**Pocono Farms East Association, Inc.**

**ANNUAL MEMBERSHIP Meeting**

**Saturday, OCTOBER 25, 2014**

**MINUTES**

The meeting was called to order by President Bryan Sandford at 12:00pm in the conference room of Pocono Farms East Association, 3170 Hamlet Drive, Tobyhanna, PA.

Mr. Sandford announced that the meeting was being audiotaped to aid in the preparation of the minutes.

**Board Members present:**

Bryan Sandford - President, Margaret Miller - Vice President, Tykieyen Moore – Treasurer, Marisol Santos – Secretary, Susan Anderson-Krieg – Director, Marion Kelly – Director, Jose Ramos – Director, Janice Smith-Hughes – Director.

**Board Members absent:**

Josefina Garcia – Director.

**Alternate Members present:**

Dan Broxmeier.

**Staff present:**

Robert M. Zito, CMCA, AMS, General Manager

Renee Villanueva, Office Manager

**Members present:**

The following membership entities were accounted for, either in person or by proxy:

|  |  |  |
| --- | --- | --- |
| Smith-Hughes: Lot 7-3616 | Wilkinson: Lot H-12 | Lucano: Lot 1-516 |
| S&M Co: Lot 4-2301 | Riccardi: Lot 6-2501 | Osbeck: Lot H-41 |
| Blount: Lot 2-1204 | Brodus: Lot 1-813 | Orlando: Lot 1-810 |
| Meurer: Lot 3-1119 | Miller: Lot 2-1303 | Kerin: Lot 9-4310/11 |
| Ryan: Lot 5-5121 | Shuman: Lot 3-1402 | Santos: Lot 5-5501 |
| Callegari: Lot 5-5104 | Beldo: Lot 5-4908 | Riccardelli: Lot 5-4812 |
| Wicmandy: Lot 7-3515 | Lane: Lot 6-3109 | Fernandez: Lot 1-0714 |
| Bardar: Lot H-27 | Baginski: Lot 1-607 | Ramos: Lot 4-2336 |
| Weiber: Lot 9-4618 | Lovett: Lot 6-1631 | Fry: Lot 1-0513 |
| Willette: Lot 4-1923 | Sullivan: Lot 5-5418 | Ramirez: Lot 1-0922 |
| Cedeno: Lot 4-2024 | Arturi: Lot 8-4003 | Delaney: Lot 7-3607 |
| Dudas: Lot 1-0622 | Labadie: Lot 4-2101 | Johnson: Lot 1-726 |
| Ng: Lot 3-1520 | Brown: Lot 6-3120 | Schlegel: Lot 1-725 |
| Folks: Lot 4-2330 | Loukatos: Lot 1-626 | Kuruc: Lot 7-3308 |
| Nenna: Lot 8-4008 | Grant: Lot 7-3510 | Reynolds: Lot 7-3202 |
| Krieg: Lot 1-620/1 | Sandford: Lot 5-4811 | Justus: Lot 5-5201 |
| Youngfelt: Lot 1-0407 | Prevete: Lot H-31 | Carr: Lot 5-4923 |
| Perry: Lot 8-4101 | Mangan: Lot 4-2310 | Harriton: Lot 5-5409 |
| Kelly: Lot H-19 | Knight: Lot 8-4001 | Warrick: Lot 4-2107 |
| Hein: Lot 1-306 | Moore: Lot 2-1108 | Jailal: Lot 1-603 |
| Sanchez: Lot: 3-1414 | Gushue: Lot 3-1516 | Stulic: Lot 5-4902 |
| Broxmeier: Lot 5-5414 | Maua: Lot 5-5410 | Garcia: Lot 5-5411 |
| Marks: Lot 4-2002 | Gallo: Lot 5-5120 |  |

68 membership entities were present, either in person or by proxy. Therefore, having met the quorum requirement of 25 members, a quorum was determined to be present.

**Introductions:**

Mr. Sandford introduced the Board members, staff and counsel present to those in attendance.

Mr. Gregory A. Malaska, Esq., on behalf of the Board of Directors, gave a brief explanation of the format of the meeting.

**Appointment of Parliamentarian:**

Mr. Sandford, on behalf of the Board of Directors, appointed Mr. Malaska as Parliamentarian for the meeting.

**Appointment of Judges of Election:**

Mr. Malaska called for volunteers to serve as Judges of Election for 2014. There was a clarification that no persons either on the ballot or intending to be nominated from the floor at this meeting would be able to serve as Judges of Election. Ms. Renee Labadie, Ms. Deborah Moore and Mr. Robert Gushue volunteered to serve. The Board of Directors appointed these three members, who then retired to the rear of the Community Room to begin compiling submitted proxies.

**Secretary’s Report:**

There was no formal report. Mr. Sandford called for a short recess to allow those present a chance to review the minutes for the Annual Membership Meeting held October 26, 2013.

**Upon reconvening the meeting, a motion to dispense with the reading of the minutes for the Annual Meeting held October 26, 2013 was made by Ms. Marion Riccardi, seconded by Ms. Rose Marie Nenna. All in favor. Motion carried**.

