

**TARA MASTER ASSOCIATION
BOARD OF DIRECTORS MEETINGS
APRIL 4, 2011 at 7PM
TARA GOLF AND COUNTRY CLUB**

MEETING CALLED TO ORDER AT 7:30 PM

STODDARD STATEMENT – Mr. Stoddard advised, via speaker phone, he has temporarily vacated the chair position for this meeting and Vice President Lane has assumed the chairmanship based on article 5.17 of the bylaws and Roberts rules section 47, page 436 of the 10th edition of Roberts Rules of Order.

ROLL CALL: Present: Andy Cotsanas, Tom Horner, John Lane, Wilma McCray, Marge Palacio, Ed Porter and by conference phone Don Stoddard. A quorum was established and proper notice of meeting was given. Also present were Tony Greising, Property Manager, Larry Perkins, Assistant Property Manager and Sharon Vander Wulp, TMA Attorney.

APPROVAL OF MINUTES:

10/04/10 BOD – Approved by vote (5-2) – in favor Lane, McCray, Palacio, Porter and Stoddard. Opposed Cotsanas and Horner.

11/22/10 Special – Palacio motion to accept minutes, McCray seconded. Palacio noted correction on p.2 re: Jan 2011 meeting cancellation – correction of vote results to (4-2) four in favor, two opposed Lane asked for ayes/nays to accept motion with correction. Ayes 5, nays 2. Minutes approved (5-2).

02/15/11 Special – McCray motion to accept minutes, Palacio seconded. Lane asked for ayes/nays to accept motion. Ayes 5, nays 2. Minutes approved (5-2).

02/24/11 Special – Palacio motion to accept minutes, Stoddard seconded. Lane asked for ayes/nays to accept motion. Ayes 5, nays 2. Minutes approved (5-2).

OFFICERS REPORTS

President's Report – no report

Vice President Report –on file

Treasurer's Report – on file

Secretary's Report – on file

PROPERTY MANAGER'S REPORT

Landscape Contract

Per 03/21/11 proposal to Board, Management has had issues with Florida Lawn Pro (FLP) performance. Got bids from two other landscaping companies, Valley Crest, \$75,000/year and Cornerstone, \$54,360/year. Florida Lawn Pro's bid was higher. When asked if they wanted to re-bid, they did at \$77,800/year. Tony and Larry walked the property with Valley Crest and Cornerstone, advising exactly what was expected from them. Both companies were vetted. Recommendation to Cornerstone with proposed contract which is exactly the same as FLP's.

Discussion followed. **Motion by Porter to table the approval of landscape contract to next regular BOD meeting, seconded by Cotsanas. In favor, Cotsanas, Horner, Lane, McCray, Palacio and Porter. Opposed Stoddard. Motion approved (6-1).**

Bulletin Board for TMA postings has been mounted at CDD Community Center. Keys will be kept by Gene Robinson at the center and at the TMA office.

Comcast

Presented an Addendum to their contract in regard to converting to digital September 2011. Addendum has no effect on contract dates. Comcast will provide at no charge one receiver and two adapters, which unscramble signals, per their contract. There will be a charge for any additional TV's over the three. A meeting will be arranged for Comcast to come here to distribute receiver/adapters and answer questions.

Motion by Palacio to accept the Addendum to the Comcast Contract setting forth the procedure for conversion to digital in September 2011, subject to attorney review. McCray seconded. Motion unanimously approved (7-0).

Wells

Both wells are up and running. The perpetual easement document whereby Tara Golf & Country Club granted to TMA use of property where wells are located has been recorded. Both TMA and TGCC have copies of recorded document.

TMA 2011 Schedule for Election of Board of Directors

Tony Greising distributed copies to Directors.

COMMITTEE REPORTS:

ARC Liaison Porter read report in Beth Bond's absence. Board action needed to set up collaboration with Plantations, Fairway Gardens and Melrose Place per Article 10.02 RC Manual April 2010. Report on file.

