

MEETING NOTES

Bakerview Townhomes Condominium Owners' Association (BTCOA)

Board of Directors Meeting – Next Steps for Management Support *SPECIAL*

Saturday, May 8, 2021, ~11:00am-1:00pm PST (via Video Teleconference)

Submitted by Molly Miller, BTCOA Board Vice President & Secretary

I. Board Member Roll Call & Opening Statements

The Special Meeting of the Board of Directors was called to order by President, Matt Forner, at 11:05 am PST. Due to the current COVID-19 pandemic, this meeting was held via on-line conference with Google Meet.

Board members Matt Forner, President; Molly Miller, Vice President/Secretary; Howard Valentine, Treasurer; John Davis, Member at Large; and Junga Cha, Member at Large, were all in attendance.

President of the Bakerview Townhomes Condominium Owners Association (hereinafter referred to as 'BTCOA'), Matt Forner thanked the Board of Directors (hereinafter referred to as 'BOD' or 'Board') for taking the time to meet on such short notice and on a Saturday morning. Matt reiterated the reason this special meeting was called to order was due to the recent termination of the BTCOA's Management Support Contract with Elite Association Management, LLC, (hereinafter referred to as 'Elite') and to discuss the next steps for BTCOA Management moving forward.

**Please see Matt Forner's email correspondence sent to all members of the BTCOA on Thursday, May 06, 2021 attached hereto as "Exhibit 1" for reference.*

II. Short Term: Transfer of Management Responsibilities from Elite Association Management

1) Bank Accounts, Dues Collection, & Disbursements:

- i. Effective Friday, April 30th, 2021, the BTCOA BOD terminated our management contract with Elite for cause, by mutual amicable agreement.
- ii. On Wednesday, May 5th, 2021, Matt Forner, BTCOA President, signed for responsibility of our two bank accounts located at KeyBank. These two accounts include: BTCOA's day-to-day operations checking account, and BTCOA's investment savings account. Judy Hamner with Elite no longer has access to these accounts.
- iii. It was suggested in the meeting that both Matt Forner, BTCOA President and Howard Valentine, BTCOA Treasurer, be added to the BTCOA's two bank accounts. All board members of the BTCOA agreed and both Matt Forner as BTCOA President and Howard Valentine as BTCOA Treasurer will be signers on the bank accounts.

ACTION ITEM – Howard Valentine to be added as a signer to the BTCOA bank accounts.

- iv. Collection of Dues – Effective immediately, please DO NOT send your monthly HOA dues to Ms. Hamner at Elite. Please continue to **make checks payable to "BAKERVIEW TOWNHOMES CONDOMINIUM OWNERS ASSOCIATION"**, include your unit number on the memo line and the month of dues you are paying for (e.g., "May 2021 Dues for 4055 Eliza, Unit 104"). The

BTCOA Board discussed various ways of accepting payments during this transition and decided on the following 3 ways to make payments:

- a) Mail Payments – BTCOA Treasurer, Howard Valentine applied for a Post Office Box at the Mt. Baker Station of the Post Office. Payments can be mailed to:

BTCOA
P.O. Box 32191
Bellingham, WA 98228

- b) ACH Payments – Several members may already have Automatic Clearing House (ACH) payments coming directly from their bank account. If any member already has their dues directly deducted from their bank account, no changes should need to be made. The payment will be directly deducted and deposited as usual. **Note: Any member wishing to start ACH payments for their monthly dues should contact Howard Valentine or Matt Forner to initiate the paperwork with KeyBank.*
- c) KeyBank Payment Drop Off – Make payment with a teller at any KeyBank location or drop off in the Night Deposit Box (in an envelope). To ensure your check is deposited to the correct account, please endorse your check on the back as follows: “FOR DEPOSIT ONLY TO ACCOUNT # 473541009139”.

2) Accounting – Including Financial Reports, Taxes, & Audits

- i. Monthly financial reports will be generated by Howard Valentine, BTCOA Treasurer, and submitted to the board members for review. Both Matt Forner, BTCOA President and Molly Miller, BTCOA Vice-President/Secretary agreed to assist Howard as needed.

