

VINEYARDS COUMMUNITY ASSOCIATION, INC.

TRANSISTIONAL BOARD MEETING

May 12th, 2015

Call to Order: The meeting was called to order at 3:00 PM, May 12, 2015 at the Vineyards Country Club, 400 Vineyards Blvd. Naples, Fl 34119 by Michel Saadeh, President of the Vineyards Development Corp.

Quorum: A quorum was met, present were VCA Board members Michel Saadeh (MS), and Robert Rogers. (RR) Transitional Board Members present were Barbara Clougherty (BC), Thomas Ruane (TR), Alan Norris (AN), Tom Sackett (TS) by phone and Scott O'Dell (SO). Also present was Stephen Cusson (SC) of PMP Management.

Approval of Minutes: (AN) made a motion to waive the reading of the minutes from the April 6th meeting and approve the minutes as written; (BC) seconded the motion, the motion passed unanimously.

(SC) announced to the audience this was a meeting of the Transition Committee whose authority and focus is limited to issues pertaining to the transition from Developer control. No items outside of the agenda should be discussed at this meeting. Issues outside of the transition from developer control continue to be under the authority of the current VCA Master Association Board of directors and should be directed to that Board through PMP management.

Old Business:

- A. The Committee discussed a schedule for meeting and decided on trying to have meetings on the second Wednesday of each month for June – August and then switching to the 2nd Tuesday of each month thereafter. PMP will arrange the dates with the Vineyards Country Club and confirm the dates with the Transition Committee.
- B. Status of Legal Adviser: (TR) informed the committee he had reviewed several recommendations for local law firms and attorneys to act as legal counsel to advise the transition committee and after reviewing references from both (BC) and PMP made a motion to accept the proposal from Woodward, Pires and Lombardo, PA using Attorney Robert Murrell with a retainer fee of \$ 3,500. (BC) seconded the motion, the motion passed unanimously. (TR) will act as the committee's chairperson for legal matters.

New Business:

- A. The committee discussed three proposals for a reserve study from, Reserve Advisers, Velocity Engineering and Association Reserves, after a brief discussion (BC) made a motion to accept the proposal from Association Reserves for \$ 3,480.00, (AN) seconded the motion, the motion passed unanimously. The committee also discussed the possibility of lake erosion issues, and other studies which may require work from engineers, more discussion and information is needed before those items can be identified. (TS) will act as the committee's chairperson for engineering matters.
- B. 2014 Audit Report: (SC) indicated some NR's have expressed concern over the buildup of the operating funds but otherwise very little feedback has been given. The Association has recognized the operating account build up and while part of this due to the cash flow from bulk communication more work is needed to reduce this amount. PMP will be working on this while preparing the 2016 budget this summer. (AN) will act as the committee's chairperson on accounting and budgeting. The committee directed PMP to obtain more information concerning erosion from Lake and Wetlands and also to obtain a spec sheet for landscaping. The current transition committee and Board intends on keeping the landscaping with Pro-Tree through 2016 unless something extraordinary occurs but needs other quotes as part of its due diligence.
- C. Communications: The Committee discussed improving the means in which the Master Association communicates to the membership and the consistency of the information. The Committee recognized the difficulty in distribution by some of the sub-associations. The committee discussed putting together a Power Point presentation that each of the NR's can use to communicate to the members by early October 2015 with details concerning running for a position on the Master Board, the transition from Developer Control and other information. The committee also discussed hiring a firm to assist with the web-site, email blast, power point presentations, newsletters etc. PMP will look more into this and report to the Committee.

(BC) will act as the Chairperson to the Committee for communication issues. The committee discussed having a town hall meeting with each of the sub-association membership, sending information by mail and letter defining what the role of the NR's are in getting this information to the communities members.

Other issues:

The Transition Committee requested PMP obtain a copy of the recorded by-laws and articles of incorporation for the VCA Master, drawings or blueprints of the infrastructure roadways, and any plans to assist in defining the infrastructure. PMP is to report back to the committee. Several questions and suggestions from the NR's including volunteers from the NR's who offered to assist the Committee with communication, budgeting, etc. Also a brief presentation from Jay Bishop of Villa Verona concerning the condition of the Villa Verona wall along Arbor was given.

D. **Adjournment:** A motion was made and seconded to adjourn the meeting; the motion passed unanimously. Meeting adjourned at 4:15 P.M.

The next Transitional Board meeting has been scheduled for Wednesday June 10th, 2015 at 3:00 PM.

Respectfully,

Stephen Cusson, CAM, CMAC, AMS
Association Manager