

Chimney Hill Owners Association, Inc.
Board of Directors Meeting – Minutes
Saturday, February 9, 2019

The meeting was called to order at 4 PM by Gene Clark, President, at the Chimney Hill Office.

Board members present were Keith Mears, Jane Cary, Mary Ann Montano, and Kerri Tyerman. Diana Gould was present by phone. Ken Spicer, Executive Director, was also present.

The minutes of the November 17, 2018 meeting were approved with one typographical error corrected. Under Budget/Audit, second sentence, the amount shown was \$32,7447 which should read \$32,747.

The **Financial Report** was reviewed. Keith moved approval, Mary Ann seconded. All voted in favor.

New Business/Letters

A letter to the BOD from Mr. Joseph Martin, 124 Chimney Hill Road, was discussed. Ken shared some history re: the Town of Wilmington's takeover of Chimney Hill roads. Mr. Martin will be notified by letter that the issues raised in his letter were discussed. At the Board's behest, Ken will ask the Wilmington Town Manager to come to a meeting and address some of our mutual concerns.

Old Business

Ken gave an update on the by-laws and covenants reform process. The lawyer working with the Board has been contacted by Kerri to see when she can meet with us. March 9, 16, and 23 were dates she gave. Ken suggested we form a sub-committee to work on this reform more expeditiously. Keith and all others agreed that we need a sub-committee. Gene appointed Keith to the sub-committee and Diana will serve as well. On March 23rd, we will meet with the lawyer from 9-11 AM before the Board meeting.

Executive Director's Report

Gene would like to see minutes of staff meetings; Ken apologized for not holding formal staff meetings more regularly. The last two planned were cancelled due to snow storms. Mary Ann urged that one be held in the next three weeks.

Wilmington Works requested a donation again this year. Jane moved we give them \$250 again. Keith seconded. All voted in favor.

We will need a March Board meeting to complete budget planning.

With Kerri's retirement from the Board, a three-year term is open for election. We will consult with our current attorney to ensure we are running the election properly. Keith

reminded us that we must proceed by our current by-laws. There is room for interpretation within the existing by-laws.

Ken reviewed the rentals program. Long term rentals are doing better than short term, but a small net gain is projected.

Committee Reports

None.

Other Business/Owner/Public Comment

None.

The next Board of Directors' meeting is March 23, 2019 at 11 AM at the office.

Executive Session

The Board entered Executive Session at 4:55 PM.

The Board exited Executive Session at 5:38 PM. Management Review and Audit matters were discussed.

Kerri moved that we increase Ken's salary 3.0% retroactive to April 2018; Keith seconded. All voted in favor.

Mary Ann moved that we engage Downey, Pieciak, Fitzgerald & Co., P.C., as auditors for the 2018-2019 fiscal year to conduct the annual audit. Jane seconded. All voted in favor.

The meeting was adjourned at 5:40 PM.

Respectfully submitted,
Jane Cary
VP/Secretary