

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

April 2, 2007
313 Lakeview Way, Emerald Hills, CA
7:30 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**”). The meeting was held on the date and at the time referenced above. Attending the meeting were Directors Cheryl McGovern (Chair), Carolyn Chaney, Steve Hill, Steve Harper, Michael Mangini, Adriana Botto, Amy French and Lee Lukehart. Milo Medin was absent. Also present at the meeting from the community were residents Barbara McGowan, Nancy Mangini, Robert Bromwell and Reg Ford. Director McGovern acted as Chair and Secretary and kept the minutes of the meeting.

Prior to the formal commencement of the meeting, Director Botto requested to tape the meeting. A short discussion followed and no objection was made.

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

The Agenda was read, and upon a motion duly made and seconded, approved.

1. Announcements and Quick Reports.

Welcome to our new directors.

2. Public Input. Limit 2 minutes per person.

3. Approval of the 2/26/07 Board Meeting Minutes. (*Deferred to next meeting*)

4. Treasurer's Report.

Treasurer Lee Lukehart reported a balance of \$9,305.

5. Election of Officers.

Director Chaney read the description of officer duties for the offices of President, Vice President, Secretary and Treasurer from the Association's Bylaws. The Board discussed its practice of separating the duties of the recording Secretary and the corresponding Secretary and delegating certain Secretarial duties to other officers pursuant to the authority granted to it under the Association's Bylaws and as it deemed practical. The following directors expressed their interest in the following offices:

Name	Office of Interest
Lee Lukehart	Treasurer
Adriana Botto	Secretary

Name	Office of Interest
Carolyn Chaney	Vice President
Steve Hill and Michael Mangini	President

Director Lukehart noted that Director Medin had previously expressed his interest in the office of President. Director Lukehart nominated Milo Medin as a candidate for the office of President.

After discussion and upon motion duly made and seconded, it was

RESOLVED that the following Directors would serve in the following capacities until the earlier of their death, resignation or removal:

Name	Office
Lee Lukehart	Treasurer
Adriana Botto	Secretary

After further discussion and upon motion duly made and seconded, it was

FURTHER RESOLVED, that the election of the offices of President and Vice President would be deferred until the following meeting of the Board. (*Deferred to next meeting*)

6. Committee Chairs and Assignments. (*Deferred to next meeting*)

7. New Business.

a. Thank you to Carole Henley and Sallie Martin.

The Board discussed how it should recognize the service of Carole Henley and Sallie Martin. Director Chaney proposed that the Board give each a plaque and a letter of thanks for their hard work. Upon a motion duly made and seconded, it was

RESOLVED, that Director Chaney be and hereby is authorized to spend \$100 on a plaque for each of Carole Henley and Sallie Martin; and

RESOLVED FURTHER, that upon purchase of the plaques, it was approved that Director Chaney shall seek the Board's approval regarding the wording of the inscription on each plaque and thank you letter.

b. Ground Rules.

The Board discussed the need to have agreed-upon ground rules for conducting its business. Director Mangini proposed that we hold a Board retreat, facilitated by a professional facilitator, for purposes of establishing ground rules and for finding common ground for cooperative work. Director Mangini requested approval to buy all board members a copy of the

book Boards that Make a Difference, by John Carver. Upon motion duly made and seconded, it was

RESOLVED, that Director Mangini be and hereby is authorized to spend [\$\$\$] to purchase nine copies of Boards that Make a Difference;

RESOLVED FURTHER, that the books shall be distributed to each director for the duration of their tenure on the Board; and

RESOLVED FURTHER, that the books shall remain the property of the Association (and as such shall be returned to the Association upon the termination of a director's term of service to the Board).

c. 2007 Survey Results.

Prior to the meeting, Director Botto did a preliminary compilation of comments from the surveys taken at the annual meeting of members and sought and received suggestions for additional analysis from Director Lukehart (by e-mail). Director Botto completed the analysis and distributed copies to each of the directors in attendance at the meeting. The Board discussed the possibility of creating an ad hoc committee to review the analysis and to make recommendations about what actions might arise from the surveys. Further discussion of this matter was deferred to the next meeting. (*Deferred to next meeting*)

d. Discussion of Request for Special Meeting of Members.

The Board discussed the creation of a special committee to review the request for a special member meeting, including analyzing the content and impact of the proposals, and the process and logistics for the convening of the meeting. Upon motion duly made and seconded, it was

RESOLVED, that Directors Hill, Medin, Mangini, Botto, and Chaney be appointed to the Special Committee to review the request for a special member meeting, to analyze the content and impact of the proposals, to analyze the process and logistics for the convening of the special member meeting, and to report back to the Board with its findings and recommendations.

8. Managing the Election of Directors. (*Deferred to next meeting*)

9. Committee Reports.

Zoning. Director Chaney presented the County's request for EHHA comments on drawings of 720 Paradise Way (a lot split with grading that may impact a 24' tree). After discussion, and upon motion duly made and seconded, it was

RESOLVED, that the Board hereby approves sending a letter of concern to the County regarding the health of the tree.

10. Schedule next meeting.

The directors in attendance were afforded opportunity to discuss any future scheduling conflicts. After discussion and a upon motion duly made and seconded, it was

RESOLVED, that the next meeting of the Board be scheduled for Monday, May 7, 2007.

At this point in the meeting, all attendees, other than the members of the Board of Directors, were asked to leave the meeting.

11. Executive Session was held.

12. Adjourn. 9:30 pm

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

Respectfully submitted,

Cheryl McGovern
Secretary