

BRANDERMILL COMMUNITY ASSOCIATION, INC.
BOARD OF DIRECTORS MEETING MINUTES
June 5, 2017

1. Call Board Meeting to Order – The June 5, 2017 BCA Board of Directors Meeting was called to order by President Charlie Davis at 7:00 PM at The Brandermill Church Fellowship Hall, 4500 Millridge Parkway, Midlothian, VA 23112. Directors Charlie Davis, Bob Friedel, Bob Gregory, Frances Hillman, Ann Hunt, Tony Nardella, and Greg Pearson, General Manager Cynthia Wright, and Recorder Judy Agee were present.
2. Director Pearson led the meeting with the Pledge of Allegiance.
3. Approval of Agenda
MOTION: Second Vice-President Hillman moved to approve the Agenda, as revised to address Item 6. Annual Scholarship Award after this item.
MOTION SECONDED: Director Pearson
MOTION CARRIED: Unanimously approved.
4. Annual Scholarship Award – President Davis presented the BCA Third Annual Scholarship Award to Joshua Souders, Brandermill resident (Poplar Grove) and Senior at Clover Hill High School, who will major in music education at James Madison University. President Davis congratulated Souder for his accomplishments and awarded him a scholarship check of \$1,000. Souder’s parents, Michael and Angela Souders, were also present, including Dianne Cardea (Hickory Nut), who has worked with Dianne Smith, Chesterfield County School Board (not present) in setting up this scholarship to recognize outstanding Brandermill students.

Approval of Agenda - continued

ADDITIONAL MOTION: Director Pearson moved to include on this month’s agenda the board’s request that Chesterfield County complete its inspections of waterfront docks and buffer zones, and offering free use of the BranderBelle pontoon boat, if needed.

MOTION SECONDED: Second Vice-President Hillman

Discussion: President suggested that the topic be carried to next month’s agenda.

MOTION FAILED: Directors Hillman, Hunt and Pearson approved and President Davis and Directors Friedel, Gregory and Nardella opposed.

ADDITIONAL MOTION: Director Pearson moved to include on this month’s agenda further discussion on the appeal of the Fortune’s Ridge property considered at the May 1 Board meeting.

MOTION SECONDED: Second Vice-President Hillman

Discussion: Treasurer Gregory asked if the Board had formally done anything in reaching final determination of this property. Director Hillman stated that the Board had established a consensus to write a letter to the property owner stating that the BCA Board was in agreement with the ARB’s decision. Treasurer Gregory noted that the Directors had not voted on the issue.

MOTION FAILED: Directors Hillman, Hunt and Pearson approved and President Davis and Directors Friedel, Gregory and Nardella opposed.

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ADDITIONAL MOTION: Director Pearson moved to add to this agenda to discuss asking the General Manager and BCA staff to organize a town hall meeting with the NRC chair acting as moderator, fielding questions for the General Manager and Board members.

MOTION SECONDED: Second Vice-President Hillman

MOTION FAILED: Directors Hillman, Hunt and Pearson approved and President Davis and Directors Friedel, Gregory and Nardella opposed.

ADDITIONAL MOTION: Director Pearson moved to add to the Executive Session agenda a discussion of the working relationship of the BCA Board President and General Manager.

MOTION SECONDED: Second Vice-President Hillman

MOTION FAILED: Directors Hillman, Hunt and Pearson approved and President Davis and Directors Friedel, Gregory and Nardella opposed.

ADDITIONAL MOTION: Director Pearson moved to change a discussion item from Executive Session to open session.

President Davis called for a point of order, this motion was not considered for open session, and failed.

ADDITIONAL MOTION: Director Pearson moved to change discussing Item 3 from Executive Session to the open session.

President Davis called for a point of order, this motion was not considered for open session, and failed.

ADDITIONAL MOTION: Treasurer Gregory moved that Director Hillman be added as a check signer to all BCA accounts held at Union Bank.

MOTION SECONDED: Director Pearson

MOTION CARRIED: Unanimously approved.

