

LAKE HOLIDAY COUNTRY CLUB

Minutes of Board of Directors Regular Meeting

Date/Time/Place: 23 Aug 2022; 6:30 pm, Club House Great Room

Directors in Attendance: Elizabeth Hair, Betka Hardgrave, Mary Lewia, Pat Majewski, Cathy Melcher, Darrell Melcher, Ed Noble, Stephanie Ryan, and Bill Quirk.

Invited Attendance: Mike Goodwin, General Manager

Note: Zoom conferencing software was used; Judy Schumer provided technical support.

TOPIC:	DISCUSSION:
2022 Community Survey Presentation	Kevin Whorton of Whorton Research, who conducted the 2022 community survey and consolidated the results, gave a presentation of those results. The presentation and narrative will be posted to the website and announced to the community when posted.
Agenda Approval	Motion: Director Majewski moved to accept the agenda. Action: In favor: 9 - 0 (unanimous). Motion carried.
Open Forum	<ul style="list-style-type: none"> • Dustin Terry (BGS&A Chair) wanted to add to Tab 6, concerning the pickle ball courts, the costs should be approved with a not-to-exceed \$700 • Jason Bowen expressed his concern about posting delinquencies in the September newsletter. Director Ryan responded the Board has little recourse in collecting delinquent dues; other than through court action, either suing or posting a lien on the property. It could be years before the Association would collect through sale of the property. It was noted posting a delinquency notice has been previously done.
Tab 1 - Approve Board minutes (Director Hair)	It is my responsibility to record what is discussed during these Board meetings, but I consider it a team effort. There are times I don't hear the individual; other people are talking; or that person is going too fast for me to write it all down. I have attempted to make sure I get it right but being ignored and/or yelled at is not, what I feel, supportive in appropriately recording the meeting. Also, at the last meeting, we approved three Board meeting minutes but in the 6 July Special Board minutes about the marina, I was told by a Board member to change a word from what was said. My responsibility is to write what people say, so I am letting you know I am correcting the record. The word that was changed was stated during open forum. A community member stated they were concerned about missing poles in the marina, either having broken off or dropped to the bottom of the cove - would these poles potentially puncture a boat or rotors clipping them. I changed "rotor" to "propeller" to accommodate a Board member; however, I feel obligated to correct the record and change it back. Going forward, I expect the Board to be team players, and provide your edits in advance of the meeting so all the Board members can see them and comment, if necessary, rather than

	<p>springing changes on the Board members at the last minute. None of these comments or minutes are a matter of record until we vote on them.</p> <p>Motion: Approve the minutes from the 28 July Board meeting.</p> <p>Action: In favor: 9 - 0 (unanimous). Motion carried.</p>
<p>Tab 2 - President's Report (Director Majewski)</p>	<p>Board Candidates: There are 4 positions: three for 3 years; and one for 1 year. A candidate's briefing was held on Saturday, August 6th and another being held on August 24 at 7pm. Candidate biographies are due by 5 pm, Wednesday, Sept 7th. The candidate's forum is on Saturday, September 24 at 10 am. The forum will be streamed live, recorded and presented on YouTube. Board candidates are encouraged to attend board meetings and review Lake Holiday governing documents: Deeds of Dedication, Articles of Incorporation, Bylaws, PRPs (Policies, Rules, and Procedures), Resolutions (especially the Code of Conduct) and Goldberg's Rules of Order for meetings. Each director has the fiduciary responsibilities to perform their duties in a careful manner exercising reasonable diligence and carried out in good faith, transparently, for the best interests of the Association. Each director also participates in the budget process and must understand the finances of the association to be good stewards of the membership's assessment income.</p> <p>Directors accept a certain responsibility and duty to participate meaningfully on association matters when a decision is made to run for the Board. Board directors should not allow personal grievances to get in the way of doing our best for the Association and the members who trusted us with their support and votes. Being a board director requires your time and commitment; thus, if you accept the position, you should be prepared to devote a portion of your schedule to the Association. Prioritizing your service to the POA is the very essence of fulfilling a director's fiduciary responsibility. Boards should strive to work collaboratively and become a cohesive team, with all directors playing an active and positive role in helping the Association move forward with its mission. Each director brings unique skills and expertise to the Board that can be helpful in making time-critical decisions</p> <p>Marina Update: Triad Engineering performed geotechnical testing of the cove soil conditions on August 16. They used a track auger to drill two holes approximately 6" in diameter and samples retrieved were fractured shale soil. The first hole, just north of the boat ramp, went down 17' before it was stopped by harder rock. The second, just south of the ramp, went down 13'. This is good news; anchors only need to go down 8-10'. We've requested a proposal from an engineering firm for either a full design if required for type of anchor and placement or a quality control evaluation of a contractor's design and re-check when complete. Their proposal is pending. Waterfront Contracting and Hazelett Marine will install a test helical (screw-type) anchor to see how it will perform in our soil. Then each will provide a proposal for installation. The goal is to have the work completed by this fall.</p> <p>Corrections of misstatements made in a prior Board meeting.</p>

