in, you agree to the pool rules”
    - Code of Conduct
      1. Mujeeb provided an overview of the draft documentation.
      2. Discussion guidance is to vote on this document and approve it, knowing that it may need to be adjusted. This would be a Board policy, so will need a Board vote in the future if and when to change.
      3. Attorney approval is not needed.
      4. We agreed to table this until the June meeting for vote. This will be shared with the neighborhood following the vote.
  1. Storm Drain Dry Creek

Background

In 2023, we received resident concern about the impact of dry creek maintenance on the downstream properties in our neighborhood. We received multiple options of support from Charlotte Mecklenburg Stormwater Services:

* + - Making a presentation to the neighborhood
    - Handouts for the neighborhood
    - Participation in the Adopt-a-Drain and Adopt-a-Stream program(s)

Actions

* + - We determined our path forward is to gather persons of contact for Mecklenburg and Union County coverage and share the information with the residents.
  1. 2024 Pool Deck Access System

Key Tag System

* + - Bumgardner Association Management has mailed out the pool pass registration form for our key tag system; it is also available on our website.
    - Bumgardner Association Management was onsite on May 10 distributing passes and will also be onsite on Saturday from 10-2 to hand out passes.
    - Any remaining passes or additional Pool Use Form submissions will have passes mailed to the homeowners.

Member Splash Pilot

* + - In March, voted to adopt a pilot program of MemberSplash through the remainder of 2024.
    - The vendor has turned the site access over to us, and the Board has been provided credentials. The board will internally discuss the “kinks” seen this week. From there, a communication plan will be determined for the pilot.
    - We have initiated the utility change to support internet for the pilot.
      1. Spectrum is being set up for phone and internet at $159.97/month. The phone number will not change.
      2. Windstream will be cancelled once Spectrum is set up.
    - We do not currently have an internet policy in place, and internet use at the clubhouse and pool has been a frequent topic of conversation.
      1. **MOTION**: I move to adopt a policy wherein the internet obtained as part of the approved pilot is password protected and restricted to the use of amenities not shared with the community at this time.
         1. Motion made by: Andrew McDermott
         2. Seconded by: Jose Diaz
         3. Vote: Andrew, Mujeeb, Mark, and Jose voted in favor. Taryn voted against.

Point of Contacts

* + - Following the events that took place last year, we discussed updating our points of contact for Carolina Pool Management should any issues arise. Recommend to provide the following:
      1. For any feedback (ideas, equipment, etc.): Jessie Alkemeyer
      2. For any issues: Jose Diaz
    - Jaime will provide contacts to Carolina Pool Management.
  1. Three/Five Year Vision of Community Projects

Background

* + - In recent meetings, we committed to collecting community input and publishing a 3- or 5-year project plan, with expected dues increases incorporated.
    - On May 13, we held a community working session to draft the next revision of this. The board resolved to come up with a Top 10 list tonight, from which a ranking survey will be distributed to the neighborhood.
    - A discussion occurred about the principles of collecting money vs. planning work vs. money management.

Actions

* + - MOTION: I move to table this topic to a later meeting when we have more time.
      * 1. Motion made by: Mujeeb Shah-Khan
        2. Seconded by: Taryn Burns
        3. Vote: Approved by all.
  1. Community Yard Sale Feedback
     + In the April board meeting, Doug Smith volunteered to facilitate a neighborhood yard same on May 18.
     + Only 9 houses participated.
     + Feedback is that we should select the same weekend every month and get notice out sooner.
  2. Common Areas Maintenance
     + Community Roses – Diseased?

Background

* + - 1. In the March meeting, we discussed a resident concern about the clubhouse roses being diseased.
      2. Gomez Landscaping provided a quote of $975 for replacing the roses with camellias in front of the clubhouse. The suggestion from residents is this may be overpriced. Bumgardner Association Management has followed up with Gomez to get a breakdown of what the cost detail is.

Actions

* + - 1. Liz Thomas has taken care of the flowers. No action needs to be taken.
    - Irrigation System Repair

Background

* + - 1. In April, we noted there may have been damage to our in ground irrigation system as part of City of Charlotte sidewalk enhancement work. We asked Gomez Lawn and Landscape to verify if there was any damage.
      2. Gomez Lawn and Landscape inspected and found there was no damage from this, however, 9 sprinkler heads (2 McKee, 7 Pleasant Plains) have small cracks and should be replaced. Cost would be $1,550.

