

Kentwood Home Guardians Minutes
Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.
Zoom meeting

1. CALL TO ORDER

President Alyssa Bost called the meeting to order at 7:01 p.m.

2. ROLL CALL

A. Directors Present

Alyssa Bost, President

Tracy Thrower Conyers, 2nd VP

Deborah Wettstein, Treasurer and Acting Secretary – re-elected 9/18/21

Carolyn Epstein – newly elected 9/18/21

Matt Carvette – newly elected 9/18/21

B. Committee Chairs / Other Volunteers Present:

Linda Kokelaar, Inspector of Elections

Tom Koranda, Acting ARC Coordinator

C. Staff Absent

Audrey Melton, Operations Manager

3. OPENING COMMENTS

President Bost provided brief intro of Board Directors and Meeting guidelines/Code of Civility. Welcome to new Board Directors Carolyn Epstein and Matt Carvette.

4. SPECIAL PRESENTATION

25-minute presentation and software demo from eUnify rep Frank Rafa

5. OPEN FORUM – 15 minutes limit.

- A KHG Member (Tommy R.) commented on KHG Operations and Director censure.
- A KHG Member (John S.) stated objection to contents of KHG assessment mailing.
- A KHG Member (Tom K.) addressed D-S Code Of Ethics ‘proper decorum’ requirement

6. SECRETARY’S REPORT / APPROVAL OF MINUTES

A. Approvals. 8/18/2021 regular Board meeting minutes have been posted to website.

B. Remaining minutes to be approved. Board tabled approvals of the following re-formatted Board minutes until next month’s meeting: May 19, 2021 (regular meeting), Sept. 1, 2021 (special meeting), Sept. 15, 2021 (regular meeting) + previously un-approved June 23, 2021 (regular meeting). Director Wettstein noted the following unapproved and now re-formatted minutes were missing from the agenda: April 14, 2021 (regular meeting), May 5, 2021 (special meeting), and Sept. 13, 2021 (emergency meeting).

7. TREASURER’S REPORT

A. Financial statements.

- i. 2020/21 CPA compiled financials. Operations Manager did not have a chance to review prior to her vacation. Approval tabled.
- ii. September financials. Will review incomplete items after Operation Manager returns.

Kentwood Home Guardians Minutes
Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.
Zoom meeting

- iii. Treasurer/Operations Manager financials meet. Director Wettstein has been trying to coordinate in advance of each regular Board Meeting with Operations Manager.
- B. KHG audit. Director Wettstein researching vendor options for 3 year audit per D-S.

7. ARCHITECTURAL REVIEW COMMITTEE

Report presented by ARCC Tom Koranda, based on latest 9/13 meeting:

A. Plan Reviews.

- i. Approval(s). ARC approved 4 applications. Most coming in are minor remodels and ADU/garage conversions. 18 query letters currently out to owners, awaiting their response. Timelines for owners seeking KHG ARC approval seem to be extending.
- ii. Stewart stalled construction. ARCC continues weekly tracking of Stewart Ave. stalled construction project. No improvement. ARCC believes property is a hazard, contractor has not complied with prior requests made by KHG through Operations Manager. Director Bost will contact KHG Attorney and coordinate with ARC and Operations Manager. ARCC agreed to provide a timeline summary on project.

8. OUTREACH COMMITTEE – currently looking for new members; contact Audrey Melton.

9. DPR RE-STATEMENT/OPERATING RULES COMMITTEE – report presented by committee member Tom Koranda -- see attached.

- i. Director Carvette suggested, in response to comments around potential KHG Member survey, would be a good idea to include information on current rules that are in place.
- ii. Koranda agreed; noted there are about 10-15 rules that the ARC most frequently deals with in addition to other issues the community regularly raises to KHG management.
- iii. Further discussion around educating the community on the basic rules, complaints that most consistently come to the association, limitations of KHG's authority.
- iv. Committee will get back to Board re: date for KHG Member survey + Forum.

