

Paradise Service Associates BOD Meeting Minutes

May 15, 2021

TIME: 10:00 A.M. LOCATION: Hut

OFFICERS PRESENT: President Velinda Brown, Vice President Tom Moore, Treasurer Jan Moon, Secretary William James via telephone

DIRECTORS PRESENT: Larry Pazaski, Maureen Allen, Arlen Schwandt

DIRECTORS ABSENT: Joe Quarto, Dean Graves

Members present: Tina Simms, Gary Ulseth, Dee Ulseth, Larry Koltz, Scott Graves, Rob Koenig, Glen Robare, J.R. Delgadillo, and Merrisue Steinman

ITEM 1: Meeting was called to order at 10:12 a.m.

ITEM 2: PRESIDENTS REPORT (Acknowledge that the meeting will be recorded)

- a. Reminder: Any unpaid dues after Jan 31st, 2021 will incur a \$10 penalty per month until paid.
- b. Prior to June 25th a notification of the Annual Meeting on July 10th at 2 p.m. at the hut will be mailed out accompanied with packet with everything that will be need to vote on at the meeting. If not able to attend a proxy will also be in the packet.
- c. On 5/12/21 sent a clarification request letter regarding tree height to Patrick at Pody/McDonald regarding PSA obligation to enforce Covenant #9, Amendments to Covenants/Articles/Bylaws. On 5/14/21 Patrick acknowledged receipt and will respond next week.

ITEM 3: Approve March 27, 2021 BOD Minutes

- a. Maureen read the minutes. No corrections or additions occurred.
- b. Director Larry Pazaski moved to accept the minutes as read. Director Arlen Schwandt 2nd the motion. Motion was approved unanimously.

ITEM 4: Old Business

Larry Pazaski, governing document chair, requested a copy of the updated PSA 2020 emails-done.

- a. Larry Pazaski also requested that the Bylaws recorded/signed in 2012 be posted on the web page-done. The ones posted currently were correct but not signed.
- b. Per Copy-That, the signs for no littering in Paradise in Spanish and English would be \$150.00 each. The unanimous decision is to continue calling the companies on the advertising cards and tell them to suspend the littering on the ground and stop placing cards in mailboxes.

ITEM 5: New Business

- a. There will be a board vacancy shortly replacing Joe Quarto. Joe maintained the PSA 2020 email list and also the web page. If anyone is interested, please submit a letter of interest to the Board for consideration. The term ends in 2023.

ITEM 6: Committee Reports (due Wednesday prior to the board meeting).

- a. Governing Documents Committee: (Chairman Larry Pazaski) Report
The governing documents committee met on May 11th, at 5pm at the Hut. The committee recommends the following changes to the PSA Articles and Bylaws: Amendments to the Articles of Incorporation:

Articles of Incorporation:

1. Amend Article II:

From: Place of Business: The principle place of business of the corporation shall be **E 90 Shore Drive, PO Box 1045, Grapeview, WA. 98546**

To: Place of Business: The principle place of business of the corporation shall be 261 E Shore Dr, Grapeview, WA. 98546, PO Box 1345, Belfair, WA. 98528. The name of the registered agent of this corporation shall be the elected President.

2. Amend Article IV 1.0:

From: The management of the corporation will be vested in a Board of Trustees; the number of trustees shall be ten, etc...

To: The management of the corporation will be vested in a Board of Trustees; the number of trustees shall be nine, etc... (This corresponds with the Bylaws Article 4 Paragraph A)

Amendments to the Bylaws:

Bylaws:

3. Amend Bylaws Article II, B:

From: Voting and Membership Rights. Not more than one membership may be held, owned or controlled by any one person, partnership, corporation, or association and each member is limited to one vote in the affairs of the corporation. Each entity must identify the voting member.

To: Voting and Membership Rights. Not more than one membership may be held, owned or controlled by any one person, partnership, Trust, corporation, or association and each member is limited to one vote in the affairs of the corporation. Each entity must identify the voting member.

4. Amend Bylaws Article II, D, 1.0:

From: Annual Membership Meetings. There shall be an annual membership meeting of the Association on the second Saturday of July, at 2:00 p.m., or at such other date as approved by a majority of the membership if they decide that the annual meeting should be held on another date for each succeeding year.

To: Annual Membership Meeting. There shall be an annual membership meeting of the Association to be held in July on a date determined by the Board of Directors at their November meeting.

5. Amend Bylaws Article II, 6:

From: Quorum. A quorum for the transaction of business (budget and audit) at any general membership meeting shall be 10 percent of the total number of votes for votes for members in good standing. voting either in person, or by proxy; provided, that the quorum for any meeting at which the amendment of these Bylaws, or the election of Directors, is before the membership, shall be 20 percent.

