



BEAR CREEK LAKES CIVIC ASSOCIATION

57 Pool Drive, Jim Thorpe, Pennsylvania 18229
(570) 325-3334

Board of Director's Meeting: February 18, 2017

ATTENDEES

Present: Gary Benedick, Rich Berger, Colleen Bradley, Mike Brennan, Tom Larney, Ken Levitz, Bill Malone, Kevin McGrath, Neil Mullen, Marty Palmer, Margo Schaefer, Roger Stewart, Todd Wagner, Steve Sosnowski, Nadine Young

Absent: Pat Ayers & Tom Nanovic

Visitors: Jack McGeehan, 397 Bear Creek Lake Dr, Jay Blumenthal, & Alan Young (Attorney)

President Steve Sosnowski called the meeting to order at 9:00 AM

PREVIOUS MEETING MINUTES

- **Review and approved January 2017 minutes:**
 - **MOTION: 17, 02-18-01:** Steve Sosnowski moved to accept the January 2017 minutes as already corrected. Seconded by Marty Palmer. Motion carried.
-

TREASURER REPORT

- Todd Wagner distributed the Treasurer's Report

>> Profit and Loss: January

- Dues revenue of \$56,143 and total revenues of \$59,549
- Net Income of \$22,675 vs \$39,789 in prior year (Late fee income: bylaws legal)
- YTD Net income of \$167,274 and Net Income (Operating) of \$27,668
- Fishery Management revenue of \$251 for the mo., \$924 YTD
- Misc. income \$163.50), comprised of Admin fees on payment plans
- Capital Improvement Fee Income of \$1486 (two accounts)
- Bylaws legal fees of \$5,292 (Dec 2016 and Jan 2017)
- ***Balance sheet:***
 - Cash Balance of \$1,279,890 as of January 31, 2017
 - ***Cash Balances comprised of:***
 - operating \$375,671
 - road 494,543
 - capital reserves 374,666
 - construction escrow 35,010

- Post closing adjustments for 8/31/2016, including allowance for bad debt, bringing reserve to \$24,653
- Accounts Receivables (gross) Down approx. \$6,600 from prior mo. (\$63,740 at 12/31 vs \$70,332 at 12/31)

- **Review and Approval of the above Treasurer's Report for Jan. 2017:**

- **MOTION: 17, 02-18-02:** Ken Levitz moved to accept the Treasurer's Report.
Seconded by Bill Malone. Motion carried.

VISITOR'S COMMENTS

- Main purpose of attending the meeting was the interest in the bylaw re-write.

COMMITTEE REPORTS

>> Attorney:

- No reports

>> Permits:

- Rich Berger reported 1 bond. No requests for tree permit.

>> Lake/Dam:

- Gary Benedick reported on the Lake height, it is refilling. The lake height was <15" before and now is only <6". We have approval for the dam for the Department of Environmental. Also the status/situation of the wall is being looked into.

>> Rules:

- See Special Projects Below:

>>Special Projects

Todd Wagner gave a brief overview of the process the Bylaws Committee followed and acknowledged members of the Committee (Margo Schaefer, Jack McGeehan, Bill Allison, Jay Blumenthal). Todd introduced Alan Young, attorney from Haros and Young who assisted the Bylaws Committee in developing the proposed bylaws. Todd turned the floor over to Alan Young who presented the suggested changes to our bylaws, providing brief background of hierarchy of laws and legal documents; then reviewing the bylaws.

- Working to evolve bylaws for the long term
 - Strategy for Community
 - Goal to read more clearly and defined & continue to fine tune over time
 - BCLCA predates the Uniformed Planned Community Act
 - our Deed Restriction (Declaration) document trumps the Act
 - Articles of Incorporation are more powerful than the Bylaws
 - Non Profit Corporation Laws (NCL) standards dictates if there is a statewide standard to comply with
- New / Changes discussed (these are the ones that prompted discussion and is not a complete list of changes included to the bylaws, and there will be final updated version to review and approve as the result of this review at the next meeting.

