

HUGUENOT HUNDRED COMMUNITY ASSOCIATION AND HHCA, INC.
ANNUAL MEETING
MAY 31, 2015

BOARD OF DIRECTORS

PRESENT: Barb Zedler – President
Bill Brock – Vice President
Wendy Austin – Treasurer
Nancy Wood – Secretary
Fred Palmore – Director
Walter Wilson – Director
ABSENT: Seth Roberts – Director

Homeowners Present:

Kauffman (2), Roller (2), Youngblood (2), Meacham (2), Stech (2), Tim Timberlake, Laurel Nelson, Hunt (2), Bridget Provost, Spector (2), Waddell (2), Christine Simpson, Suzanne Jenkins, Barb Zedler, Brock (2), Wendy Austin, Wood (2), Palmore (2), Wilson (2), Harlow (2), Cobb (2).
(Two Absentee Ballots were submitted).

The meeting was called to order by Barb Zedler at 5:05 p.m. at the Recreational area.

WELCOME/INTRODUCTIONS

Barb welcomed all neighbors and introduced our newest neighbors, Spence and Courtney Waddell and Matthew and Christine Simpson.

Barb introduced each Board Member including their relevant qualifications for serving on the Board.

PAST MINUTES

- The Minutes from the June 8, 2014 Annual Meeting were posted to the website last year and also posted under the 2015 Annual Meeting Tab. Barb asked for any corrections and/or changes; none were suggested.
- A motion was made to accept the 2014 Annual Meeting Minutes and seconded. The motion was passed with no opposition.

PRESIDENT'S REPORT

- See attached report by President, Barb Zedler.

TREASURER'S REPORT

- Wendy Austin presented the attached report which includes the financial status from Jan 1 to April 30, 2015. The HHCA checking account has a balance amount of \$14,437.48; the CD has a balance of \$5,038.16 (as of 9/14/14) for a total of \$19,475.64. The income in 2015 includes: 45 annual membership fees, 40 paid key user fees, 1 initiation fee, and 6 canoe racks user fees.
- The Board proposed a 2015 Budget of \$10,000.00 for Improvements and Maintenance which includes a proposed \$2000.00 line item for routine and emergency maintenance in the Recreational Area and Marina and \$8000.00 to cover the estimated cost for repairing the boat ramp and retaining wall (\$1800.00 was budgeted in 2014 but not used).

- The 2016 Budget includes the proposed \$2000.00 annual line item for routine and emergency maintenance in the Recreational Area and Marina.
- A motion was made to accept both 2015 and 2016 Budgets; a second motion was made to accept. The motion passed with no opposition

SPECIAL BOARD REPORT – AMENDED ORGANIZATIONAL AND GOVERNANCE DOCUMENTS

- Fred Palmore explained changes proposed to the Articles of Incorporation. The Board carefully reviewed the governance documents, how the HHCA has functioned since its founding, and descriptions and activities of tax exempt 502(c) organizations and reached out to legal experts in the field,
 - To take into account the changes in laws that have occurred since 1978, when the Association was incorporated;
 - To conform provisions of the Articles of Incorporation and By-Laws with each other;
 - To eliminate those provisions which are no longer relevant;
 - To strengthen the indemnification and limitation of liability provision of the documents.
- As a social and recreational club (IRS category 501(c) (7)), HHCA cannot administer or enforce restrictive covenants.
- However, each individual lot owner has the right to enforce these provisions of the recorded HHCA Restrictive Covenants through Chesterfield County if he/she believes they are being violated. Therefore, the Board recommends that the Association no longer take on this responsibility through the Architectural Review Committee which has also been limited by a lack of operating guidelines and the possible lack of consistent enforcement of the covenants in the past.
- Evelyn Hunt noted that an inconsistency in terminology under the Treasurer Duties in the By-Laws, requiring “dues” needs to be changed to “fees”.
- Paul Spector made a motion to accept the Amended, Restated Articles of Incorporation and the Amended 2015 By-Laws. The motion was seconded. The motion passed with no opposition.
- Barb Zedler presented two proposed changes to the RULES AND REGULATIONS:
 1. Removing a short Appendix summarizing the general background of the HHCA
 2. Adding “unless pre-approved by the Board of Directors” to ““The members must be present while guests are on the property” which is General Use Rule #5. The intention is to accommodate use of the property by certain pre-approved, non-member guests such as a nanny/babysitter or visiting family member.

During a discussion among the Board and members, it was recognized that a comprehensive policy for use of the Recreational Area and Marina is necessary, and that this situation should be addressed in that context. Barb requested that members email her or any Board member with situations or examples that should be considered in drafting a comprehensive use policy. She reminded members who wish to host an event or reserve the Recreational Area to review the Rules and Regulations and to complete and submit a Reservation Request (on the website) for Board review and approval.
- The Board will discuss further revisions in this matter.
- A motion was made to accept the proposed Rules and Regulations striking the proposed change to General Use Rule #5. A second motion was made to accept the Rules and Regulations striking the proposed change to General Use Rule #5. The Rules and Regulations were passed by the membership.