	<p>It was stated the former president was invited to use the lake patrol boat to give rides to members during the 50th anniversary celebration and this was inappropriate since our insurance policy did not cover anyone else operating the boat. The Activities Committee asked the former president to give boat rides. The Association uses the lake patrol boat to perform E. coli testing weekly during the season. Volunteers have always operated the boat and obtained the water samples for these tests. The former president is one of those volunteers. All of the volunteers are covered on our insurance policy for the lake patrol boat, so there was nothing inappropriate about the former president operating the patrol boat.</p> <p>Another misstatement was Board minutes edits must be made at the following Board meeting and that minutes cannot be edited prior to the meeting through Board emails. (Goldberg’s Rules of Order, published in 1997, was cited.) The only reference in Goldberg’s Rules regarding minutes is under Section C. Approval of Previous Minutes: “The minutes of previous meetings are not official minutes of the board unless and until the board votes to accept them. Any board member may suggest changes to the minutes before the board adopts them. The suggested changes should be set forth in the minutes for the record, and then the board should adopt or reject such changes.” The Rules were published before the internet was widely available for use and only applies to in-person meetings. Typically, for Lake Holiday, the secretary sends out the draft minutes by email and directors propose suggested edits. The directors have a second opportunity to propose edits after they receive their board book which is available 5 days prior to the board meeting. To propose edits during a board meeting interrupts the flow and continuity when important business decisions need to be made. Board meeting minutes edits may be made through emails prior to the Board meeting.</p>
<p>Tab 3 - General Manager’s Report (Mike Goodwin)</p>	<p>Mr. Goodwin discussed highlights from the GM report. (Full report in 23 Aug Board Book.)</p> <p>Paving and Tar and Chip Updates - Carroll Construction completed paving the Lakeview Drive, Sunset Circle, and Yieders Run mail stations (\$46,090.00), the handicap parking area at the marina (\$7,860.00) and prepped areas for the upcoming tar and chip application. Tar and chip applications are tentatively scheduled after Labor Day. Email notifications will be sent out detailing the schedule and a listing of the areas needing treatment. Carroll Construction also graded parts of the roadway leading to the southside emergency exit road and Beach III which were showing significant erosion and rutting. Additional work addressing drainage issues is planned there this fall.</p> <p>Tractor Repairs and Upgrade Replacement Recommendations - The Association’s 4-wheel drive Kubota M7060 tractor is back in service. The entire front axle assembly was rebuilt for ~\$6,000.00. This tractor’s had issues (various) since the factory warranty expired. Due to this experience and their product reliability and value are not what they once were, Mr. Goodwin doesn’t recommend purchasing Kubota products in the future. As recommended, the Association should trade in the 2017 Kubota (MX5200)</p>

for a larger 4-wheel drive tractor capable of replacing the M7060 when necessary, and able to accomplish the same tasks when both are in service. Only manufacturers with local businesses (for servicing after purchase) were considered (Kubota, John Deere, and Mahindra). Although Mahindra ratings have improved, user reviews detail issues with reliability and parts/service availability. Therefore, quotes were received from Winchester Equipment for a Kubota 5660SU, and Virginia Tractor for a John Deere 5055E. Both tractors have similar horsepower ratings to the M7060 and include a trade in value allowance for the Kubota MX 5200. The powertrain warranty for the Kubota is 2-years while the John Deere is 5-years. Also, the John Deere engine has a sleeved cylinder bore design which allows a more easily and effective engine rebuild should failure occur, while the non-sleeved Kubota engine may suffer catastrophic damage if engine failure occurs (resulting in a complete replacement such as we experienced with the M7060 in 2020). Due to the issues and repair expenses related to the current Kubota, he recommends replacing the MX 5200 with the John Deere 5055E. The backhoe attachment for the Kubota will not work on the John Deere so the quote includes a backhoe attachment as a part of the purchase. If purchased, this gives a higher level of capability redundancy and allows both tractors to utilize backhoe attachments simultaneously when needed. The total cost after trade in is \$47,189.88 including the second backhoe attachment. Delivery from time of purchase is estimated at 8 weeks.

