

EMERALD HILLS HOMEOWNERS ASSOCIATION, INC.
MINUTES OF BOARD OF DIRECTORS MEETING

March 11, 2009
Fire Station #19, 4091 Jefferson Avenue, Emerald Hills, CA
7:34 pm

The following are the minutes of a meeting of the Board of Directors (the "**Board**") of Emerald Hills Homeowners Association, Inc., a California corporation (the "**Association**" or the "**EHHA**"). The meeting was held on the date and at the time referenced above. Attending the meeting were Directors Michael Mangini (Chair), Adriana Botto, Tim Farrar, Joe Foraker, Mike Sherman, and Marline Underwood. Directors Tom Brouchoud and Carla Rayacich arrived at 8:05 pm and Director Frank Fraone was absent. In addition, community member Nancy Mangini was also present. Director Botto acted as Secretary and kept the minutes of the meeting.

A quorum being present, the meeting was called to order.

The Agenda was read, and after brief discussion, approved.

1. Visitor Forum (Comments) / Member Input. None

2. Announcements. None

3. Correspondence.

Director Mangini reported that the Association had received various pieces of mail from San Mateo County and a bill from the U.S. postal service for the mailing permit. A brief discussion followed.

4. Approval of Past Meeting Minutes.

Director Botto presented meeting minutes from the Association's February 11, 2009 Board meeting for approval. After discussion,

MOTION: Director Sherman moved to approve the February 11, 2009 Board meeting minutes as presented.

SECOND: Director Foraker seconded.

A brief discussion followed.

Motion approved.

5. Treasurer's Report.

Next Director Farrar provided a verbal report regarding the Association's financial condition to the Board. He indicated that due to the lack of donations in recent months, that after payment of the costs associated with printing and mailing the March newsletter, and payment for sundry items for the upcoming annual member meeting, he anticipated having \$1,700 to \$1,800

remaining in the Association's bank account. The Board discussed all of the efforts made to date to obtain revenue through advertising in the Association newsletter, but to no avail, likely due in large part to the current economic downturn. Director Farrar noted that without either an increase in donations and/or receipt of funds in connection with newsletter advertising that the Association would likely have to consider stopping production of a paper newsletter, until the financial condition of the Association improved. The directors asked several questions and a lengthy discussion including ways to reduce costs and generate revenue followed. After discussion,

MOTION: Director Botto moved to accept the Treasurer's Report as presented.

SECOND: Director Sherman seconded.

A brief discussion followed.

Motion approved.

MOTION: Director Underwood moved to move the Association website, under recommendation from Director Sherman, to a free hosting service.

SECOND: Director Foraker seconded.

A brief discussion followed.

Motion approved.

6. Nominating Committee Report.

Director Botto then provided a very brief status report to the Board regarding the search for additional candidates for the Board of Directors. The Committee had followed up on all leads for potential candidates, but none had committed to placing their name in nomination. The Board discussed the possibility of additional candidates being nominated from the floor at the Annual Member Meeting, pursuant to the process outlined in the Association Bylaws. Director Brouchoud indicated that he might have an interested candidate and was authorized to follow up with that individual. Director Botto noted that she was hopeful other candidates might come forward after the mailing of the March newsletter on March 12, and that there was still time to have additional candidates' names and biographies placed on the ballot prior to the Annual Member Meeting.

7. March Newsletter Mailing.

Director Botto indicated that unfortunately the newsletters had not arrived prior to today's Board meeting as was originally planned, but that they would, however, be delivered the following day. The Board agreed on a time and place to conduct the mailing on March 12.

8. Annual Member Meeting.

Next Director Mangini led a discussion about the logistics of the March 31 Annual Member Meeting to be held at the PCC. An in depth discussion followed.

Next Director Botto reviewed with the Board the drafts of the Annual Meeting PowerPoint presentation, the agenda, and the form of ballot that she had prepared. After discussion and comments from the Board, each was approved for use at the meeting.

9. Transition of Duties.

Next Director Mangini discussed formalizing the process of the transition of duties for outgoing officers and directors. Director Botto also reviewed with the Board the officer duties as outlined in the Association Bylaws. After discussion, it was agreed that each current officer would create a description of their duties outlining their role in a practical context, to be provided to the incoming officers upon their appointment. Director Botto also agreed to provide soft copies of all her templates including meeting notes, agendas, PowerPoint presentations, ballots, and newsletters. The Board also expressed its desire to have outgoing officers and directors attend the first Board meeting after the election of the new board, to ensure a smooth transition of duties.

10. For the Good of the Order.

At this point in the meeting, Director Mangini thanked the Board for their service to the Association and the Emerald Hills community over the past year.

11. Adjourn. 8:40 pm

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

Adriana Botto
Secretary