

**ALWA Board of Directors
Meeting Minutes
March 24, 2009**

1.) Call to Order:

President Perry Cole called the meeting to order at 7:00 P.M. Present were board members Michael Bicak, Perry Cole, Mark Freeman, Mike Hickey, and Matthew Rodger. Also present were Scott Hemingway, General Manager, Warren Perkins, engineer with Gray & Osborne, Dick Jonson, counsel, Bob Pancoast, Hydrogeologist with Compass Geographics, and Sharon Bakke, Administrative Coordinator. Board member David Hoffman arrived at 7:25 P.M. Board Member Merlyn Blue was absent.

2. Changes or Additions to Agenda

None

3. Business from Floor

None

4.) Minutes

MOTION 03-24-09-01 – Matthew moved to approve board meeting minutes from February 24, 2009. Michael Bicak stated there was one change on page two, sixth paragraph; namely it was Matthew Rodger, not Michael Bicak who had noted there was still a balance in the Schwab account. Matthew then moved to accept the minutes as amended. Michael Bicak seconded and motion carried unanimously.

MOTION 03-24-09-02 – Michael Bicak moved and Mark Freeman seconded motion to approve the minutes of the Special Meeting on February 26, 2009. Motion carried unanimously.

5.) Action Item Status Reports

Perry called for reports on the action items:

90201 – Done

90202 – Scott said Fury estimated about \$1,000.00 to move the Marshall Well driveway.

90203 – Scott said companies with short payment terms are Home Depot, Office Depot and Pitney Bowes and suggested one way to avoid late payment penalties would be to have staff use the SnoFalls online bill payer.

90204 –Mike Hickey reported he had not yet closed Schwab account but would by next meeting.

90205 – Scott said the Cert. of Avail. is in process, a document regarding this issue was emailed to Board.

90206 - Done

6. Financial Reports and Membership Count

a.) **Check List** – Mark asked about the SCADA expense for Sammamish Plateau Water & Sewer. Scott explained we have a contract to hire their electrician when we need electrical work done.

MOTION 03-24-09-03 – Mike Hickey moved and Matthew seconded motion to approve check list. Motion carried unanimously.

b.) Membership List -

MOTION 03-24-09-04 – Michael Bicak moved and Mark seconded motion to approve the Membership List. Motion carried unanimously.

c.) **Aging Accounts:** Scott reported we have about twelve accounts per month more than 90 days overdue and most of them pay after they receive a door hanger. The rest are on payment plans, and one account dropped off once their request for leak relief was resolved. Scott then reviewed the Loreto account (#4), explaining that the new lock has not been tampered with, but Jeremy removed their meter to install it. Once the meter was removed, water came up from the member's service line into the meter box. It has come to our attention that this was due to the fact that one of their neighbors is supplying water to them, which presents a cross connection hazard. Jeremy capped the service line where it comes into the meter box. Scott stated that the neighbor was violating the Association's rules. He reported that \$1,463.40 was the present balance and he recommended that service not be reinstated until payment in full was received. After discussion, the Board concurred.

90201 Action Item: Scott, test to confirm cross connection hazard and contact neighbor regarding hazardous condition and violation of rules.

MOTION 03-24-09-05 – Matthew moved that the staff be authorized to pay the three vendors with short payment cycles, Home Depot, Office Depot and Pitney Bowes, up to \$250.00 per month from the SnoFalls Checking Account using the automatic bill payer. If the bill is more than \$250.00, the staff must email the entire board to request the authorization to pay the larger amount and at least two board members must respond affirmatively. Details of the transaction could then be read into the minutes at the next board meeting and be ratified. This way the bills can get paid before late fees accrue and internal controls would not be compromised. Michael seconded the motion.

Discussion ensued. Motion failed. Other options were discussed.

90202 Action Item: Scott propose delegation of authority plan and present to the board.

7. Old Business

a.) **Tall Chief** – Tall Chief has indicated they would like ALWA to issue a Certificate of Water Availability for their project. Scott explained the term sheet he had prepared and emailed to the Board. The Board discussed the proposed conditions on the certificates.

