

# KENTWOOD HOME GUARDIANS

Monthly Open Board Meeting  
Friday 25th, Oct, 2024 @12pm  
Zoom

## CALL TO ORDER

The meeting was called to order by Carolyn at 12 PM and again at approx 12:15. Note the Meeting again had problems with Zoom connection and started and started again late due to these problems. Yana Komsitsky joined late due to these reoccurring zoom problems. Several community members couldn't get on or were late entering the meeting.

## 1. ROLL CALL

### Directors:

	Present	Absent
Carolyn Epstein, President	[ X ]	[ ]
Tracy Thrower Conyers, Treasurer	[ X ]	[ ]
Julie Zaller	[ X ]	[ ]
Yana Komsitsky Secretary Resigned	[ X ]	[ ]
Gregg McNelly	[ X ]	[ ]

### Special Guests:

None

## 2. CONSENT AGENDA

### **Motion to have a consent agenda put forward by Carolyn Epstein, President**

This agenda item included five different motions covering different areas and needed unanimous consent by all board members. Discussion centered on why this consent agenda was placed on the agenda and what it meant. If "consent agenda" approved, all items would be approved in one vote and not discussed as normally would be done at a HOA board meeting. Gregg objected to this motion. So motion was not approved and the individual items were discussed as listed below.

- **1. Motion to approve a new Board Manual** - Tracy Conyers has written a new Board Manual and presented motion.

A brand new manual for KHG HOA Board covering meeting procedures and conduct was written by Tracy Thrower Conyers. The manual was presented to and given to board members the day before the KHG HOA board meeting. Discussion was held around why this manual was not given to the board earlier than 24 hours before the meeting for review and comment. Board members asked why this new governing HOA document was being pushed through now and had to be approved a day before the election tabulation. Why time, for a review of the document, was not provided to all board directors on such an important matter. Gregg strenuously objected to the document being forced to a vote and asked for a delay to read and review the document. Yana also objected to not having time

to review and comment. The way the meeting was being conducted and forcing a vote on this document. That this document was unilaterally drafted by Tracy as a set of rules for future KHG boards. Carolyn spoke in favor and supported the document.

- A vote was taken regarding the Manual, resulting in a 3-2 approval with Tracy, Julie, and Carolyn voting yes, while Gregg and Yana voted no\*

- Motion passed with a vote of 3-2 in favor.

### ● 2. **Motion to Approve Common Area for Electioneering**

A motion was made to allow candidates to place one sign in common areas, for a limited time, overriding existing HOA election rules. Discussion centered around a candidate's request to use the common area strip lot for placing candidate's election signage.

Discussion highlighted California state law permitting candidates to post signs, emphasizing the need for free and fair elections. Concerns were raised about compliance with California state law and potential liability for the board.

- Motion passed with a vote of 4-1 to approve allowing candidate signs to be placed on HOA common areas.(Strip Lot)

### ● 3. **Motion to Approve Community Sign Design**

A proposal by Yana to approve a new community sign design was discussed. The design aims to enhance neighborhood aesthetics and indicate security presence. Concerns were raised about community input. It was suggested to gather feedback, at the upcoming annual member meeting the next day. The board agreed to seek community feedback and to revisit the motion in the next meeting. Discussion on a new community sign design was initiated, with a proposal to gather community input before final approval.

- Motion to **delay approval** of the design passed with a vote of 4-1. Yana voting no.

### ● 4. **Expenditure for CAI Subscription**

A motion was made to approve a \$115 expenditure for a subscription to the Community Associations Institute (CAI). The subscription is intended to provide educational resources and support for compliance with the Corporate Transparency Act.

- The motion passed unanimously. 5-0

### ● 5. **Vote for Expenditure for FinCEN Compliance advisor**

A motion to spend \$295 to hire a company for Corporate Transparency Act compliance was proposed but withdrawn due to concerns about the necessity and the association's status. Discussion and concerns were raised about whether the association is subject to the CTA and the need for legal advice. Ongoing discussions about the association's tax filings and compliance. Tax implications for association not filing affecting nonprofit status and whether CTA applied to KHG HOA with the IRS were discussed.