Motion 1: Director Ryan moved to purchase the John Deere tractor as recommended by the General Manager with a cost NTE \$50K with Undesignated funds.

Action: In favor: 9 - 0 (unanimous). **Motion carried.**

Roadside Tree Trimming Recommendations - The estimate for cutting back vegetation along paved roadways is slightly under \$50K based upon a detailed inspection / evaluation of all included areas by our vendor. Pricing from our current tree service contractor, Smeltzer's Tree Service, includes traffic control during operations (flaggers with radio headsets), documented workers comp insurance as well as general liability coverage of \$1million. Whereas usually other smaller companies don't carry the insurance. If engaged, the Association would provide consecutive well-defined sections for a continuous operation until completion within a year. The LHCC GM would inspect each area upon completion. Vegetation cutback, in general, would be at least 10' from the roadway and up 20-25' above ground. Any intrusive trees such as redbuds, locusts, sumacs, and autumn olives will be removed from the ditch areas. Where trees have been planted by members, the vendor will work with them to cut back only as necessary, to maintain aesthetics, unless necessary for safety or for roadway/ditch protection. This work desperately needs undertaking as soon as possible; and recommend allocating \$50K with the expectation of work performed over the coming year beginning in fall; then again in eight years to keep up with vegetation. This has not been accomplished previously as the growth is only now encroaching the roadways since being built.

Motion 2: Director D. Melcher moved to approve the GM's recommendation with using NTE \$50K of Undesignated funds.

Action: In favor: 9 - 0 (unanimous). **Motion carried.**

Annual Dam Inspection Report - The GM conducted the LHCC annual

	<p>dam inspection, produced and submitted the report to the Virginia Department of Conservation and Recreation (DCR) in July. On August 5, 2022, the Association received confirmation the report was reviewed and accepted by Dr. Zhengang (Michael) Wang, (DCR dam engineer). Dr. Wang recommended the Association do the weir's knife gate at least once yearly, which will be done later this fall. Viola Engineering (Mark Viola) will conduct the next inspection in 2023.</p>
<p>Tab 4 - Treasurer's Report (Director Noble)</p>	<p>Motion: Treasurer Noble discussed LH's finances then moved to approve the 2023 budget. Discussion ensued concerning postage and printing costs. At this time, the budget allows for current costs but this is a moving target since mailings for fines and elections are now being accomplished through electronic means. In addition, a second traffic camera was added increasing the number of citations mailed. Once the Finance Committee has a better understanding of these costs, the budget for 2023 should have a better baseline. The Treasurer noted funding of CIP major projects in 2023 will be with transferred CDAR funds (Board approved). He also noted there won't be a significant increase in assessments to the membership in 2023. However, assessments will be rounded to the nearest dollar for ease in cash payments.</p> <p>Single family: \$142.00 per month Utility lots: \$131.00 per month Non-utility lots: \$49.00 per month</p> <p>Action: In favor: 9 - 0 (unanimous). Motion carried.</p>
<p>Tab 5 - Committee Minutes</p>	<p>No comments</p>
<p>Tab 6 - Additional Pickle Ball Court Lines on Second Tennis Court (Director D. Melcher)</p>	<p>Issue: Residents are using the tennis courts to play pickle ball tournaments, but only one court was approved for pickle ball stripping specifically. The community has requested the 2nd tennis court (the one closest to the Clubhouse/Beach 1 parking lot) also be painted for pickleball. The GM identified painting will be dependent on the contractor's (Wilson's Asphalt) schedule and weather.</p> <p>Motion: Director Majewski moved to approve striping the 2nd tennis court for pickle ball with a NTE \$700 using the GM's operating budget.</p> <p>Action: In favor: 9 - 0 (unanimous). Motion carried.</p>
<p>Tab 7, Informational – Playground Equipment for Country Club Park (CCP) and Beach One (Director D Melcher)</p>	<p>Beach 1 Playground Equipment was evaluated as being dangerous and at its end of life. The maintenance team performed corrective actions to shore up the current equipment but determined they could not do any further repairs. The board approved replacing the entire playset and installing a set at CCP to draw the younger population in the community to the park. BGS&A (led by Tammy Bollman) have completed the evaluation and recommendation phase. (See the Aug Board book for complete information). Costs did not exceed the approved amount: Beach I - \$51,107 (Replacement Reserves); CCP - \$58,471 (CIP). BYO Recreational, Inc was selected.</p>

