

**Winding Creek HOA Board Meeting
Virtual Meeting on Microsoft Teams
Thursday, June 1, 2023
7:21 PM**

The following board members were present: Jerry McClam, President; Scott Ashe, Vice President; Joseph Williams, Treasurer; Alan Smith, Secretary; and Brittany Smith, Communications Director. Also in attendance was HOA member Jessica Margonis. No one was absent.

Prior to the meeting being called to order, Scott Ashe provided an overview of NC State Law requirements that all Board Meetings and Committee Meetings use the latest edition Robert's Rules of Order to conduct all business of the Association and brief overview of Robert's Rules of Order.

I. Call to Order

Scott Ashe, as temporary Chair and temporary Recording Secretary, called the meeting to order at 7:21 PM. He requested that Jerry McClam start recording the meeting on Microsoft Teams and informed the Board that the meeting was being recorded to help with transcription of minutes for the meeting.

II. Website Overview/Emails

Scott Ashe gave an overview of the Association website and its capabilities. He also explained that the website provided emails for the Board Members and any Committee Chairs that should be used for Association business.

III. Director's Duties

Scott Ashe outlined the duties of specific Directors as stated in the covenants and restrictions: President, Vice President, Secretary, and Treasurer. The Board discussed these duties, including the precedent of previous Association Boards adding a Communications Director that is not specifically mentioned in the Bylaws. Scott Ashe outlined the duties of Communications Director as previously used on previous Boards.

IV. Election of Officers of the Board

Scott Ashe opened the floor for nominations for President.

Scott Ashe made a motion for Jerry McClam to be elected as President of the Board. Joseph Williams and Brittany Smith seconded the motion, all in favor, unanimous. Jerry McClam accepted the position.

Scott Ashe opened the floor for nominations for Vice President.

Alan Smith made a motion for Scott Ashe to be elected as Vice President of the Board. Jerry McClam seconded the motion, all in favor, unanimous. Scott Ashe accepted the position.

Scott Ashe opened the floor for nominations for Treasurer.

Scott Ashe made a motion for Joseph Williams to be elected as Treasurer of the Board. Alan Smith seconded the motion, all in favor, unanimous. Joseph Williams accepted the position.

Scott Ashe opened the floor for nominations for Secretary.

Scott Ashe made a motion for Alan Smith to be elected as Secretary of the Board. Jerry McClam and Brittany Smith seconded the motion, all in favor, unanimous. Alan Smith accepted the position.

Scott Ashe opened the floor for nominations for Communications Director.

Scott Ashe made a motion for Brittany Smith to be elected as Communications Director of the Board. Jerry McClam seconded the motion, all in favor, unanimous. Brittany Smith accepted the position.

Scott Ashe made a motion for Jerry McClam as the new President assume the role of Chair for the remainder of the meeting. Joseph Williams and Alan Smith seconded the motion, all in favor, unanimous.

Scott Ashe relinquished the Chair to Jerry McClam for the remainder of the meeting.

V. Board Meeting Schedule

Jerry McClam opened the discussion of the board schedule and questioned the efficacy of monthly Board meeting and two annual general meetings. Also discussed were the covenants and restrictions requirements for meetings along with NC State Law requirements and the past member attendance for the meetings. Scott Ashe informed the Board of the quorum requirements for both Board meetings and the Annual meeting to hold the meeting and conduct Association business. The Board agreed to consider utilizing paper ballots/vote by proxy as an option to obtain the necessary quorum for the Annual meeting.

Scott Ashe informed the Board that there is a NC State bill that could negatively impact future changes to the covenants and restrictions and any changes should be reviewed at the next Annual meeting so they can be recorded by the County prior to the bill becoming law.

Scott Ashe made a motion for the Board to have one Annual Association Meeting to be held in November, with an exact date to be established later, to include all Association business to be conducted in accordance with the covenants and restrictions. Alan Smith seconded the motion, all in favor, unanimous.

Scott Ashe made a motion for the Board to have monthly Board Meetings, dates to be established later, with no less than three Board Meetings open to members so that there are four Meetings open to the members in a given fiscal year. Alan Smith seconded the motion, all in favor, unanimous.

The next board meeting, not open to members, was tentatively scheduled for Thursday July 13, 2023.

Jerry McClam stated that he would reach out to the previous Board members to set up a meeting for the purpose of having an official handoff of knowledge and documents.

VI. Added Business Not on Agenda

Jessica Margonis asked if she would be required to attend future Board meetings. It was explained that the Board would require the Chairperson of all Association Committees to attend all Board meetings or appoint a Committee member in their absence to attend.

The Board briefly discussed the outline of duties for the Architectural Review Committee (ARC) and potential volunteers that spoke up at the previous Special Board meeting. The discussion ended with no motions to approve a revised Committee Charter for the ARC or to form and approve any other Committee Charters nor were there any motions to appoint a new Chairperson and Committee members to the ARC.

VII. Adjournment

Jerry McClam made a motion to adjourn the meeting. *Scott Ashe* seconded the motion, all in favor, unanimous. The meeting adjourned at 8:16 PM.



Scott Ashe, Temporary Recording Secretary



Alan Smith, Secretary