Communication Liaison Cotsanas read in Sharon Rickerd's absence. Report on file.

Community Affairs Liaison Lane read in Michele Redwine's absence, both report and 12 Oaks Ad Hoc Recap 2009-2010 are on file.

Finance

Shuford provided Directors a copy of Joe Wojtkowski resume, recommending him as a replacement of committee member Dick Johnson who resigned.

Motion by McCray to approve Joe Wojtkowski as member of Finance Committee. Seconded by Porter. Motion unanimously approved (7-0).

Shuford referred to the Summary of the Special Report on Annual Expense Allocations March 2011, requesting approval of the recommendations subject to attorney review. Committee recommends assignment of one account (Water & Sewer) to Tara Phase I expense. Recommend certain sub-parts of three accounts (Lawn Service, Plants & Landscaping and Electrical) be reapportioned from current Common Expense allocation to Tara Phase I expense. Initial reallocation estimates annual total \$19,800.

Motion by McCray to accept Finance Committee recommendations for reallocation of common expenses to Tara Expenses as listed in their report without sending to the attorney for review, effective as of 2012 budget. Seconded by Palacio.

Discussion followed.

Motion by Horner to table until the first business meeting of the new board. Seconded by Cotstanas. In favor: Cotsanas, Horner, Lane and Porter. Opposed: McCray, Palacio, Stoddard. Motion carried (4-3).

OLD BUSINESS

Finance Committee recommendations re: Common Expenses covered in Finance Committee Report.

TMA / TGCC Inc. Management Company Contract

Motion by Cotsanas with second by Horner, for the sub-committee of TMA Board members who were authorized to negotiate and execute the current TMA/TGCC to reconvene with representatives of the TGCC Management Company to negotiate a side agreement regarding Articles G.2, G.5 and H.2 that currently read as follows:

- G.2, which is a customary business expense for a CAM firm, should be rewritten. The cost for the fidelity bond should be covered by TGCC. TGCC shall provide TMA proof of its fidelity bond.**
- G.5, which exposes all TMA members for the potential of unfettered liability, should be deleted.**
- H.2, should be rewritten to include the 90 day termination clause that has been usual and customary in previous agreements between the TMA and TGCC and omit any penalty to TMA for exercising the termination clause.**

Discussion followed that included input by Sharon Vander Wulp, TMA Attorney, and Richard Van Norstrand, Brown and Brown Insurance. **In favor, Cotsanas, Horner and Porter. Opposed Lane, McCray, Palacio and Stoddard. Motion did not carry (4-3).**

NEW BUSINESS

Landscape Contract addressed in Property Management Report.

TMA Board Election Process

Motion by Cotsanas: The ballot/proxy for the upcoming TMA Board election will be received, sorted by street address and delivered to the TMA at 9AM on May 23, 2011 by an independent agent, such as former TMA attorney, Robert Moore; former auditor Cavannaugh & Company; or current auditor, Condo CPA. The current management company and association counsel are not disinterested parties in the outcome of the election and are not deemed independent agents. Seconded by Horner.

After discussion followed, a vote on the motion was taken. In favor, Cotsanas and Horner. Opposed Lane, McCray, Palacio, Porter and Stoddard. Motion failed (5-2).

Preserve Directory

Horner expressed concerns about inaccuracies in Preserve Directory. Greising advised that in September, before directory is printed, each resident is asked to confirm their directory information. Mailing addresses used for billing and ballots are taken from a separate list, not from the directory.

DIRECTORS COMMENTS None

NEXT MEETING:

- Annual Members Meeting, Monday, May 23, 2011 at 9:00 AM at Tara Golf & Country Club
- Board of Directors Organizational Meeting to follow Annual Meeting

ADJOURNMENT BY CONSENSUS at 9:30PM

Respectfully submitted,

Marge Palacio, Secretary

Date