5. Consideration of Minutes of the Annual Organizational Meeting and Regular Board of Directors Meeting of May 1, 2017

MOTION: Director Hunt moved to approve the Minutes of the Annual Organizational Meeting and Regular Board of Directors Meeting of May 1, 2017, as amended.

MOTION SECONDED: First Vice-President Nardella

MOTION CARRIED: Directors Davis, Friedel, Gregory, Hillman, Hunt and Nardella approved. Director Pearson abstained.

6. Member Voice - Erin Collins (Oak Springs) and NRC Chair announced the NRC will hold its next meeting in a social format at Steam Bell Brewery on Thursday, June 15, 2017, 5:30-7:30 pm. Chair Collins thanked all in attendance at the NRC Town Hall meeting held on May 11, 2017 and noted Manager Wright did a great job fielding questions, which provided a lot of discussion about pools and common areas. She noted the NRC reps are receiving concerns from residents of their dismay regarding the various delays for the pools opening and had positive comments regarding Manager Wright's accessibility to providing information of their concerns. Chair Collins requested a formal statement in the BCA Board May meeting

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regarding granting an easement to the County, and in particular the written details of the \$1 valuation and had not yet received a response. President Davis responded the easement was 0.006 of an acre that is located in Harbour Pointe where the County has a sewer main which the County indicated that a sewer line rupture would impact Brandermill and Woodlake and allow raw sewage to enter the reservoir. This situation provided a sense of urgency for the Directors to make a decision on the easement. Manager Wright indicated that she will give the information to the NRC when the County responds as to how they valued the property.

7. Reports

A. President – President Davis provided commentary about the issues in Brandermill to come together amidst the global strife around us.

B. First Vice-President – First Vice-President Nardella will give a report in Item 8. regarding the BCA Commercial Design Standards.

C. Treasurer – Discussion of Code of Conduct to include Conflict of Interest – Treasurer Gregory noted he was pleased to hear Manager Wright’s report that the pool memberships have increased and are ahead of last year’s memberships. Treasurer Gregory reported the Finance Committee has concern that the Association’s legal fees are approximately \$27,000 over budget year-to-date.

Treasurer Gregory provided a draft of the Code of Conduct which includes Conflict of Interest for review by the Directors and Manager Wright, and presented for residents’ feedback. Treasurer Gregory and First Vice-President Nardella agreed that this type of document requires specific information so that it would not be open to any different interpretation. This document would apply to BCA Directors, committee members, and staff as well. Manager Wright reported there are three parts of this document: Code of Conduct for the Board of Directors, as the elected governing body, the Committee Members, and the Staff has a different document since they are controlled by the employee handbook.

Director Pearson asked for the reporting frequency of accounts receivable, with Manager Wright responding it is quarterly but needs to be monthly. She reported that a separation of duty system is in place where a staff person will post accounts receivable receipts and the Controller will post the payments.

Manager Wright provided an updated pool membership report which indicated less memberships and more income as compared to last year, and she noted approximately one-third are non-Brandermill memberships.

D. Members of the Board – There were no reports.

E. General Manager – General Manager Cynthia Wright reported she and Community Services Director Jennifer Strader reviewed with the pool contractors the prep work (plaster removal and preparing the pool walls for replastering) done at Harbour Pointe and St. Ledger’s pools. She stated the next step will be the application of the bonding agent, which is a weather-related process, and then new plaster will be applied with a curing period which may take several hours or up to several days, depending on the weather. Manager Wright reported there were concerns about capacity at the opening of North Beach pool which required only those with pool memberships be allowed access.

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Manager Wright noted concerns were received about the availability of the pools and gave assurance that the pool work is being expedited to properly repair the pools. No members were turned away from the pools but there were some who were turned away if they wanted to use a daily pass. Manager Wright reported pool memberships are down and income has exceeded that of last year, and she is pleased to see that Brandermill residents are supporting our pools.