MAINTENANCE COMMITTEE REPORT

- Walter Wilson presented the attached report concerning routine maintenance, clean-up projects, and future projects.

NEW BUSINESS

- Walter and Allison Wilson have re-started the summertime "Friday Nights at the River". If they have a windsock displayed at their house on Fridays, the get-together is on. Bring your chairs, beverages, and any snacks.
- John Harlow asked for the Board or a member to take over the "Adopt the Highway" for 2.5 blocks of Cherokee Road between Old Gun Road East and the city line. The Board had declined HHCA sponsorship in order to focus the limited volunteer bandwidth on key maintenance requirements at the RAM. After discussion among the members, the Board agreed to reconsider sponsorship if interested members provided the Board with the necessary information and volunteered.
- Suzanne Jenkins has asked Arron Proctor of Game and Inland Fisheries to discuss the Urban Archery Program for control of the local deer population. The Board declined sponsoring this as an HHCA function. Suzanne asked anyone interested to sign up with their email address to attend a future scheduled informational program that Mr. Procter will discuss. Please contact Suzanne if you have any questions or would like more information.
- Peter Stech inquired about painting a double yellow line on Cherokee Road between Old Gun Road East and the city line. The Board will look into this.

The meeting was adjourned at 6:10 p.m.

The members then enjoyed a potluck picnic featuring barbeque from Buz and Ned's Restaurant. Wendy Austin organized the picnic – members brought side dishes; the barbeque and drinks (water/sodas) were provided by the Association.

Submitted by:
Nancy Wood, Secretary
June 3, 2015

Approved: _____

Date: _____

Huguenot Hundred Community Association, Inc.
Annual Meeting - May 31, 2015

Report from the President

I am very grateful to have worked alongside a uniquely qualified, thoughtful and hardworking Board this year in light of the issues that we addressed. My objective for this year was clarification and simplification or streamlining of HHCA organization and governance as possible, to increase transparency and reduce workload for its all-volunteer Board of Directors. The Board has worked diligently this past year to achieve that goal, maintain the recreational area and marina, and address other issues as they arose.

1. The Board carefully reviewed our organizational and governance documents in light of how the Association has functioned since its inception, reached out to legal experts in the field, and revised and updated the documents to:
 - a. take into account changes in the law that have occurred since 1978, the year the Association was incorporated;
 - b. strengthen the indemnification and limitation of liability provisions of the documents;
 - c. conform provisions of the Articles of Incorporation and By-Laws with each other;
 - d. eliminate provisions which are no longer relevant.

The result of that effort is the revised documents on which we will be voting at the end of this meeting. You received an overview of the rationale for the changes when they were distributed for your review a month ago. Fred Palmore will join me shortly to provide more details and respond to any questions that you may have.

2. The role and function of the HHCA **Architectural Review Committee** has been problematic for several years due to a lack of formal guidelines or review procedure. We attempted to establish a procedure in the course of dealing with two review requests, including one held over from the previous Board. However, our review of current organizational and governance documents as well as relevant county building and zoning regulations resulted in our proposal to eliminate the Architectural Review Committee. Fred will provide more details and respond to any questions.
3. A major responsibility of the Board of Directors is the management of the 7.9-acre Recreational Area and Marina (RAM) that was deeded to the HHCA by HH's original developer (Old Gun River Corporation) in 1978. Walter will report on the efforts of the Board and the RAM Maintenance Committee this year to maintain and improve the area, as well as proposed improvements. A productive Spring Clean-up Day of the RAM was held on May 16, spearheaded by Walter Wilson and John Harlow. The Board recommends the addition of a standing line item in the annual budget for routine and emergency maintenance. We plan definitive repairs of the cracked boat ramp and failing west wooden retaining wall above the ramp in Fall, once the water level recedes. Ramp repair was budgeted for in 2013 but not done. We included the cost of both in the 2015 budget. We will attempt to secure at least a second bid for the work, but as previous Boards can attest, it is challenging to find established contractors who are willing to consider the job.

I am pleased to see regular use of the RAM by neighbors and their families, including the start of another season of 'Fridays at the River', sponsored by Walter and Allison Wilson. This area is a unique and very attractive asset to property owners in HH, as you will discover if and when you put your home on the market. It does, however, require ongoing monitoring of its condition and use, as well as regular maintenance efforts. If each member of the Association contributed just one or two hours a year, it would substantially offload the few stalwarts who carry the burden for its upkeep year after year. If you are willing to volunteer to serve on the Maintenance Committee or 'answer the call' for the occasional emergency or annual clean-up effort, please let Walter, John or any Board member know.

We encourage use of our riverfront property by HHCA members. Please remember to submit a reservation request for any event you wish to host at the RAM. The reservation policy and form are posted on the website. Board-approved reservations are posted on the online HHCA calendar. Please re-read the Rules and Regulations from time to time and particularly when considering hosting an event there. Be particularly aware of the restrictions regarding parking.