Actions

* + - 1. **MOTION:** I move to adopt a contract with Gomez Lawn and Landscape to replace the nine cracked sprinkler heads, at a quoted price of $1,550.
         1. Motion made by: Mujeeb Shah Khan
         2. Seconded by: Jose Diaz
         3. Vote: Approved by All
    - Playground Timber/Mulch Replacement

Background

* + - 1. In prior meetings, we discussed the deteriorating condition of the timbers and mulch around the playground. In April, Gomez Lawn and Landscape provided a quote of $5,782 for perform this.

Actions

* + - 1. This will be revisited in a future month.
    - Routine Exterminator Maintenance

Background

* + - 1. In April, we had an exterminator come to the pool house to address the rat feces found. The exterminator recommended we should have our facilities treated quarterly and would provide a quote for this service.
      2. Charlotte Pest recommends quarterly service: $160/quarter for spiders, wasps, and rodents. +$40 to also treat for fire ants.
      3. On May 16, it was found that there is evidence of ants in the clubhouse – which would be included in the quarterly service.

Actions

* + - 1. **MOTION:** I move to adopt a contract with Charlotte Pest to provide quarterly service for ants, rodents, wasps, and spiders at the clubhouse, pool, poolhouse, tennis courts, playground, and parking lots at the current price of $200 per quarter.
         1. Motion made by: Jose Diaz
         2. Seconded by: Mark McKain
         3. Vote: Approved by all
    - Tennis/Pickleball Court Light Repair

Background

* + - 1. In early May, it was reported that the glass on one of the tennis/pickleball court lights was broken.
      2. Dove Electrical, who installed these a couple of years ago, will replace this for us. Dove Electrical needs to know if all lamps should be replaced while he has the lift out, as this would brighten everything up and it has been a few years.

Actions

* + - 1. This is will be revisited in a future meeting.

1. New Business
   1. Semi-Annual HOA Meeting
      * We previously discussed consolidating the July (22) or August (26) monthly board of directors meeting with the semi-annual HOA meeting. Do we still want to proceed?
        1. **MOTION:** I move to amend the previously adopted 2024 Board of Directors meeting schedule as follows:

a. Approve the addition of a new semiannual community meeting to be held on July 21, 2024.  
b. Cancel the regularly scheduled board meeting on July 22, 2024, in light of the new meeting on July 21 at 6 pm.

* + - * 1. Motion made by: Andrew McDermott
        2. Seconded by: Jose Diaz
        3. Vote: Approved by all
  1. Landscape Committee
     + In the April meeting, an idea was raised of a Landscape Committee – residents can provide input to the landscape decisions within the neighborhood, such as plant purchases. How do we want to proceed?
       1. This will be revisited in a future meeting.
  2. Unadmitted Pool Deck Entrances
     + In recent weeks, we have received multiple reports of unadmitted entrances to the pool deck. How do we want to proceed?
       1. For the moment, we will ask residents to reach out to us or the lifeguards or Union County Sherriff’s Office.
  3. North Carolina Secretary of State’s Office Business Registration
     + Nonprofit Corporations are required to register with the NC Secretary of State’s Office prior to conducting business in North Carolina. Organizations that do not keep their registration up to date could miss a service of process, fail to receive important information, or face fines, penalties, or forced dissolution of the organization.
     + We found that Providence Hills Community Association, Inc. is listed with a registered agent associated with John Wieland at an address that no longer exists. Bumgardner Association Management has initiated an update with our attorney, Chris Karrenstein, to address this.

1. Open Forum
   1. A resident inquired if we could get replacement locks for the tennis courts. There were “kids” getting dropped off – but there was no question of if they lived in the neighborhood. Jose will purchase these.
   2. A resident expressed concern about company trucks, cars with wraps, and other rules that are not being enforced. The feedback is to have residents submit photo evidence to address issues if they report it.
2. Announcements
   1. The June Board of Directors meeting is scheduled for June 24 at 7 pm at the Clubhouse.
   2. There are opportunities to get involved within the neighborhood. Inquire if interested!
   3. Three positions on the Board of Directors will be up for election on January 26, 2025. Inquire if interested!
3. Adjournment
   1. Motion to adjourn the Open Session and move to Executive Session made by Jose Diaz.  
      Seconded by Andrew McDermott.  
      Vote unanimous.
   2. The meeting ended at 9:08 p.m.

