

The Villas at Andover HOA Inc.
C/O All Points Community Management, LLC
141 Prosperous Place, Suite 21
Lexington, Ky. 40509

What: Annual Meeting Minutes

Where: Lexington Public Library, 3000 Blake James Drive, Lexington, Ky 40509

When: January 28, 2020, 7 pm

Attendees: Directors – Directors: Tim Shuck, Bob Antrobus, Lee Sims, George Tomiach
All Points: Edwin Gibson
Guest Advisor: Chris Farris/BLF Law Firm

Quorum: 11 owners present, 12 proxies = 61% of homeowners represented

Call to Order: 7:02 pm By Tim Shuck/President

Introductions: Each officer, guest and HOA member introduced themselves.

Disposition of the minutes:

Motion by George Tomiach, Seconded by Bob Antrobus: minutes of 2019 Annual meeting approved by acclamation.

Reports of Board Officers, Committees and Management: _____

Presidents Report – Tim Shuck

- **Andover golf course sale and progress:**
 - Short history of solicitation of RFPs, evaluation, negotiations and sale of common property owned by Andover Common Properties (driving range and clubhouse property) was presented. Sale to Anderson Communities closed in October 2019 for \$1.857M.
 - Discussed plans for dead tree cutting on Villas' common property as funds become available.
 - Discussed sale of 2 lots off old #10 golf hole & benefits to our HOA and community.

Treasurer's Report - Bob Antrobus

- Review of actual financial performance for 2019 compared to 2019 actual budget by line item.
 - Revenue on target due to accrual accounting;
 - Large variance in penalties and fees and reasons for that variance;
 - Discussed significant legal expense variance and what activities resulted in the variance;
 - Accounts receivable significant due to pending legal matters including foreclosure and litigation.

Budget Review – Tim Shuck

- Income estimates include no increase in assessments for 2020
 - Additional income results from a full year of assessments at the \$300/quarter amount currently set; prior year assessment increased from \$265 to \$300 in April.

- Additional revenue for greenspace maintenance assessment that did not begin until 2nd quarter in 2019;
- Additional income from our HOA's share of "profit" from sale of ACP property.
- Expenses remain like last year with the following exceptions:
 - All Points management contract approved by BOD at 7% increase for 2020;
 - Greenspace maintenance cost is spread over 12 months instead of 9, causing a significant increase to the budgeted cost.
 - Legal expenses are increased over 2019 due to pending litigation and a deferred expense from 2019 for property tax valuation dispute.
 - Expense increases will be offset by elimination of shared expense fees for ACP membership.

New Business:

- Governing Documents were reviewed item by item by Bob Antrobus.
 - HOA member's questions were addressed as items were reviewed.
 - Section 12: Member concern was raised about privacy fences being allowed in CCRs and as Specified in Policies & Procedures. Rationale for recommendation was discussed and request to reconsider was considered but rejected because timing of request would not allow a vote as scheduled at this meeting (insufficient votes present in person or by proxy).
 - Changes to Governing Documents were **not approved** due to differing requirements for passage of By-Law changes and CCR changes. The board had not allowed for this situation by packaging the vote as a single item on the ballot. When considering passage by the highest standard (CCR's required a 67% approval by ALL owners), 26 votes were required for passage. The vote (including Proxies) was:
For approval = 21
Against approval = 2
- 2020 Budget – **Approved as presented**, 21 – 0 (proxies included). Required majority of a quorum present in person or by proxy (30% of Owners = 12).
- Election of Officers – 3 Directors elected:
 - Tim Shuck & Lee Sims re-elected for 2-year terms (2020-21).
 - Chuck Berry and Shannon Messer tied on ballots; after consultation with our attorney who was present, a show of hands vote of members present resulted in the election of Chuck Berry to fill the third position on the board.
 - They will join George Tomaich and Jo Gawthrop whose terms expire in January 2021.

Adjournment: 8:58 pm

Next Regular BOD Meeting: 4:00 pm, Feb. 12, 2020

Location: All Points Offices