3) Communications – Contact Lists, Association Files Maintenance & Emergency Actions

- i. On Tuesday, May 4th, 2021 at 10:30 am, Molly Miller, Association Vice-President/Secretary met with Judy at her office located at 1313 E. Maple St. Ste 209, Bellingham, WA 98225 to pick up 4 boxes of files and miscellaneous property belonging to the BTCOA.
- ii. On Tuesday, May 4th, 2021 at 11:30 am, Molly Miller, Association Vice-President/Secretary delivered the 4 boxes and turned them over to Matt Forner at his home located at 4055 Eliza Ave. Unit 104 Bellingham, WA 98226. Matt took possession of the files and agreed to keep the boxes until it is formally decided what we will do with all the records and property belonging to the BTCOA.

ACTION ITEM – Matt Forner to inventory and document historical items from Elite for the BTCOA’s corporate knowledge.

- iii. It was also discussed in the meeting that John Davis has a few boxes of files and property of the BTCOA which was provided by INTEGRA Condominium Association Management, Inc., when their management transitioned to the forerunner of Elite in 2012-2014.

ACTION ITEM – John Davis to inventory and document historical items from INTEGRA for the BTCOA’s corporate knowledge.

- iv. Upon review of Elite's most recent Member Contact List (Feb 2021), it was noticed that the contact list was not current. Matt Forner, BTCOA President will pursue any new contacts and update the list.

ACTION ITEM – Matt Forner to generate an updated BTCOA Contact List.

4) Insurance, Utilities, & Routine Maintenance

- i. No changes will be made at this time to our current BTCOA Insurance and Policy.
- ii. It was discussed and determined by the BTCOA Board that Molly Miller, Vice-President/Secretary, will advise all current utilities and subcontractors of the recent change in BTCOA management, and all future invoices will be sent to the BTCOA Post Office Box.

ACTION ITEM – Molly Miller to contact all current providers about the change in BTCOA management status and new mailing address for invoices.

- iii. Molly Miller volunteered to update the maintenance schedule for the year so we know what maintenance will be taking place in the upcoming months.

ACTION ITEM – Molly Miller to update the BTCOA routine maintenance schedule.

5) Repairs, Upgrades, & Investment

- i. The recent Funding Reserve Analysis for the BTCOA Level 2 Study 2020 was performed by Pacific Crest Reserve on February 17th, 2020. This study was included in the 2020 Annual General Meeting and Budget Ratification by Mail that was mailed to every member by Elite in Nov 2020.
- ii. Contained within this Level 2 Study, pages 2-9, there is an Annual Expenditure Detail which itemizes the suggested major repair items throughout the BTCOA. The BTCOA Board plans to follow this Annual Expenditures Detail as a guide and will notify members of the BTCOA once each expenditure listed is fully evaluated for inclusion in the BTCOA repair roadmap.

ACTION ITEM – BTCOA Board to review and schedule upcoming Annual Expenditure Details and provide an updated repair roadmap prior to the next General Meeting. Molly Miller & John Davis to partner on developing and evaluating items for inclusion in the BTCOA repair roadmap.

6) Regular Property Inspections

- i. Per the terms of Elite's management contract with BTCOA, Elite was required to conduct a monthly property inspection. The Board found that these inspections have not taken place. This was one of the items listed by the Board as non-satisfactory performance in its offer of mutual amicable termination of Elite's management contract, effective Apr 30, 2021.
- ii. Molly Miller, Board Vice-President/Secretary, agreed to perform these inspections on a monthly basis with the help of John Davis, Board Member at Large, while the Board determines if we will self-manage or hire another management company on a contract basis.

ACTION ITEM – Molly Miller & John Davis to partner on monthly inspections of the BTCOA grounds. An inspection report, consisting of a simple narrative of direct observations of the entire complex, will be submitted to the BTCOA Board by the end of each calendar month.

- 7) Special Actions – e.g. Resale Certificates, Buyer’s Loan Questionnaires, WA SoS Annual Report
 - i. Washington State Business Registration – Judy Hamner with Elite was listed as the Registered Agent for the BTCOA’s Business Registration with the Secretary of the State of Washington (SoS). The board discussed removing Judy as the Registered Agent and adding Matt Forner, BTCOA President as the new Registered Agent. This was necessary in case of any formal service of process. All board members approved this change.

***Please see Exhibit 2 – Updated BTCOA Washington State Business Registration.*
 - ii. Resale Certificates and Buyers Loan Questionnaires – Matt Forner is currently listed as the Registered Agent and President of the BTCOA Board so Matt will take care of completing and signing any of these documents.
- 8) Other Responsibilities – No other responsibilities noted or discussed.