10. OPERATIONS MANAGER'S REPORT- report compiled and presented by Director Bost;

A. Complaints –

- i. 5 complaints re: homelessness, asking if KHG has authority to do anything?
- ii. Property 1 - complaint re: home with trailer in the driveway, cars in front w/ exp. registration, concerned people living in trailer/vehicles. Lots of foot traffic, police have been at property in past two months. Asked for letter to be sent from KHG.
- iii. Property 2 – emails from at least two neighbors. Person at this home playing very loud music for hours, screaming obscenities at neighbors walking dogs and potential drug use alleged. At least one neighbor has contacted LAPD. Can KHG take action?
- iv. Other complaints:
 - frequent filming in the neighborhood
 - couple of emails about crime, one suggesting KHG hire a patrol
 - owner asking the association to keep an eye on their house
 - misc. questions about development on Sepulveda and Centinela,
 - two emails with complaints about recent President's letter
 - request to vote to disband KHG
 - request for KHG to email meeting reminders earlier in the day

Kentwood Home Guardians Minutes
Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.
Zoom meeting

- email about trash piles behind old Emerson fire station

B. Operations report.

- i. Written report. Director Wettstein suggested it would be helpful to have Operations Manager prepare a written report of complaints for future Board meetings -- similar to what Board sees from ARC. Would help Board monitor/track responses over time.
- ii. Protocols. Director Epstein asked about protocol for responding to complaints. Director Bost responded the Board has tried different things during her tenure – e.g. setting up a complaint log (in the Google folder). Need to formalize the process.
- iii. eUnify. Director Bost thinks eUnify could help in this respect; would provide all of the Board access to complaints/tracking and facilitate related communications.
- iv. Templates. Discussed Level 1/Level 2/Level 3 template letters as per prior Board meeting. Should always be immediate acknowledgement, followed by investigation. Then appropriate letter sent. Maybe should set a separate Board session to review?
- v. Operations Manager. Director Conyers' said KHG would have to pay Operations Manager to compile Operations report, based on current time commitments.

C. Collections/assessments. Move to next Board meeting on Operations Manager's return

11. NEW BUSINESS

A. Motion to form Modernization/Tech committee.

- i. Discussion re: pros/cons.
- ii. Director Wettstein asserts modernization & operational priorities fundamental to KHG's go-forward; in connection with potential software review, important for all of Board to be involved/informed, should not be relegated to committee.
- iii. Director Bost has been researching a viable HOA management software option. eUnify appears best solution in terms of affordability and addressing KHG's needs.
- iv. Motion died. (2-2, 1 abstention)

B. Elections rules report and review.

- i. Report by Inspector of Elections. 476 ballots cast in recent election, meaning ballots w/ correct information on outside of envelopes; not each ballot was countable.
- ii. Results/next election. Acknowledged elected candidates and noted next election tentatively scheduled for May/2022.
- iii. Election rules/committee. Would like to see changes to the elections process/rules -- based on last latest cycle -- and an election committee formed. Requests to be a member of the committee; years in service as elections volunteer should be of value.
- iv. Recommended changes include:
 - ballots that fit into the pink envelopes without needing to be folded
 - review process for ballots being received and verified
 - Inspector of Elections allowed to come by KHG office as needed to monitor
 - ballots to remain locked in office until handed over to the Inspector of Elections
 - Provisions 11.3 and 11.4 of KHG's election re-written to clarify distinction between a 'personal review' or 'recount' and civil code for conducting same
 - Board directors should be expressly prohibited from improper electioneering

Kentwood Home Guardians Minutes

Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.