**DRAFT**

PROVIDENCE HILLS COMMUNITY ASSOCIATION

CODE OF CONDUCT

FOR BOARD MEMBERS

The Providence Hills Community Association (The "Association") Code of Conduct For Board Members defines the standard of conduct that is expected of Board Members and establishes the Association’s commitment to integrity and the highest ethical standards.

The Board of Directors has approved the following Code of Conduct for its members; the Code of Conduct serves as a guide to make ethical decisions and to uphold a high standard of conduct in the performance of Association business. Compliance with the Code of Conduct is required to build and maintain trust, foster community relationships, and enhance and protect the reputation of the Association and the community it serves.

The following principles and guidelines constitute the code of conduct:

**Potential Conflicts of Interest**

No Board member shall accept any gift or favor made with intent of influencing decisions or action on any official matter.

No Board member shall solicit or accept, directly or indirectly, any gifts, gratuity favor, entertainment, loan or anything of monetary value from, a person who is seeking to obtain contractual or other business or financial relations with the Association, unless full disclosure is made to the Board of Directors and the membership of the Association.

No Board Member may provide any bid specifications including but not limited to costs, labor, materials and or components to any contractor or vendor prior to said contractor or vendor receiving a Request For Proposal [RFP] from the Association.

No Board member shall enter into a contractual agreement with any vendor, contractor or sub-contractor currently under contract with the Association.

No Board member shall receive any compensation from the Association for acting as a Board member, other than normal reimbursement of expenses on behalf of the Association.

No Board member shall willingly misrepresent facts to the residents of the community for any reason, including but not limited to advancing a personal cause or influencing the community to place pressure on the Board to advance a Board member's personal cause.

The Association will make no contributions to any political parties or political candidates.

**Treating Others with Dignity and Respect**

No Board member shall engage in any writing, publishing, or speech making that defames any other member of the Association Board or resident of PHCA Community Association.

Members of the Board will conduct themselves in a respectful manner to other members of the Board, Management Company personnel and homeowners. Board Members will not publicly or privately ridicule anyone. The President or his/her appointed designee is the only individual authorized to speak on behalf of the Association.

**Interference in Business Matters**

No Board member shall interfere with the system of management established by the Board of Directors of the Association.

No Board member shall interfere with duties of any staff member of PHCA Community Association and its Management Company.

No Board member, except for the President, will assume or is vested with any authority to direct a member, contractor, agent or employee of the Association. The authority of Board members is limited to the vote upon policies of the Association and participation in the meetings of the Board.

A Board member must, after a vote, support the decisions of the majority of the Board regardless of the position that Board member has taken at the time of the vote.

Discussions and deliberations of the Board shall be free of any political affiliations.

**Confidentiality**

A Board member must uphold his/her fiduciary duty to the Association in addition to upholding a duty of care, a duty of loyalty and a duty of confidentiality.

Confidentiality of other Board member’s personal lives, all resident’s personal lives as well as employee’s personal lives will be protected by the Board officers.

**Respect for the Law**

Any Board member under investigation for a felony will be given a leave of absence from the Board of Directors during the investigation and trial period.

Being convicted of a felony will be deemed immediate resignation as a member of the Board of Directors or as an officer of the Association.

**Personal Commitment**

A Board member who misses three (3) regular Association meetings beginning from the Annual meeting to the subsequent Annual meeting shall be subject to removal by the majority vote of the other members of the Board of Directors.

I understand that I have various duties to the Association and that I will be in breach of such duties if I divulge confidential information to persons who are not on the Board of Directors.

I further understand that these duties extend into the future so that I will be bound by this confidentiality requirement even after I no longer serve on the Board of Directors.

In addition to any other remedies that may be available to the Association in law or in equity, any Board member who violates this code of conduct or refuses to sign the code of conduct agrees to immediately resign from the Board.

In the event a Board member refuses to resign after violating this code of conduct, then the remaining Board members may vote to determine whether the code of conduct has been violated. If a majority of the Board determines that the code of conduct has been violated, then such a finding shall be entered in the meeting minutes, and the decision shall have the same impact as if the Board member in violation had submitted a formal resignation.

No provision of this Agreement can be rescinded, altered, and or amended without a majority vote of the members of the Board of Directors.

President Date

First Vice President Date

Second Vice President Date

Treasurer Date

Secretary Date