

WLLA BOARD MEETING MINUTES
Hybrid Meeting: Club House/Zoom

Date: 08.20.2022 **Call to Order:** 9:00 AM **Meeting Adjourned:** 11:30 AM

Office is open Wednesday and Saturday 9:00AM to 2:00PM. Window service only; located on the side of building by salt shed.

Roll Call:

August 20, 2022 Board Meeting			
Board Members	Present	Absent	Leave Early
John Weber-President	X		
Carol Reynolds- Vice President	X		
Carol Gillen- Treasurer	X		
Janice DiMaio- Secretary	X		
Maria Aieta- Director	X		
Maryann Muschlitz-Director		X	
Bill Boehme-Director	X		
Dan Murphy- Director	X		
Michael DeVita-Director		X	
John Roland-Director	X		
Marie Warshofsy- Interim Director		X	
Al Shauger- Interim Director		X	
Kathy Zimmermann- Office Specialist	X		
No Hinkle Estates Representative			

President's Remarks:

- A. Gypsy/Sponge moth problem: discussion to partner with Twin Lakes to spray. TWCWC- Pat and Chet Dawson will provide a date for zoom meeting with don Egen (State Forester) to discuss pros/cons spray and effectiveness.
- B. Clubhouse/office septic system having issues. Will have M&S investigate and advise what may be happening.
- C. Homeowner has a retention pond on property that they maintain, and this helps with drainage and water runoff into the lake. Asking if WLLA will take over maintenance if the home should be sold by children when couple cannot longer come to WLLA. Will discuss with attorney regarding subdivision
- D. Salt Shed- we will need new person to replace the salt shed cover- Kathy Z will be looking for replacement of original contractor who is no longer able to perform replacement.
- E. Michael DeVita has resigned as chairman of the Roads Committee as of October 15, 2022, he will remain on the committee.

Action Items:

1. ACTION ITEM Approval of July 16, 2022, Board Meeting minutes.

MOTION BY: Carol R SECOND BY: Dan M

VOTE: #YES 08 #NO 0 #ABSTAIN 0

PASS: X FAIL

2. ACTION ITEM Approval of July 16, 2022, General Membership Meeting minutes.

MOTION BY: Carol R SECOND BY: Dan M

VOTE: #YES 08 #NO 0 #ABSTAIN 0

PASS: X FAIL

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3. ACTION ITEM: Approval of August 20, 2022, Agenda.

MOTION BY: Carol R SECOND BY: John R

VOTE: #YES 08 #NO 0 #ABSTAIN

PASS: X FAIL

4. ACTION ITEM: Treasurer's Report: Acknowledge receipt of Treasurer's Report. Please see full Treasurer's report.

MOTION BY: John R SECOND BY: Mario A

VOTE: #YES 08 #NO 0 #ABSTAIN

PASS: X FAIL

5. ACTION ITEM: Treasurer's Report: Approve invoices as written. Please see full Treasurer's report.

MOTION BY: Dan M SECOND BY: John R

VOTE: #YES 08 #NO 0 #ABSTAIN 1

PASS: X FAIL

6. ACTION ITEM: Approve email votes as presented. Please see full Treasurer's report.

MOTION BY: Carol G SECOND BY: John R

VOTE: #YES 08 #NO 0 #ABSTAIN 1

PASS: X FAIL

7. ACTION ITEM: Approve the purchase of a new desk top computer for office up to a total of \$1,200.00.

MOTION BY: Dan M SECOND BY: Carol R

VOTE: #YES 07 #NO 1 #ABSTAIN 0

PASS: X FAIL

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8. ACTION ITEM: Approve to start all Board of Director Meetings at 9:00AM instead of 10:00AM

MOTION BY: John W SECOND BY: Carol R

VOTE: #YES 05 #NO 0 #ABSTAIN 2

PASS: X FAIL _____

9. ACTION ITEM: Approve changing signature of bank account from Janice DiMaio to Carolyn Kalinich as of 09.17.2022. The authorized signers will be John Weber, carol Reynolds, Carol Gillen and Carolyn Kalinich.

MOTION BY: Dan M SECOND BY: John R

VOTE: #YES 08 #NO 0 #ABSTAIN 0

PASS: X FAIL _____

10. ACTION ITEM: Rules & Regulations Committee: #3. Accept AMENDMENT TO THE CONSTITUTION #3 INDEMNIFICATION: to adopt broader indemnification language, reflecting PA statute. This is second presentation to the board of this rewrite as discussed at the June BOD meeting. Per review with Attony Steih ready to advance to vote of membership. Please see attached copy of amendment to Constitution

MOTION BY: Janice D SECOND BY: Carol R

VOTE: #YES 10 #NO 0 #ABSTAIN 0

PASS: X FAIL _____

No Old Business

No Member Comments:

Pat D- Conservancy has two (2) events: Annual meeting and Photo contest: 09.02.2022

Spotted Lantern Fly: Peter Wolfhurst zoom presentation 09.10.2022-10AM

Please slow down on Maple Dr. School back in session and people walk on this road and there are no sidewalks.

11. ACTION ITEM: Meeting Adjourned 12:10 PM

MOTION BY: John W SECOND BY: Carol R

VOTE: #YES 11 #NO 0 #ABSTAIN 0

PASS: X FAIL _____

Full Committee reports are posted and can be viewed on our Walker Lakeshores Landowners Association web page: walkerlake.com

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#3. PROPOSED AMENDMENT TO THE CONSTITUTION #3 INDEMNIFICATION: this is second presentation to the board of this rewrite as discussed at the June BOD meeting. If approved move forward to community.

INDEMNIFICATION

Summary/Purpose: to adopt broader indemnification language, reflecting PA statute.

<https://www.legis.state.pa.us/WU01/LI/LI/CT/HTM/15/00.057..HTM>

Current: ARTICLE VI (4) (OFFICERS AND DIRECTORS)

Officers and Directors shall have no personal liability with respect to any contract or commitment made by them in good faith on behalf of the Association. The Association shall indemnify and hold harmless each Officer and Director against any and all liability to others on account of such contract or commitment. This responsibility of the Association will be supported by adequate insurance coverage.

Proposed: ARTICLE IX (INDEMNIFICATION) *Proposed to be Article IX (Indemnification) because indemnification is available for committee members and other official volunteers, not just Officers and Directors – which effects the numbering of the current Article IX (Amendments). Amendments would become Article X.*

Indemnification is available in accordance with Pennsylvania Non-Profit Corporation Code 15Pa.C.S.A. 5741 Subchapter D.

Do you approve or disapprove the proposed amendment to Appendix II, Article IX?

Approve X Disapprove

APPROVED VIA EMAIL PRIOR AUGUST 20, 2022 BOD MEETING

Motion made by Carol Gillen, given zoning's explanation of non-habitable space, I make this motion that we bill this property a single assessment as 1 home. A no vote would indicate a preference to bill as 2 homes; a yes vote would indicate a preference to bill as 1 home.

Seconded by: Michael DeVita , YES VOTES: 9, NO VOTES: 1, NO REPLY: 2, **MOTION PASSED**