III. Long Term: Proposals for Enduring Association Management Support

1) Self-Management

- i. Molly Miller, Board Vice-President/Secretary, advocated that BTCOA at least try out self-management for an evaluation period, particularly with the availability of Board members who seem very capable of handling this voluntary duty. She also highlighted that there are numerous non-profit Home Owners’ Associations that are self-managed by members who volunteer their time.
- ii. John Davis, Board Member at Large, advised that a previous Association Member had tried to manage BTCOA and appeared to take a profit for his management based upon a personal connection with a sitting Board member at that time (approximately 10 years ago). It was further discussed amongst the Board at this meeting that any Member taking a profit for management of BTCOA is prohibited by the Bylaws and that any time put forth by the BOD is strictly on a volunteer basis.
- iii. Junga Cha, Board Member at Large, expressed concern about how much time may be required from each individual Board of Director to do self-management, and that her time was very limited due to work commitments. Howard Valentine, Board Treasurer, expressed similar concern due to his current work commitments.
- iv. After much discussion, the Board decided that we would try self-management for 3 months (by ~Aug 2021) or as long as it takes to solicit other bids for contract management and we will re-assess after such time.

2) Contracted Management

- i. Matt Forner, Board President, stated he received feedback from two Association members who requested the Board attempt to obtain management services from an established management company.
- ii. Matt Forner volunteered to solicit bids from at least 3 new management companies for comparison purposes at approximately the 2 month point of self-management (by July 2021).

ACTION ITEM – Matt Forner to solicit at least 3 competing bids from condominium association management companies for Board consideration, by July 2021.

- iii. Both Matt Forner and Molly Miller expressed concerns with turning management back over to an outside company. The lack of satisfactory performance by Elite was the basis of their concern – they expressed particular opinion regarding cost of ~\$6600/yr for basic management fees, plus numerous added fees by Elite, that seemed to be wasted funds and could have been used for other purposes by the Association.

IV. Discussion on Possible Full Member General Meeting Regarding Management Transition

- 1) The Board all agreed that a full Association Member General Meeting needs to take place soon to allow the entire BTOA Community to ask questions about recent events and offer their input and possible concerns moving forward. A tentative date of Monday, June 14th, 5pm is being used for planning purposes.
- 2) The Board also discussed having this meeting in a hybrid format – as both a digital teleconference (due to Covid concerns) and in person (with appropriate Covid social distancing considerations). A tentative physical location for this meeting is outside Molly Miller's, Board Vice President/Secretary, unit at 4051 Eliza, Unit 101 – Molly's unit may be able to provide pop up tarps in case of inclement weather and video teleconference connectivity.

ACTION ITEM – Board to determine a time and location to hold a full General Meeting in the near future.

V. Discussion of Topics for Next Quarterly Board Meeting

- 1) The BTOA Board scheduled the next Quarterly Board Meeting for Monday, May 24th at 5:00 pm via Video Teleconference.
- 2) If any member has an item(s) they would like the BTOA Board to discuss during the upcoming meeting on Monday, May 24th at 5:00 pm, please email BTOA Board President, Matt Forner, at mnforner@yahoo.com prior to the meeting.

VI. Open Discussion

- 1) Molly Miller, Board Vice President/Secretary, asked the BTOA Board to consider canceling the \$100/month charge (plus tax) from Augusta Lawn Care to empty the dog poo garbage can and refill of the dog bag station one time per month. Molly mentioned that her brother Bryan Martens, who lives in 4051 Eliza, Unit 101, will empty the can every Monday into his garbage container. Molly also mentioned that we can order the same doggy bags on-line for a fraction of the price. Matt Forner also offered to donate bio-degradable bags for the dispenser station if needed. The Board approved immediate cancellation of the added dog poo cleanup service from Augusta.

ACTION ITEM – Molly Miller to immediately cancel Augusta Lawn Care’s added dog poo cleanup service.

2) With no additional topics or discussions, the meeting was adjourned at 12:46 PM PST.

Enclosures: *Exhibit 1 – Email to all Association Members from Matt Forner on Thursday, May 6th, 2021, regarding termination of the BTCOA management contract.