Zoom meeting

- v. Election challenge. Board should be aware that a member requested a 'recount', then changed their request to a 'personal review.' With each offer to accommodate (Director Bost led response), the member objected to KHG guidelines/protocols. Inspector Kokelaar and Director Bost have recommendations to amend Election Rules can help the overall review process work more smoothly going forward..
- D. Elections Rules Committee.
- i. Committee motion. Director Wettstein motioned to form Elections Committee to be chaired by Alyssa Bost, in light of experience overseeing the latest election on behalf of the Board; other committee members to be appointed by the Chair (per D-S).
 - ii. New legislation. Director Wettstein noted new legislation, SB 432 & ab 502, have been signed into law (to become effective 1/1/2022). Contains changes that will impact KHG's election rules, including clarification that director term limits are a permissible qualification when dictated in an association's Bylaws as are for KHG.
 - iii. Attorney update. KHG's Attorney is in the process of preparing an opinion to share.
 - iv. Term limits. Director Wettstein noted there was a lot of debate among the Board concerning interpretation of SB 323 re: term limits when the Election Rules were amended in April/2020 Ambiguity in the law was not made clear to the KHG Board.
 - v. Committee vote. Motion passed to create Elections Committee with Alyssa Bost the Chair (3-1, 1 abstention).
- E. Code of Ethics policy.
- i. Director Wettstein noted policy adopted by Board 8/18/2021 (straight from D-S). Attorney Hale advised in recent Board training that all directors should sign.
 - ii. Signature version of policy (per D-S) will be posted to Board folder (in Google files).
- F. President's Letter included with assessments mailing.
- i. Director Conyers noted objections to the President's letter content made by herself and another director. Thinks Director Bost should step down as President.
 - ii. Director Wettstein commented that Director Bost's statements were completely consistent with her 2019 candidate statement, upon which she was elected.
 - iii. Director Epstein objects to person views being expressed on KHG letterhead; was happy to see two paragraphs excised based on her objections. Thinks we are here to manage KHG's properties per relevant laws.
 - iv. Director Wettstein agrees with Board focusing on its authority per KHG governance.
 - v. Member & former Board member M. Remer asked comment be read aloud that she and prior Board members wanted to address the issue of the race restrictive DPRs and inclusion; appreciated the President's message; personal opinions were clearly stated.
- G. Board director communications. As per recent Board training, directors reminded not to carry out Board business over email; only in open, noticed sessions.
- H. Board officer roles.
- i. Director Bost notes 2 officer roles currently open: Secretary and 1st VP. Directors can make suggestions re: changes to other roles.
 - ii. Director Conyers thinks Board should be voting. Director Bost notes this is inconsistent with past Board action and Davis-Stirling.

Kentwood Home Guardians Minutes

Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.

Zoom meeting

- iii. Director Conyers motioned that Director Bost step down from President role. Director Wettstein opposes. Believes Director Bost –in the face of much adversity -- has demonstrated leadership, is getting things done and helping the Board work together.
 - iv. Director Epstein volunteered to serve as Secretary or 1st VP. Director Carvette declined an officer role at this time based on other time commitments.
 - v. Board agreed as follows: Alyssa Bost/President, Tracy Thrower Conyers/VP, Deborah Wettstein/Treasurer, Carolyn Epstein/Secretary. Director Epstein to take over recording of minutes with November meeting.
 - vi. Director Wettstein registered complaint re: Director Conyers maintaining officer role.
- I. Vendor liaisons. Directors Wettstein and Bost noted that Davis-Stirling provides for the President to serve as legal liaison, as well as oversight of KHG's employee. Treasurer to serve as CPA liaison.
- J. SB9, ADU & STR laws.
- i. Director Conyers notes there are new laws in these categories over the past few years, suggests the association engage its attorney re: possible operating rules.
 - ii. Director Wettstein thinks we need to research prior advice attorney has provided on these topics to avoid duplicative costs.
 - iii. Board to review what is on the shared legal drive prior to next meet.
- K. Complaints response, process & templates.
- i. Director Wettstein believes this can be tabled for now as it relates to earlier operations discussion as well as consideration of possible software adoption -- implementation of which will require process definition and templates.
 - ii. Director Wettstein recently discovered (when reviewing Board training docs in google folders) existence of KHG Operations Manual from 2015 written by prior Operations Manager. Could be useful reference for the Board.
 - iii. Director Conyers recommends ad hoc committee. Director Wettstein and Tom Koranda volunteered; initial duties to include coming up with complaints response process and templates. Will provide Director Bost official name of committee.
- L. Politicizing KHG.
- i. Discussion held on issues appropriate for the Board to address.
 - ii. Director Carvette believes the Board should avoid overtly political issues, not what we are here to do. Board agrees subject of lot-splitting not necessarily political.
 - iii. Discussed sharing information with members re: recent Sheriff Villanueva visit on issue of homelessness. Director Bost clarified she was not intending to 'block,' was only trying to move into open session (per D-S).
 - iv. Director Conyers' objects to bombarding members with email communications.
 - v. Director Bost made motion to give Board directors authority to share purely informational (not political) meeting notifications with community through KHG's website and Facebook channel. Motion carried (3-2).
- M. Disbanding KHG.
- i. Last meeting, L. Kokelaar shared information on requirements for disbanding KHG.
 - ii. Director Conyers concerned with directors talking about disbanding the association.
 - iii. Director Wettstein notes that members regularly make inquiries on the topic; also, Director Epstein recently called for same in connection with President's Letter.

