

PRAIRIE VILLAGE HOMES ASSOCIATION
Board of Directors Meeting
September 17, 2008 Prairie Village Community Center

The meeting was called to order at 7:00 PM. President Ian Bartalos presided.

Attended: Britt Bieri, Bill Chinnery, Susan Forrest, Logan Gerken, Jori Nelson, Ron Nelson, Susan Spencer, Ashley Weaver.

Excused: Sharon Chinnery.

Guests: Deana Blake 6739 Fontana, Mark Eddy 4101 Prairie.

President's Report: Ian Bartalos reported that he has received information regarding the proposed Johnson County Research Triangle. Ian will provide it to anyone upon their request. Ian asked that the Board agree to skip the approval of the July and August minutes, hear short committee reports, and take the agenda out of order for this meeting. Ian asked that we dedicate our time to completing our work on our Bylaw amendments. There was no objection.

Committee Reports:

Architectural Ad Hoc: Logan Gerken reported that Councilman Mike Kelly has called a meeting of the Homes Association Committee for September 29, 2008 at 7:00 PM at City Hall.

Public Forum: No comments were made.

New Business: On a motion by Bill Chinnery, seconded by Ashley Weaver, 25 new homeowners were approved for membership by a unanimous vote.

Old Business: Ian Bartalos presented Bylaw amendments constructed by Ron Nelson and himself. On a motion by Jori Nelson, seconded by Britt Bieri the Board unanimously approved amending the below listed bylaws to now read as follows.

Article II – Board of Directors.

Section 2. Six Directors shall constitute a quorum for the transaction of business at any meeting.

Section 3. All Directors shall be bona fide residents of the District and shall at all times be members of the Association in good standing, current on the Homes Association dues.

Section 4. Directors shall be elected annually by the members of the Association at the Association's Annual Meeting to serve for a period of THREE years until their successors are duly elected and qualified.

Section 6. The Board of Directors shall conduct, manage and control the property, affairs and business of the Association, and shall make all necessary rules and regulations for the guidance of officers and management of the affairs and business of the Association, not inconsistent with the laws of the State of Kansas and the United States. The Board of Directors shall keep a record of any meeting. At each Annual Meeting, the Board shall present a complete detailed statement of the assets, liabilities and general condition of the Association. The Board shall also keep a complete record of all the finances of the Association showing all receipts and expenditures, assets and liabilities, as set forth in Article III, Section 5.

The Board of Directors may employ and discharge at will all agents, servants and employees of the Association. The Board of Directors shall prescribe their duties, fix their compensation, fix the officers' compensation, if any, and in their discretion, may require of them a bond or other security for faithful performance of their duties and fidelity. The Board of Directors shall perform any other duties that may be prescribed for them by the members of this association at any regular or special meeting.

On a motion by Ron Nelson, seconded by Susan Spencer, the Board unanimously approved amending the below listed Bylaws to now read as follows.

Article III – Officers & Their Duties.

Section 1(a). The officers of this association shall be a president, vice president, secretary, and treasurer. The Association officers shall be elected annually at the first meeting of the Board of Directors after the Annual Association Meeting to hold office for a one-year term. The Board of Directors may also, from time-to-time, name other or assistant officers who shall hold office at the will of the Board of Directors.

(b). The President and the Vice President shall at all times be Directors. It is not required that either the Secretary or Treasurer be a Director or a Member of the Association. The offices of the Secretary and Treasurer may be held by the same person.

Section 2. The President shall preside over all meetings of the Members and Directors, shall sign all instruments of writing to be executed by the corporation, and perform any other duties that be conferred by the Board of Directors. The President's authority shall be subject to the control and direction of the Board of Directors at all times.

Section 3. The Vice President shall perform all the duties of the President in the absence or inability of the President.

Section 4. The Secretary shall (1) keep a permanent and complete record of all Association and Board of Directors' meetings; (2) keep the officers informed of all proceedings whenever called upon; (3) call special meetings of the Board of Directors and the Association whenever requested by the President, Vice President, or a majority of the Board of Directors; (4) keep a list of all members of the Association and their addresses; (5) perform all other duties that pertain to the office of Secretary. The President may designate another Director as temporary Secretary in the absence of the Secretary. The Secretary shall turn over all papers, record, books and other property belonging to the Association at the end of the Secretary's term.

Section 5. The Treasurer shall (1) receive and deposit in such banks as the Board of Directors may from time-to-time direct all moneys belonging to the Association; (2) keep a true and detailed account of all moneys received and paid out; (3) make a financial report in writing at each Annual Association Meeting and at any special meeting of Association members if requested; (4) make such a report at any meeting of the Board of Directors if requested; (5) perform all other duties that pertain to the office of Treasurer. The Treasurer shall turn over all moneys, records, papers and other property then on hand belonging to the Association at the end of the Treasurer's term.

Article IV – Association Meetings.

Section 1. (second paragraph only) Special meetings of the members of the Association may be held at any time on the call of the President, Vice President, or a majority of the Board of Directors.

Section 3. At any Annual Association Meeting or Special Association Meeting, ten members of the Association shall constitute a quorum for the transaction of business. Majority vote of those present shall be necessary to elect a director or transact any other business.

If the meeting is not held at the time specified because of the lack of quorum or other cause, the meeting shall be rescheduled for a certain date.

Article V (now designated as a new and separate article) – Board of Directors' Meetings.

Section 1. Regular meetings of the Board of Directors shall be held at such times and place as the Board of Directors may designate. Notice of the regular meeting of the Board of Directors shall be given to the members as provided in Article IV, Section 2.

Article VI (formally Article V) – Voting.

Section 2. No Director may vote by proxy at any Directors' meeting.

Proposed amendments to Article II, proposed sections 7 & 8; Article III, Section 1(c); Article IV, Section 1 (1st paragraph only) & Section 2; Article V, Section 2; Article VI Section 1; and Article VII were tabled.

Public Forum reopened: Deana Blake complained that she was required to obtain a City building permit for a playhouse already under construction at her residence. Ms. Blake claimed that the City required the permit only to appease the PVHA Board. Ms. Blake blamed the Board for the stress she claims this event has caused to her and her children.

Ian Bartalos assured Ms. Blake that the PVHA Board has no jurisdiction over the City's building permit requirements and that the Board had no role in the event she described. Ian advised Ms Blake to take her complaint to the City. Ian will contact the City to investigate Ms. Blake's claim of appeasement.

Adjournment: On a motion by Susan Spencer, seconded by Ashley Weaver, the meeting adjourned at 8:54 PM.

Next meeting: November 19, 2008.

Respectfully submitted by Susan Forrest, Secretary.