<p>Tab 8 – Formation of Forest Management Plan Task Group (Director C. Melcher)</p>	<p>Issue: LHCC has had a documented Lake Management Plan as part of the Master Plan for several years that is managed and updated by the Lake Committee. Our forested areas, streams and tributaries have an impact on our lake; however, LHCC lacks a forest stewardship approach for the careful and responsible management of forestland to ensure the health and long-term viability of natural resources. LHCC desires to sustain the forestland, improve forest health, encourage regeneration of native forest trees and plants, minimize the growth of invasive plants, create and improve wildlife habitat, and improve the common area aesthetics, especially surrounding the lake.</p> <p>Motion: Director C. Melcher moved to approve the establishment of a Forest Management Task Group with representatives from Master Planning, BGS&A and Lake Committee members</p> <p>Action: In favor: 9 - 0 (unanimous). Motion carried.</p>
<p>Tab 9 - Nominating Committee's Proposed Changes to PRP #16 Sections C and D (Director Hardgrave)</p>	<p>Issue: Ensure Board Candidates are aware of the LHCC Board of Directors Code of Conduct and Goldberg's Rules of Order, by which they will be expected to abide if elected.</p> <p>Motion: Director Hardgrave moved to accept the Nominating Committee proposed changes to PRP #16 Sections C and D, re: candidates must be aware of the Board of Directors' Code of Conduct and Goldberg's Rules of Order; and each candidate package includes a signed statement of understanding.</p> <p>Action: In favor: 8; Opposed: 1 (Director Noble) Motion carried.</p>
<p>Tab 10 – Revisions to Resolution 2013-05 Code of Conduct (Director Majewski)</p>	<p>Issue: The resolution, written in 2013, has never been updated or revised. The document identifies committees are an extension of the Board and must abide by these rules and emphasizes this along with Goldberg's Rules of Order.</p> <p>Motion: Approve the updated Code of Conduct resolution</p> <p>Action: In favor: 9 - 0 (unanimous). Motion carried.</p>
<p>Tab 11, Informational - Communications Board (Director Lewia)</p>	<p>Director Lewia reviewed with the Board the listing of comments/suggestion from the community.</p>
<p>Executive Session</p>	<p>Director Lewia moved to enter executive session to discuss a legal issue.</p> <p>Director C. Melcher moved to exit executive session.</p>
<p>Adjournment / Announcements</p>	<ul style="list-style-type: none"> • The next Regular Board Meeting will be 27 Sep 2022 at 6:30 p.m. in the Clubhouse Great Room. • Meeting adjourned at 9:13 p.m.

Respectfully Submitted,
Elizabeth Hair, Board Secretary

LAKE HOLIDAY COUNTRY CLUB

Minutes of Board of Directors Special Meeting

Date/Time/Place: 15 Sep 2022, 6:30 pm, Clubhouse Great Room

Directors in Attendance: Elizabeth Hair, Betka Hardgrave, Mary Lewia, Pat Majewski, Cathy Melcher, Darrell Melcher, and Ed Noble.

Directors Absent: Stephanie Ryan and Bill Quirk.

Invited Attendance: Mike Goodwin, General Manager

Note: Zoom conferencing software was used; Judy Schumer provided technical support.