**Exhibit 2 – Revised BTCOA Washington State Registration 2021

ACTION ITEMS FROM THIS SPECIAL MEETING (updated at the next Quarterly Board Meeting)

- Howard Valentine to be added as a signer to the BTCOA bank accounts.
- Matt Forner to inventory and document historical items from Elite for the BTCOA’s corporate knowledge.
- John Davis to inventory and document historical items from INTEGRA for the BTCOA’s corporate knowledge.
- Matt Forner to generate an updated BTCOA Contact List.
- Molly Miller to contact all current providers about the change in BTCOA management status and new mailing address for invoices.
- Molly Miller to update the BTCOA routine maintenance schedule.
- BTCOA Board to review and schedule upcoming Annual Expenditure Details and provide an updated repair roadmap prior to the next General Meeting. Molly Miller & John Davis to partner on developing and evaluating items for inclusion in the BTCOA repair roadmap.
- Molly Miller & John Davis to partner on monthly inspections of the BTCOA grounds. An inspection report, consisting of a simple narrative of direct observations of the entire complex, will be submitted to the BTCOA Board by the end of each calendar month.
- Matt Forner to solicit at least 3 competing bids from condominium association management companies for Board consideration, by July 2021.
- Board to determine a time and location to hold a full General Meeting in the near future.
- Molly Miller to immediately cancel Augusta Lawn Care’s added dog poo cleanup service.

"EXHIBIT 1"

Molly Miller

From: mnforner <mnforner@yahoo.com>
Sent: Thursday, May 6, 2021 1:29 AM
Cc: mnforner@yahoo.com; Molly Miller; Howard Valentine; Junga; tatamchwh@yahoo.com
Subject: Re: Termination of Management Support Contract with Elite Association Management; Next Steps for BTCOA Management

apologies for this second email -- I had the wrong address listed on the cc line for Molly Miller, our VP, on the original transmission

On Thursday, May 6, 2021, 01:24:10 AM PDT, mnforner <mnforner@yahoo.com> wrote:

Dear Member of the Bakerview Townhomes Condominium Owners Association (BTCOA),

Yesterday, May 5, 2021, I signed for responsibility of our two bank accounts with KeyBank: our day-to-day operations checking account, and our investment savings account. I signed for these accounts because we, the BTCOA Board of Directors, terminated our management contract with Elite Association Management, LLC (herein referred to as 'EAM'), by mutual amicable agreement, effective last Friday, April 30, 2021. There are multiple reasons for this termination, but they essentially boil down to that EAM failed to adequately perform per the stipulations in their contract. The Board conducted a thorough review of EAM's actions to date, determined we were very unsatisfied with EAM's performance, offered mutual amicable and immediate contract termination, and EAM accepted the Board's offer this past Monday, May 3, 2021.

So you are probably wondering what comes next. To be blunt, we are not exactly sure and we would very much appreciate your inputs, opinions, precedents, thoughts, arguments, etc., on how we should proceed to ensure our Association is diligently operated with appropriate and extensive oversight. There is an option presented that we should pragmatically self-manage by one or several Board members, along with any other Association volunteer(s) as may be available. The major condition of choosing this option is that no one managing the Association's day-to-day business may earn a salary or other income from such an arrangement – it shall be all voluntary per our ByLaws (though any costs for materials provided in the normal course of management duties can be presented to the Board for reimbursement). Another option is of course to seek another management company and sign a new management support contract – I think we may at least seek two competing bids and weigh these with the self-governing option.

Another aspect of this management change is accounting for monthly member dues. In my conversation today with KeyBank, anyone can make a deposit to our checking account at any branch, at the teller or night deposit box (in an envelope). If you are paying your \$176/month via check, please continue to write your checks to "BAKERVIEW TOWNHOMES CONDOMINIUM OWNERS ASSOCIATION", and on the back of your check please write the following in the endorsement section: "FOR DEPOSIT ONLY to Account # 473541009139". (If you are paying with cash at the teller or night deposit box, please include the info just above on a note with your deposit.) Also, on your check's memo line please list your BTCOA address and unit number. For example, for my May 2021 payment I will put the following on my check's memo line: "May 2021 Dues for 4055 Eliza, #104". (Adding this to the memo line may allow us to track member payments within the monthly KeyBank checking account statement by viewing the scanned images of the checks that are deposited.) If you would like to mail your check, please include the requested info above on your check and mail it to:

FAIRHAVEN OFFICE
KEYBANK
WA-31-99-0354
1200 12TH ST
BELLINGHAM
WA 98225-7104

I have several pre-printed envelopes with this address provided by KeyBank that I or our Treasurer, Howard Valentine, will be able to provide to you upon request.