- The motion was withdrawn pending further investigation.

## **3. OFFICER REPORTS**

### ● **President's Report** Carolyn Epstein, President

Carolyn reported that the Annual meeting for election of new Board members would be held the next day Saturday Oct. 26<sup>th</sup> 2024 with two spots open and asking community members to vote.

### ● **Secretary's Report**— No official Secretary—Yana has Resigned as office-Report done by Carolyn Epstein, President

### **Approval of Minutes from September 18 Meeting**

Discussion about the accuracy and authorship of the minutes. Yana had resigned as secretary and objected to her name being placed on minutes to imply authorship. Discussion regarding the appropriate and customary methods of recording minutes by Secretary. Concerns were raised regarding the drafting process and potential bias. Discussion that the secretary role per "Davis Sterling" is just to verify that the meeting was held, not in drafting the minutes. Discussion -to add a sentence to minutes at the end to say Yana had not written up meeting minutes.

- The minutes were approved with a vote of 4-1 with Yana voting no to delay.

- **Treasurer's Report** Tracy Thrower Conyers, Treasurer

Financial Reports for September not discussed due to time constraint no further approval of Financials this month. Discussion -That the board will provide the September expenses upon request to members.

## **4. COMMITTEE REPORTS**

- **Architectural Review Committee** Report presented by Tracy Conyers

-Update on unauthorized construction in the neighborhood. The email campaign on the unauthorized construction has successfully brought in 4 new sets of plans in addition to, the 4 plan sets brought in last month. All of these plans are under review. Four more emails were sent out. The next step is to send out USPS letters to all owners who haven't yet responded.

- **Operations Committee** Report presented by Tracy Conyers

**-Election updates-** Further investigation into the anonymous emails and potential amendments to election rules in handling of membership lists. An investigation into anonymous emails sent to members was initiated, and the board was advised to seek legal counsel regarding the matter from Jasmine.

**-Financial Reporting Taxes-**Status of tax return filing – Board members expressed alarm over the lack of tax filings for 2022 and 2023. Tracy assured members that the CPA is working on the filings and that updates would be provided soon. Members requested transparency regarding any financial penalties that might be incurred due to delays in tax filings. Discussion on nonprofit status of HOA due to delayed filing. Questions on why there has not been a tax filing with the IRS for the last 3 years. Taxes have been an ongoing problem for months now, and concern about the HOA long time accountant. This matter came up last month. If this CPA accountant is doing right by our HOA.

### **DPR Update Committee**

- No report

### **Safety & Security Committee**

- No Report see sign approval

## **5. UNFINISHED BUSINESS**

- **Financial Reporting Concerns-Tax Filing**

- Board and community members expressed alarm over the lack of tax filings for 2022 and 2023. Discussion on nonprofit status of KHG HOA concern by not filing taxes.

Tracy assured members that the CPA is working on the filings and that updates would be provided soon. Members requested transparency regarding financial penalties incurred due to delays in tax filings.

## **6. NEW BUSINESS**

- Follow-up on community feedback regarding the sign design at the annual meeting.
- Commitment to provide financial updates and tax filing status in upcoming meetings.
- Update on unauthorized construction in neighborhood
- Regarding elections and regulations – There is a new development in online voting. It's gonna to be legal in California as of January 1<sup>st</sup> 2025, but there isn't enough time to investigate and integrate that option before our next election
- - Discussion on the need for an ad hoc committee to explore online voting options for future elections.

## **7. COMMUNITY COMMENT**

- Community comment were heard

## **ADJOURNMENT**

The meeting was adjourned at 1:24 PM. Carolyn left the meeting early at approx 1:05 PM.

**THESE MINUTES WERE ADOPTED BY THE KENTWOOD HOME GUARDIANS BOARD OF DIRECTORS ON 6/18/25.**

*G. Mc.Nelly* for C Epstein on 7/28/25

Yana Komsitsky Resigned as Secretary-Carolyn Epstein Acting  
Meeting summarized from recordings available