To: Quorum. A quorum for the transaction of business (budget and audit) at any general membership meeting shall be **15** percent of the total number of votes for ~~association votes for~~ members in good standing, voting ~~shall be~~ either in person, or by proxy; provided, that the quorum for any meeting at which the amendment of these Bylaws, or the election of Directors, is before the membership, shall be **15 percent of the total number of votes for association members, in good standing. Once the quorum is met, then the majority rules.**

6. Amend Bylaws Article VIII D:

From: The lien of the Association for payment of all assessments as defined herein is prior to any other lien, mortgage, deed of trust, or any other encumbrance, regardless of filing date of the same. However, as to any lot, this Association lien shall be automatically subordinated to one mortgage, deed of trust, or other financing encumbrance in favor of an institutional lender, which is undertaken for the purpose of purchase of the lot, construction (or remodeling) or improvements to the same, or refinancing of the same;

provided that the Association account with respect to any such lot is not delinquent at the time of recordation of the encumbrance, and that a copy of such encumbrance is received at the office of the Association within sixty days of its execution.

To: The lien of the Association for payment of all assessments as defined herein is prior to any other lien, mortgage, deed of trust, or any other encumbrance, regardless of filing date of the same. However, as to any lot, this Association lien shall be automatically subordinated to one mortgage, deed of trust, or other financing encumbrance in favor of an institutional lender, which is undertaken for the purpose of purchase of the lot, construction (or remodeling) or improvements to the same, or refinancing of the same; provided that the Association account with respect to any such lot is not delinquent at the time of ~~recordation~~ recording of the encumbrance, and that a copy of such encumbrance is received at the office of the Association within sixty days of its execution.

7. Next Governing Document Meeting: TBD

b. Facilities (Chairman Dean Graves/Co Chair Arlen Schwandt) Report

1. Facilities Report: Read by Velinda Brown. Hard copies of the report were available as handouts for attendees of meeting addressing Facilities project list for 2021 and Facilities project budget for 2022. Reviewed miscellaneous recent expenses which have occurred 2021. Finance committee met to prepare the budget for 2022.
2. Park reserve balance: \$64,537.87
3. Moorage slips/Kayak/Launch permit payments are to be given to Glenn
4. Next Facilities meeting: TBD

c. Finance (Chairman Jan Moon) Report

1. Financials (copies provided at meeting)
 - i. Checking:
 - ii. Savings:
 - iii. Park reserve:

d. Five properties have unpaid dues as of May 15th, 2021.

- 1 Recommendation to the board: 2022 Budget
 - a. Committee recommended to the board to increase the 2022 year dues from \$265 to \$280 a year. Larry Pazaski moved to approve the 2022 proposed budget as submitted. Will 2nd the motion. Motion passed unanimously. Budget will be submitted to membership at the Annual Membership meeting on July 10, 2021.
2. Community Yard Sale results. No report out.

d. Marina Report (Acting Chairman Velinda Brown)

1. Marina renovation update: Marina report was provided that covered what permit documents have been submitted to the county and what is still needed to be provided. Financing application, with Key Bank, is in process for marina docks. An estimate of \$520,000.00 is needed for the Marina. This project also includes a renovation of the launch which will be funded by savings and park reserve. Roger Biggs has been contacted to create an updated PSA 2020 email string, called PSA Marine, that will include Marina dock renters from 2020 & 2021, and used for committee meetings or notifications/updates.

2. Marina Reserve balance: \$113,436.57 as of April 30, 2021.
3. Fund raising events: July 3rd BBQ w/t-shirt & sweatshirt sales.
4. Next committee meeting: TBD

e. Public Relations/Membership (Chairman Maureen Allen)

1. Sheriff's Meeting: No meetings. Next scheduled official meeting is June 3, 2021
2. New owners: No new memberships have been county recorded since March 2021.

f. Water (Chairman Tom Moore/Co chairs Will James/Larry Pazaski) Report

1. Water MO balance: \$55,962.02 (approximately \$2,500 a month to run system)
2. Water Reserves: \$117,141.10,
3. 3 CD's: \$101,640.51 each
4. Next Water Committee Meeting: TBD
5. Larry requested a current map location of every system shut off and size of valves and direction of flow of water. As built from NW Water needs to be reviewed. Will requested the acquirement of a 50-100 foot length hose for blow off purposes. Tom will research and acquire what will be needed.

g. Web Page Group (Chairman Joe Quarto)

1. Continuing to update web page with information. Looking for a volunteer to replace Joe upon his departure from the Paradise Community.
2. Next Committee Meeting: TBD

ITEM 7: OTHER MATTERS THAT MAY COME BEFORE THE BOARD (each member limited to approximately 2 minutes) Members will notify BOD upon signing in that they wish to be heard.

1. No matters presented
2. Larry Pazaski moved to adjourn the meeting. Tom 2nd the motion. Motion approved unanimously. Meeting adjourned at 11:20 a.m.

Submitted by Maureen Allen for Will James, Secretary