**Mr. Malaska asked if there were any proposed revisions to the minutes as presented. There were none forthcoming.**

**A motion to approve the minutes of the Annual Membership Meeting held October 26, 2013 was made by Ms. Barbara Schlegel, seconded by Ms. Nenna. All in favor. Motion carried**.

**Call for Nominations for Director:**

Mr. Malaska stated that there would be three voting matters at this meeting relating to the election of Directors and Alternates:

* Three (3) Directors for three-year terms
* One (1) Director for a two-year term
* Five (5) Alternates for a one-year term

Mr. Malaska announced the names of those persons who were nominated previously and who appeared on the ballot for a three-year term as Director - Ms. Miller, Ms. Garcia and Mr. Ramos. He called for any additional nominations among those present. None were heard.

**A motion was made by Ms. Riccardi, seconded by Ms. Nenna, to close nominations for Director (Three-year term). All in favor. Motion carried**.

Mr. Malaska announced Mr. Broxmeier as the only person who was nominated previously and appearing on the ballot for a two-year term as Director. He called for any additional nominations among those present. None were heard.

Business continued without a motion being made to close nominations for Director (Two-year term).

**Call for Nominations for Alternate:**

Mr. Malaska announced the names of those persons who were nominated previously and who were appearing on the ballot for a one-year term as Alternate - Ms. Miller, Ms. Garcia, Mr. Ramos, Ms. Smith-Hughes and Mr. Broxmeier. He called for any additional nominations among those present. None were heard. He stated that for those persons nominated for both Director and Alternate he/she could not serve in both capacities if elected as a Director.

**A motion was made by Ms. Riccardi, seconded by Ms. Nenna, to close nominations for Alternate. All in favor. Motion carried**.

At this point Mr. Zito was asked to pass out ballots to those members who had not previously submitted proxies. Since the Judges of Election had not completed their review of all proxies to determine who was entitled to get a ballot at this time Mr. Malaska and Mr. Sandford suggested that the agenda proceed with the presentation of reports.

**Treasurer’s Report:**

The Treasurer’s Report was presented by Mr. Moore. The proposed 2015 budget was discussed for review and comment. Mr. Moore asked for questions on the budget or the finances of the Association. None were heard.

**A motion was made by Mr. Richard Folks, seconded by Ms. Schlegel, to accept the Treasurer’s Report as presented. All in favor. Motion carried.**

After the Treasurer’s report was accepted several questions were asked by those present regarding the proposed $20.00 increase in annual dues. Mr. Moore reviewed the Reserve account and the current shortfall, and a proposed cut in management services in the amount of $10,000.00 per year. He explained that the savings in management services would go toward the Reserve account’s current obligations and the $20.00 increase, if passed, would go toward making up past shortfalls.

Mr. Walter Baginski asked for specifics regarding the shortfall. Mr. Sandford explained that the construction of the Community Center, specifically several cost overruns, depleted Reserves. Mr. Moore elaborated on that issue, pointing out that unanticipated site and engineering costs were primarily responsible for the higher than expected cost of construction. Mr. Indarjit Jailal objected to the proposed increase being implemented prior to being needed for actual repairs. Mr. Sandford commented on how, in addition to the building cost overruns, the foreclosure crisis and recession beginning in 2008 wiped out operating surpluses that generally were used to fund Reserves.

Mr. Zito explained the proposed Reserve Schedule. Mr. Shlomo Marks said that it appeared to him that if we did not approve the proposed $20.00 increase now we likely would be faced with approving a much larger increase later.

Mr. Baginski the asked about dues collections, specifically regarding foreclosures. Mr. Zito began to explain the Uniform Planned Communities Act of PA (UPCA) that allows for banks, upon acquiring a property through Sheriff Sale, to be responsible for dues six months prior to the date of the actual sale. Mr. Malaska gave a more detailed explanation of the UPCA.

Ms. Darlene Sandford asked about a bank purchasing a property with an existing lien / judgment and if the bank would be responsible for satisfying that lien. Mr. Malaska again discussed the UPCA and the fact that regardless of the circumstances a bank would not be responsible for charges that came due earlier than six months from when they acquired the property. Mr. Jailal also asked Mr. Malaska about this rule.

Ms. Nenna asked the Board if the repairs to the fire damage done to the mailbox pavilion earlier in the year were covered by insurance. She was told that they were.

**Old Business:**

Mr. Sandford opened discussion of Old Business. None was heard. Mr. Sandford then closed Old Business.

**New Business:**

Mr. Sandford then opened discussion of New Business.

Mr. Malaska explained changes in the non-profit corporation law that partially governs homeowners’ associations. He said that one of the changes in the law would now allow for notices of membership meetings to be made by e-mail, subject to conditions. Comments were heard by Mr. Mike Schlegel and Ms. Pricilla Jovais.

At this point Mr. Zito asked the Board about the possible change in vote counting procedures. Mr. Sandford said that at the 2013 Annual Meeting it was proposed to have mailed in proxies counted prior to the meeting. A lengthy discussion occurred.