If anyone has automatic payments for their monthly dues, I do not know for certain if these will continue. I presume these automatic payments are direct debited from the account you originally assigned for these payments to our KeyBank checking account. If so, then they should continue. If not, please let the Board know as soon as possible and we will try to get it remedied. Related to this, KeyBank said we could set up online banking for online dues payments (deposits) directly to our account – we shall verify the availability of this payment method and get back to you in the near future.

The processes above for direct deposits (and automatic payments) do not necessarily give the Board full visibility and accountability of who is making their payments and when. The above is a stop-gap measure until we figure out a better dues payment system, whether with payment coupon books, online payments via a website, direct deposits with a payment agency, some other payment method, or a combination.

To address this, the Board will be meeting this Saturday, May 8, 2021, via video teleconference at a time to be determined, with further intention to choose a management option going forward. At the very least we will discuss all our options and ensure we are addressing everything we need to tackle during this transition. We will likely meet again two weeks after, on or about Monday, May 24, 2021, as a progress check on Bakerview Townhomes' management, and to conduct our quarterly Board meeting for all BTCOA matters. If you would like to provide any inputs for either of these meetings please send an email to all Board members on the cc line, or feel free to call or text me at 240-346-8141, or our Vice President, Molly Miller, at 360-319-5390. And if anyone would like to volunteer their assistance to the Board and/or the Association at large, please let us know. Depending on your inputs and specific feedback, we may need to have an Association General Meeting, via video teleconference, to ensure everyone knows what is happening and to ensure all voices are heard. I will keep this possibility open and we will keep you informed of the upcoming Board's deliberations and decisions.

We will post all official Board correspondence and other pertinent documentation related to this transition to the de facto BTCOA Google Drive folder – this is currently hosted on my personal Google Drive. If you do not already have access to this shared online folder, https://drive.google.com/drive/folders/1qbc_PwZwM4MLwX_SdyUVm_P5Ma9-ABe9?usp=sharing, simply request access and I will add the email address you designate as a trusted member.

Lastly, I think we have a pretty good team in the BTCOA Board of Directors. But the Board also needs your active support and participation to ensure we are proficiently serving you and the entire Association. I also hope you are all saying "Hi" to your neighbors, staying safe, and getting (and/or have received) your Covid vaccine shot(s). Please shoot back an email, call, or text if you have any questions. And thank you in advance for your feedback!

Sincerely,

Matt Forner, Major, USAF (Ret)
BTCOA Board President
4055 Eliza Ave, #104
Bellingham, WA, USA
Email: mnforner@yahoo.com
Cell: 240-346-8141

BUSINESS INFORMATION

Business Name:

BAKERVIEW TOWNHOMES CONDOMINIUM OWNERS ASSOCIATION

UBI Number:

602 578 975

Business Type:

WA NONPROFIT CORPORATION

Business Status:

ACTIVE

Principal Office Street Address:

4055 ELIZA AVE APT 104, BELLINGHAM, WA, 98226-8160, UNITED STATES

Principal Office Mailing Address:

PO BOX 32191, BELLINGHAM, WA, 98228-4191, UNITED STATES

Expiration Date:

12/31/2021

Jurisdiction:

UNITED STATES, WASHINGTON

Formation/ Registration Date:

12/05/2005

Period of Duration:

PERPETUAL

Inactive Date:

Nature of Business:

CONDOMINIUM ASSOCIATION

REGISTERED AGENT INFORMATION

Registered Agent Name:

BAKERVIEW TOWNHOMES CONDOMINIUM OWNERS ASSOCIATION

Street Address:

4055 ELIZA AVE APT 104, BELLINGHAM, WA, 98226-8160, UNITED STATES

Mailing Address:

PO BOX 32191, BELLINGHAM, WA, 98228-4191, UNITED STATES

GOVERNORS

Title	Governors Type	Entity Name	First Name	Last Name
GOVERNOR	INDIVIDUAL		MATT	FORNER
GOVERNOR	INDIVIDUAL		MOLLY	MILLER
GOVERNOR	INDIVIDUAL		HOWARD	VALENTINE
GOVERNOR	INDIVIDUAL		JUNGA	SUBEDAR
GOVERNOR	INDIVIDUAL		JOHN	DAVIS