4. We have had several conversations this year with the long-standing Nationwide insurance agent for the commercial general liability policy covering the RAM. The low cost of our policy has traditionally been based on the risk exposure associated with a small community of local families and its intended use being family-related activities. Our agent recommended adding Director and Officer liability coverage; we have included that in the 2015 and 2016 budgets. He also recommended close monitoring of the Board regarding use of the property, particularly events held there. Every member has a stake in protecting this valuable and irreplaceable asset. Please call or email me or any Board member if you notice anything awry or have concerns about users or cars parked there. A picture is worth 1,000 words so, if possible, snap and send a photo of a car license plate or the area of your concern.
5. The Association's financial status is sound. Budgets for 2015 and 2016 have been proposed for a vote today.
6. HHCA has gone paperless this year, consistent with a goal of simplifying and streamlining efforts by the all-volunteer Board as well as the modern standard for most communications. All official communications will be conveyed by email, so please be sure that Nancy has your up-to-date, preferred email address. We will work to streamline the website next year and improve its user interface and usability by the members. Suggestions in this area, as in anything to do with the Association, are always welcome.

Please contact me or any Board member if you have an issue or concern about our community.

--Barb Zedler

To: Barb Zedler

From: Walter A. Wilson, III



Date: May 27, 2015

Re: HHCA Maintenance Committee Report

The Maintenance Committee is comprised of:

Bill Brock

Tim Timberlake

John Harlow

Walter A. Wilson, III

Mike Meacham

During the past year the committee has focused on various projects, completing some and identifying others for future completion.

Routine maintenance:

- Tim is still cutting the grass on an as needed basis.
- Jay Austin sprays annually for poison ivy.
- Options were investigated for maintaining the ramp and dock clear of mud after Spring/Summer floods. A pump and hoses were purchased to allow for mud clean-up after flooding on the ramp and dock. Currently equipment is housed with Walter – notify Walter if mud needs to be cleaned off the dock and ramp.

Clean-up Projects and Improvement Projects:

Various projects were identified. Some identified as needing to be completed during our clean-up day and some identified for possible future completion.

We conducted an “annual clean-up day” on Saturday, May 16th in order to complete a number of the projects.

In attendance and contributing to the work at the annual clean-up day:

Board Members:

Wendy Austin
Bill Brock and grandson William
Seth Roberts (and entire crew)
Walter Wilson
Barb Zedler

Association Members:

John & Suzanne Harlow
Christine & Matthew Simpson
Peter Stech
Tim Timberlake
Spence Waddell

Projects identified and completed prior to annual clean-up day:

- Purchase of pump and hoses to accomplish dock and ramp clean-up
- Gap to the left of the entrance gate blocked by placing a post to stop any small vehicles.
- Barbed wire and fence post, in area of old gate, removed.
- Dangerous fence posts (old and rusty where were bent in such a way to be dangerous to someone walking the paths), left after the boat club built a new fence, were removed.
- Old grill top, useless for barbequing, removed.
- Rotten wood walkway over small trench on right side of entrance road was removed. Nothing was replaced as it was not necessary for use of the path.

Projects identified and completed on annual clean-up day or followed up within the next week:

- General clean-up of the area.
- Spreading and tamping of 5 ton of new gravel at the entrance to the access road where there used to be a two to four inch drop-off with the Cherokee Road pavement.
- Rotten wood walkway at end of Timberlake Trail replaced.
- Moved additional mulch under the swing.
- Trimmed the over-grown foliage canopy along the access road to allow those pulling boats to access ramp area without hitting trees and bushes.
- Trimmed downed limbs and overgrown foliage from the trails.
- Port-a-John replaced with fresh unit and pad-locked to tree to avoid vandals tipping it over.

Projects identified for possible future completion:

- Repair broken concrete underwater at bottom of boat ramp. Repair wooden retaining wall on west side of ramp (excavate behind wall, install concrete dead men, pull wall back into place via cables to dead men).
- Very low spot (swale) between parking circle and picnic area, leading to drainage pipe that empties onto ramp, has been re-landscaped with gravel but we need to put a screen over the pipe opening.
- Move or remove large pile of concrete behind the swing. Might be able to use this material during the boat ramp repair.
- Move pile of mud cleaned off of ramp Spring 2014 with a front end loader.
- Re-pointing of brick on chimney.
- Remove or move short length of chain link fence, extending from about where our entrance gate is located towards the river.
- Remove the remaining fence posts left behind by boat club after they installed new fence (ones that were left in a dangerous condition were previously removed).

- Attach new cooking surface screen to brick barbeque.
- Remove or mulch cut brush and downed tree material along the access road.
- Cut down vines growing up trees all over the property.
- Cut down or limb up dead trees in the picnic area.
- Install additional warning signs at the dock/ramp: 'Use boat ramp and dock at your own risk/Submerged objects/Strong currents'