Ms. Nenna expressed her approval in counting proxies one hour prior to the start of an Annual or Special Meeting. Mr. Malaska also said that he saw no downside to this, indicating that it would be a good idea to increase the flow and pace of meetings, resulting in savings to the Association – specifically regarding his bill since he his paid by the hour. He said that while this change may require a by-law change to him it was a “no-brainer”. Comments were heard from Ms. Kelly, Ms. Santos, Ms. Sandford and Mr. Zito. Ms. Kelly suggested that the Board come up with some language at this meeting so the change could be implemented as soon as possible.

Mr. Sandford asked those present to see if this was something that the membership wanted to pursue. Those present were overwhelmingly in favor of the possible change.

Mr. Malaska suggested that for the next Annual Meeting at the very least the Judges of Election could be chosen at the last Regular Monthly Board Meeting preceding the Annual Meeting. Ms. Jovais said she would be willing to serve as a Judge next year.

**A motion was made by Ms. Riccardi, seconded by Ms. Jovais to hold a Special Meeting to vote on changing the mailing procedure for Annual or Special Meetings, changing the by-laws to allow for counting of proxies prior to an Annual or Special Meeting and the appointment of volunteer Judges of Election prior to an Annual or Special Meeting. All in favor. Motion carried.**

Mr. Malaska said that he would develop the language needed to enact this change. Mr. Sandford thanked everyone for their input on this matter.

**Distribution of Ballots to those present who did not previously vote via proxy.**

Based on the analysis done by the Judges of Election ballots were distributed to members in good standing attending the meeting who had not previously cast votes via proxy.

**Call for Voting for Directors / Alternates:**

Mr. Malaska asked that all ballots for Director and Alternate (Ballot “A”) be turned in to the Judges of Election at this time for compilation.

**Voting Question “B”:**

Mr. Malaska and Mr. Sandford opened the floor for discussion on Question “B”, the proposed $20.00 increase in annual dues. No discussion was heard.

Mr. Malaska asked that a motion be made to call the vote for Question “B”.

**A motion was made by Mr. Paul Shuman, seconded by (unintelligible) to close discussion on Question “B” and proceed to the vote. All in favor. Motion carried.**

**Call for Voting on Question “B”:**

Mr. Malaska asked that all ballots for the proposed increase in annual dues (Question “B”) be turned in to the Judges of Election at this time for compilation.

At this time, as the counting of the votes continued, the floor was open to comments from those present.

* Ms. Smith-Hughes thanked all those who participated in Association activities this past year.
* Mr. Baginski asked about the procedure of fining homeowners who are in violation of PFE rules, specifically where monies collected for fines goes. Mr. Sandford said that it is the policy of the Association first and foremost to have violations corrected, not necessarily to assess and collect monetary fines. Mr. Moore added that any fines collected are deposited into the General Operating Fund.
* Mr. Jailal, Mr. Baginski, Ms. Jovais and Mr. Schlegel commented on issues on Gordon Lane.

**Voting Results on Question “B”:**

Having concluded their review and compilation of both mailed-in proxies and in-person ballots, the Judges of Election announced the following results the proposed annual dues increase ($20.00 increase to $155.00 per improved lot and $110.00 per unimproved lot).

Yes 38

No 30

**Election of Directors:**

Having concluded their review and compilation of both mailed-in proxies and in-person ballots, the Judges of Election announced the following results for Director:

Dan Broxmeier 49

Jose Ramos 44

Josefina Garcia 44

Margaret Miller 41

**Mr. Ramos, Ms. Garcia and Ms. Miller were elected to three-year terms, concluding October 2017. Mr. Broxmeier was elected to a two-year term, concluding October 2016. Each accepted the position.**

**Election of Alternates:**

Having concluded their review and compilation of both mailed-in proxies and in-person ballots, the Judges of Election announced the following results for Alternate:

Janice Smith-Hughes 40 (Elected)

Margaret Miller 33 (Currently serving as Director)

Dan Broxmeier 31 (Currently serving as Director)

Jose Ramos 30 (Currently serving as Director)

Josefina Garcia 27 (Currently serving as Director)

**Ms. Smith-Hughes was elected to a one-year term as Alternate, concluding October 2015. She accepted the position**.

Mr. Sandford thanked Ms. Moore, Ms. Labadie and Mr. Gushue for volunteering to be Judges of Election.

Volunteers to be Judges of election for the 2015 Annual Meeting were solicited by Mr. Sandford. A sign-up sheet was provided.

**Adjournment:**

**At 1:51pm, a motion to adjourn the Annual Membership Meeting of 2014 was made by Ms. Schlagle and seconded by Mr. Folks. All in favor. Motion carried.**

**NEXT ANNUAL MEMBERSHIP MEETING: Saturday, October 31, 2015 at 12:00pm.**

**Submitted by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Robert M. Zito, Recording Secretary**

**Witnessed by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Marisol Santos, Secretary**

**Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**