Charbonneau Country Club Board of Directors
Minutes of the Monthly Meeting
February 12, 2019 – 4:00pm

A meeting of the Charbonneau Country Club Board of Directors, an Oregon nonprofit corporation, was called by acting President Kathy Harp at the Charbonneau Clubhouse in Wilsonville, Oregon.

Board Directors Present:		**Staff:**	**Visitors:**
Kathy Harp, Acting President	**Levi Smith**	Kim Hosford	Gloria and Tom Andrews, Residents
Lindy Anderson, Treasurer	**Larry Walker**	Jim Meierotto	Michael Dothan, Resident
Kathy Fuller, Secretary	**Pat Tewell**	Rick Schram	Anne Shevlin, Resident
Bob Harland	**Tony Holt, Excused**		Sherie Star, Resident
Kamran Mesbah			Alex and Melissa Watkins, Residents
			Heather Coston, Community Engagement Consultant

I. **Call to Order:** Acting President Kathy Harp called the February 12, 2019 meeting to order at 4:00pm. Acting President Harp asked if there were any changes to the Agenda. There were none. Agenda stands as submitted.

II. **Nominations and Voting for Board President and Vice President:** Tony Holt has submitted his resignation as President of the Board. Attorney Michelle DeRosa confirmed that according to the bylaws, Article 6, Section 4, the board will need to elect a new President, and, if needed, a new Vice President. Kamran Mesbah made the motion to nominate Kathy Harp for President. Kathy Harp accepted the nomination. Lindy Anderson seconded the motion. The motion passed unanimously. Kathy Harp called for a nomination for Vice President. Kamran made the motion to nominate Larry Walker. Larry humbly refused as he felt others were more qualified and able to carry out the duties of Vice President. Larry made the motion to nominate Bob Harland for Vice President. Bob accepted the nomination. Lindy seconded the motion. The motion passed unanimously.

III. **Approval of Draft Minutes:** President Harp asked if there were any changes to the January 11, 2019 Special Meeting Minutes. There being none, Lindy made a motion to approve the minutes. Pat Tewell seconded. Motion passed unanimously. President Harp asked if there were any changes to the January 15, 2019 Board Meeting Minutes. Kamran said that the minutes were incomplete as they were missing information from the end of the meeting. Discussion took place regarding the motion that was made at the January 15 meeting to increase Jim's salary by 5 percent. The motion had passed unanimously at that meeting. With this amendment, Lindy moved to approve the January 15, 2019 minutes. Kamran seconded. Motion passed unanimously.

IV. **Recognition of Visitors:** The following visitors were in attendance: Gloria and Tom Andrews, Michael Dothan, Anne Shevlin, Sherie Star, Alex and Melissa Watkins and Heather Coston.

V. **Architectural Control Committee Annual Meeting Update:** The architectural control committee, which consists of all the architectural chairs in the community, held their annual meeting in January. The ACC has recommended revisions to the Architectural Control Standards and were included in the Board Packet.

Board discussion ensued regarding the recommended changes. Kamran asked about seeking legal counsel regarding the Sign Policy changes. Kathy Harp stated that the ACC has decided not to seek legal counsel about that at this time. Jim said that the board will need more education on ADU's. Bob said that without a rule the board cannot prohibit ADUs. Bob made the motion to accept the recommended changes. Kathy Fuller seconded. More discussion ensued. Motion passed unanimously.

VI. **Manager's Report:** Jim said that Country Club Estates is not an incorporated HOA. Legal counsel advised Jim to reinstate an advisory committee for this neighborhood. Discussion took place regarding this issue and the board was generally in support of the concept, realizing more details would need to provided and researched before making a decision. A tentative timeline for implementation would be near the end of this year.

VII. **Standing Committee Reports:** Kathy Fuller, House Chair, reported that the floor in the Fireplace Room has been refinished. Kamran reported that the Disaster Preparedness Committee has created an on-going annual events calendar. Larry, Communications Chair, passed out marketing materials that Pamplin Media is using for *The Villager*. Pamplin said that they are very pleased with the advertising that they received for the first issue. Pamplin had a few production concerns that they will be working on for future issues. The Communications Committee held its first meeting and will be looking for ways to support the Community Engagement Task Force.

VIII. **Community Outreach:** Larry said that he and Heather would like to re-organizing the Community Engagement Task Force to include less board members and more community members. Heather Coston reviewed the Charbonneau Facilities Improvement Project Engagement Task Force Charter with the Board. Discussion took place. Larry asked permission from the board to construct the task force with a broad representation of residents from the different Charbonneau HOA's and a business member. Bob cautioned about having a committee that is too large. Bob moved to accept the Charbonneau Facilities Improvement Project Engagement Task Force Charter. Pat Tewell seconded. There was no additional discussion. Motion passed unanimously. Heather Coston left the meeting at 5:10pm.

IX. **Garden Terrace Update:** An agreement has been drawn up between Charbonneau Golf Club and Charbonneau Country Club regarding the Garden Terrace. Our legal counsel is still in the process of a final review of the License and Access Agreement, but indicates they will have no substantive changes. Jim suggested motion language to approve the License and Access Agreement for the Garden Terrace with the Charbonneau Golf Club, as included in the board packet, after legal review which does not result in any substantive changes, and give authority for the President and Secretary to sign the License and Access Agreement after legal review is complete. Larry made the motion as stated. Kathy Fuller seconded. Motion passed unanimously.

X. **The State of the Marina Update:** Bob Harland said that the Marina is 39 years old and considerable work needs to be done on it. Currently there it $16,000 in the Marina reserves right now. Needed upgrades would be approximately $500,000.

XI. **Nominating Committee:** Kathy Harp appointed Kamran Mesbah to the nominating committee.

XII. **Manager's Report continued:** Jim left the meeting at 5:45 so Kathy Harp read the remaining Manager's Report. TVF&R completed their first training. Mailings and emails have been sent to those close to the area. Kim is coordinating the 1 page of free *Villager* ads for CCC. All paid ads should be submitted to Jesse at Pamplin. Jim will be signing the 3-year Fitness Center lease soon.

XIII. **President's Report:** Kathy Harp and Jim met with Michele Wasson, who is a non-profit attorney with Stoel Reeves. They are seeking advice regarding joining the golf club and CCC. Larry Walker will be joining Kathy Harp, Tony and Jim in the golf club discussions. Joe Brouillette and Gene Tish will be at the February Special Board Meeting.

XIV. **Adjournment:** There being no other business to come before the board, the meeting adjourned at 6:18pm.

Kathy Fuller, Kathy Fuller, CCC Secretary