MOTION 03-24-09-06 – David moved to authorize the staff to present the term sheet to Tall Chief and to negotiate a proposed agreement. Michael Bicak seconded, motion carried unanimously.

90203 Action Item: Scott set up a meeting with Tall Chief.

b.) Moratorium –

MOTION 03-24-09-07 – Matthew moved the temporary moratorium on new memberships be extended for six months from February 28, 2009. Michael Bicak seconded and the issue was discussed. Motion carried unanimously.

c.) Connection Charges – Scott said he expects the consultant, Ashley Emory, to complete his study by the next Board meeting or the one after that.

8. New Business

a.) Directors Liability Insurance – Sharon stated the new policy is in effect and details are available to any Board member who would like to review them.

b.) RDA Loans – Matthew stated he thought the Association should pay off the first two RDA loans, saying they are small and it would save on interest charges as well as possibly benefit the Association on future loan applications. He asked if there were any penalties for early payoff. Scott said he didn't think so and would check with Darla O'Connell at RDA on how best to proceed.

MOTION 03-24-09-08 – Matthew moved and Michael Bicak seconded a motion to pay off RDA loans 1 and 2 in full. Motion carried unanimously.

90204 Action Item: Scott check into procedure for paying off loans.

c.) ACH Debits – Matthew explained why he thought it would be useful for the Association to pay some of our vendors using ACH (Automatic Clearing House) debits.

d.) Key Bank Money Market Signatories – Sharon stated only Merlyn Blue and Michael Bicak are currently signers on the money market account. The Board reiterated the policy that all officers, but only officers, should be signers on the bank accounts. Sharon will get the needed paperwork to add Mike Hickey and Perry Cole to the account.

Dick suggested we add the Rules and Regulations to the agenda.

e.) Rules and Regulations – Perry presented the most recent red-lined revision of the Rules, asking if everyone had had a chance to review them and make suggested changes. There were two small grammatical changes to be made.

MOTION 03-24-09-09 – Mark moved and Mike Hickey seconded motion to accept the revised Rules and Regulations document with the two grammatical corrections as discussed and that the staff may correct any other grammatical errors. Motion carried unanimously.

9. Management Report: Scott discussed the management report stating the transfer of funds in the amount of \$200,000.00 into the ING Direct account was complete. He said Fury would be able to do the grading to move the driveway at Marshall for around \$1,000.00.

MOTION 03-24-09-10 – Michael Bicak moved and Mike Hickey seconded motion to relocate driveway at Marshall Well onto the easement. Motion carried unanimously.

90205 Action Item: Scott notify Gary Carroll of Board decision.

10. Consultant Reports

Nothing further

Scott brought up discussion about building a new office & shop for the Association by asking the Board which of the two proposed sites they prefer and explaining why he felt the Vista site might be best. He said Jeremy has looked into building designs and has had a septic designer out to do preliminary feasibility studies on the sites. Scott said he had discussed the matter of applying for a conditional use permit with De-En Lang, who said the most common objection from neighbors is the possibility of increased traffic and having a traffic study done and submitted with the permit request might help with that.

The Board then discussed fairness and consistency with regard to member appeals.

11.) Member Calls and Letters – none.

12.) Action Item Review – Sharon listed action items from this meeting.

12.) Next meeting – April 28, 2009, 7:00 P.M. at Association Business office.

13.) Meeting Adjourned – 9:08 P.M.

Minutes taken by Sharon Bakke

Signed Approved, Michael Bicak, Board Secretary

Date

This Meeting's Action Items

#**	Start Date	Action	Requester	Owner	Due Date	Status/Comments
90301	3/24	Test to confirm cross connection hazard and contact neighbor re: hazardous condition and rules violation.	Board	Scott		
90302	3/24	Work up proposed delegation of authority plan to present to the board.	Board	Scott		
90303	3/24	Set up a meeting with Tall Chief.	Board	Scott		
90304	3/24	Check into procedure for paying off loans.	Board	Scott		
90305	3/24	Notify Gary Carroll of board decision.	Board	Scott		

** First digit indicates year, second & third digits indicate month, third & fourth digits indicates number of action item in that month.