TOPIC:	DISCUSSION:
Agenda Approval	<p>Motion: Director C. Melcher moved to approve agenda as amended; add Tab 3, Clubhouse Refresh Electrical Work.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p>
Open Forum	<p>Many questions were answered during the Marina presentation and resulted in very few questions being asked during open forum. However, questions were of the same nature – about the marina. The following summarize questions/answers during the presentation and Open Forum:</p> <ol style="list-style-type: none"> 1. Inspections required: 6 months to a year after installation, then every 1 to 3 years after that. Inspections are a separate charge. 2. Elastic connectors don't create hard stops which cause damage to the anchors or the docks. 3. Hazelett Marine provides 2-year warranty on what they provide only. 4. Galvanized steel rods are 6 ft tall with 2 plates; one 6" and 8" and are bored into the shale rock. 5. Since Lakeside Docks was the service provider that installed the parallel docks configuration, will we get a credit for their previous work. Yes, however, most of the work is new, adding dock, rollers, and plating. 6. Original quote from Hazelett Marine was \$355K; Director Majewski, Steve Herring, Jim Pagenkopt and Mike Goodwin negotiated the lower price of \$280K.
Tab 1 – Marina (Director Majewski)	<p>Mr. Todd Harris from Hazelett Marine (with Chad Walder from Waterfront Contracting on the phone) gave a proposal presentation to fix the marina.</p> <p>Based on presented information and of the 8+ companies contacted, the working group recommended proceeding with Hazelett Marine and Waterfront Contracting. Hazelett will provide the elastic connectors and other parts for the lines, engineering, design guide, customer install guide, as built install report, PE stamp of the layout design. Waterfront Contracting will complete installation and provide 52 helix anchors with an equal number of lines and connectors. The overall negotiated price is \$280,000. Lakeside</p>

	<p>Docks price for their additional work, with a discount included, is \$20,750.</p> <p>Motion 1: Approve the new marina anchoring system designed and installed by Hazelett Marine and Waterfront Contracting for \$280,000 using Undesignated Funds; work will be performed in 2022.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p> <p>Motion 2: Approve the additional gangway work performed by Lakeside Docks for a not to exceed \$23K using Undesignated funds; work will be performed in 2022.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p> <p>Motion 3: Approve cashing a \$240K CDAR to fund the marina project.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p>
<p>Tab 2 – Replace (Kantech) Maintenance Facility Gate Control (Director Majewski, with Mr. Goodwin (GM) presenting)</p>	<p>Issue: The Kantech security access panel at the Maintenance facility has catastrophically failed and needs to be replaced. New direct replacements have been unavailable, and this model of panel is not simple to upgrade without upgrading the software and interfaces concurrently. (See Board Book for upgrade phases.)</p> <p>Motion: Approve the BK proposal using newer technology from ProDataKey (PDK) at a cost not to exceed \$7500 using funds from the IT Budget. (Line 6105)</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p>
<p>Tab 3 – Clubhouse Refresh Electrical work. (Director Majewski with Director C. Melcher presenting)</p>	<p>Issue: The existing electrical receptables and lights switches are not only older models but were designed for household vs commercial use; and are beige in color. Four track lights in the Great Room should be replaced with smaller, more energy-efficient and cooler LED fixtures.</p> <p>Motion: Approve replacing existing electrical receptables in the Clubhouse with modern, commercial grade versions that are white in color. Replace four track lights with smaller more energy-efficient and cooler LED fixtures and move the existing electrical outlet from the track light to the center of the ceiling of the Great Room for future use. Bulbs should be dimmable and easily replaced. Total not to exceed the budget of \$7K and installed during the Clubhouse refresh project dates.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p>
<p>Executive Session</p>	<ul style="list-style-type: none"> • Director D. Melcher moved to enter executive session at 8:40pm. • Director Noble moved to exit executive session at 9:20pm. <p>Motion: Director Noble moved for General Manager, Mr. Mike Goodwin, to contact S&B Food Services, LLC as discussed regarding their contract.</p> <p>Action: Vote 7 - 0 (unanimous). Motion carried.</p>
<p>Adjournment / Announcements</p>	<ul style="list-style-type: none"> • The next Regular Board Meeting will be 27 Sep 2022 at 6:30 p.m. in the Clubhouse Great Room. • Meeting adjourned at ~9:30p.m.

Respectfully Submitted,
Elizabeth Hair, Board Secretary