- 3.6 Declaration (mother of all documents), which is our Deed Restriction document
- 3.7 Direct Proxies (allows for vote by Members without attending meeting; helps to to achieve a quorum)
 - **PUT TO A VOTE:** 11 of 14 present voting to accept language of Directed Proxies as presented
- 3.10 Lot (defined lot, improved lot, unimproved lot and adjacent lot)
 - **PUT TO A VOTE:** 13 of 14 present, voting in favor of definition of Lots presented
- 3.12 Defined member in good standing
- 3.14 Strategic Plan
- 3.15 Voting member
- 5.1 Number of Qualifications and Term Limits (board of directors-only one member per lot may serve on the board at any time; 3 term limit). Language on term limits will provide for current Directors currently in third or more term to serve the remainder of the term before the one-year mandatory hiatus would go into effect.
 - **PUT TO A VOTE:** 12 of 14 , voted to approve Term Limits
- 5.2 Powers of Duties (details of power / limitations of the board)
 - 5.2.b and 5.2.c
 - **PUT TO A VOTE:** 12 of 14 present voted in favor of assessment allocation as presented, with Adjacent Lots assessed at 25%
 - Globally use $\frac{2}{3}$ majority of the board
 - **PUT TO A VOTE:** 8 of 14 present, voted in favor of $\frac{2}{3}$ of Board vote to approve Budget
- 5.3 Removal of Directors (allows for $\frac{2}{3}$ vote for removal)
- 7.1 Indemnity (protection for board)
- 8.5 Quorum (allow person or by proxy of at least 10% of voting members)
- **PUT TO A VOTE:** 13 of 14 present voted in favor of increasing the percentage for a quorum from 5% to 10%
- 9 Management (new section to define managing agent)
- 10 Defining Purpose, Mission statement, Charter etc
- 11 Strategic Plan
- 13 Enforcement of the Association's Governing Documents (enables / outlines process and ability to find people not in good standings with BCLCA)

>> Lifeguards:

- Colleen Bradley reported that there are 2 forms currently online for Lifeguards for the American Red Cross. Times changed for workout and water aerobics, now all are going to be held at 11 and the Pool will open at Noon.

>> Landscaping/Stewart Hall:

- No report.

>> Roads:

- Tom Larney reported that he is still reviewing options for the road work.

>> Security:

- Bill Malone report that there was no attempted breakin after checking on White Oak Drive, it was a false alarm. The buoy was found....it resurfaced as expected.

>> Environmental:

- Reviewed the undeveloped lots and there is no interest for BCLA to purchase as these did not impact or create any water issues.

>> Maintenance:

- Ken Levitz reported a minor injury to a worker's hand, but there was no delay or loss of work.
- Need to replace wall by lake. Will get 3 bids as we need the right equipment and skilled personnel.

>> Membership Services:

- Kevin McGrath noted that there is 1 foreclosure filled.

>> Recreation:

- Marty Palmer is finalizing the schedule.

>> Comp. Tech./Communication:

- Margo Schaefer-No Report.

>> Long Range Planning:

- Roger Stewart addressed the commercially zoned lots adjoining 903. It now appears that most of them are also part of BCLCA, pay our assessments, and are subject to our development restrictions. Something to think about if we want to amicably and easily prevent some uses like noise sources, car washes, billboards or bright lights that might otherwise create problems for our development in the future.

>> Finance:

- Todd Wagner reported that payment was made to Goldberg Plumbing and heating for the hook-up work for the oil tank..

>> Human Resources:

- Training on workmans comp process will be provided to staff
- Get new hire/hire policy out to lifeguards.

OLD BUSINESS

- No Old Business

NEW BUSINESS

- No New Business

EXECUTIVE SESSION

- No Executive Session
-

ADJORNMENT

- 11:45 AM
 - **MOTION: 16/17, 01-21-08:** Rich Berger moved to adjourn.
Seconded by Ken Levitz. Motion carried.
-

Respectfully submitted,

Nadine Young, Recording Secretary