Kentwood Home Guardians Minutes
Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.
Zoom meeting

- iv. Director Carvette thinks it should be discussed. If Board isn't productive, or is going to be a divisive organization and not getting things done, maybe should go away?
- v. Director Bost noted eUnify motivation is to help the Board become more functional.
- N. KHG operations manual/committee. Moved into committee, see K.ii. And K.iii.
- O. KHG: "What do we do?"
 - i. Director Wettstein noted question was brought up by a member at the Annual Meeting. Suggests Board work on developing clarity around purpose/top priorities/what KHG is here to do – per its governance -- for the community.
 - ii. Recommends post on website, along with a mission statement, for KHG Members.
 - iii. Director Bost notes adoption of eUnify would coincide with these stated goals.
- P. Motion to approve digital assets policy.
 - i. Director Conyers bringing back a version of digital assets policy she thinks should be adopted in order for directors to have access to digital assets.
 - ii. Director Wettstein noted the prior motion died in the last Board meeting over objections of making policy a condition to turn over digital assets access to Board.
 - iii. Director Conyers claims to have incorporated changes w/ respect to optionality of Digital Assets Administrator. Board did not have a chance to verify prior to meeting.
 - iv. Director Wettstein believes policy should be reviewed by the association's attorney.
 - v. Director Bost is fine with having a Digital Assets Administrator, notes that Board controls who fills this position.
 - vi. Motion passed (4-1).

11. UNFINISHED BUSINESS

- A. Digital assets access.
 - i. Director Wettstein notes she checked list of sign-ons/passwords in advance of this meeting; majority are still not working. Checked list added to the Board folder.
 - ii. Director Conyers again raises issue of 2-factor authentication.
 - iii. Director Wettstein notes issue can be addressed with each Board member having their own sign-on; why do we need this for email accounts?
 - iv. Director Bost reiterates Board voted twice for directors to have access.
- B. Motion to censure Board Director.
 - i. Motion made to censure Director Conyers for on-going refusal to provide other directors access to KHG's digital assets.
 - ii. Code of ethics provides for censure as an initial action against directors acting in unilateral defiance of Board decisions. Directors have a fiduciary duty to take action.
 - iii. Motion passed (3-2).

12. FURTHER COMMUNITY COMMENTS / DISCUSSION

Additional comments were not invited as there were none unaddressed at start of meeting.

13. **NEXT MEETING DATE**. The next monthly Board meeting is scheduled for November 17, 2021 at 7:00 p.m.

Kentwood Home Guardians Minutes
Monthly Board Meeting • Wednesday, October 20, 2021 @ 7:00 p.m.
Zoom meeting

9:24 p.m. Meeting adjourned.

SECRETARY'S CERTIFICATE

I certify that the foregoing is a true and correct copy of the minutes approved by the Board of Directors.

Tom Koranda, Recording Secretary

Date

Deborah Wettstein, Acting Secretary

Date

DRAFT