Manager Wright provided an update on the Brush Collection Program that during the past two years has been helpful in removing deadfall and natural debris but has been abused by residents leaving large trees and landscaping debris, including roof shingles dumped into storm drains in the BCA common area, intended for pickup. Also, the program had previously asked residents to place unwanted natural debris onto trails and nearby common areas for pickup, which will no longer be allowed. Since the BCA has spent during May almost \$5,000 in dumping fees, Manager Wright reported that BCA staff will no longer pick up anything that cannot be placed into the chipper, and that criminal actions will be reported to the police.

Manager Wright reported BCA staff have begun their 2018 budget process, which will include checking on Association amenities and addressing first any existing safety issues. All recommendations will be considered before a draft budget is presented to the Finance Committee, and then the recommended 2018 budget presented to the BCA board.

8. Consideration of a Change to Commercial Design Standards – Harbour Pointe Shopping Center – Signage

MOTION: First Vice-President Nardella moved to amend the Commercial Design Standards Section 6, Zone D to read: “Individual interior lit letters and logo, color, style, as approved by the ARB.”

MOTION SECONDED: Director Pearson

Discussion: First Vice-President Nardella noted that Publix grocery store is moving into Harbour Pointe Shopping Center with a trademark letter in green. Since the old standard is white lettering, it is proposed to adjust this to go with its trademark. This is similar to the recent design change at the Waterford Shopping Center for Food Lion.

MOTION CARRIED: Directors Davis, Friedel, Gregory, Hillman, Nardella and Pearson approved; Director Hunt opposed.

9. Consideration of Change to BCA Board of Directors General Guidelines and Procedures – RE: Contact with Legal Counsel, and RE: Second Vice-President serves as Board liaison to the Neighborhood Residents Council (NRC) –

MOTION: First Vice-President Nardella moved to have the phrase “but not limited to” be added to the revised language such that in part it reads: “...routinely coordinated but not limited to...” regarding the contact with legal counsel.

MOTION SECONDED: President Davis

MOTION CARRIED: Directors Davis, Friedel, Gregory, and Nardella approved, and Directors Hillman, Hunt and Pearson opposed.

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MOTION: Second Vice-President moved to amend the Board's Policies and Procedures to allow the President to select a Board liaison to the NRC and to eliminate the requirement that the Second Vice-President serve as the Board liaison to the NRC.

MOTION SECONDED: Director Friedel

MOTION CARRIED: Unanimously approved.

10. Report on Home Business - Director Pearson reported receiving the Virginia Attorney General's opinion that Brandermill Covenant Section 2(a) (which addresses home-based businesses generating traffic being prohibited in Brandermill) is enforceable.

MOTION: Director Pearson moved to obtain a list of home-based businesses located in Brandermill and then have staff send a form to those business owners inquiring about the nature of those businesses.

MOTION SECONDED: Treasurer Gregory

Discussion: Director Hunt asked for clarification on how to handle home-based businesses who are not licensed and do not appear on the County list. Director Pearson stated they could be handled in the same manner that the BCA handled rental property registration. Staff would add these non-licensed businesses to the list and the inquiry form could then be sent to them and revisit this item with the responses received. Manager Wright provided information to be mindful of the Fair Housing Act in determining businesses such as group homes as exceptions.

MOTION CARRIED: President Davis and Directors Friedel, Gregory, Nardella and Pearson approved, and Directors Hillman and Hunt opposed.

11. Executive Session

MOTION: Treasurer Gregory moved to enter into executive session according to Section 55-510.1.C of the Virginia Property Owners Association Act for the purpose of discussing contractual, personnel and legal matters.

MOTION SECONDED: First Vice-President Nardella

MOTION CARRIED: Unanimously approved.

12. Return to Open Session - There was no action taken.

13. Adjournment - President Davis adjourned the meeting at 9:16 PM.

Submitted by:

Charlie Davis, President
Board of Directors
Brandermill Community Assoc., Inc.

Cynthia Wright
General Manager/Secretary
Brandermill Community Assoc., Inc.