

Minutes  
Chautauqua Property Owners Association, Inc.  
Pre-Season Meeting of Board of Directors  
Home of Jeff Lutz, 88 Stoessel  
June 20, 2017

Board Members Present: Barbara Brady, John Dilley, Bob Jeffrey, Darlyne Johnston, Jeff Lutz, Bill Neches, Paul Perry, Fred Rice, Suzanne Shull, Jim Vance, and Carry Zachry

Absent: Hugh Butler, Karen Conover, Jamie Klingensmith, Jane Stirniman, and Linda Turri

President Barbary Brady called the meeting to order at 2:10 pm.

Property Owners Who Rent (“POWR”): The board generally discussed adding the chair of the POWR committee as an *ex officio* full board member. The consensus was that it is in the best interest of CPOA to do so. Because the proposed new bylaws contemplate doing so, no vote was taken.

Class B Trustee Status: Bob Jeffrey explained how there is a possible fiduciary conflict between the Chautauqua Institution board (“CI”) and CPOA board. CI’s legal counsel Sam Price suggested that the Class B trustees be *ex officio* CPOA board members but without vote, that by doing so, that conflict would be eliminated. Bill Neches said that as long as Class B trustees have voice, he does not object to the change. Again, because the proposed new bylaws contemplate enacting this concept, no vote was taken.

Bylaws: Paul Perry moved to approve the version of the revised bylaws dated June 19, 2017, which were previously circulated to board members. Jim Vance seconded the motion. There was no further discussion. President Brady determined that a quorum is present. The motion was unanimously approved by hand vote of the 11 members present. The motion passed.

Corresponding Secretary: Jeff Lutz nominated Darlyne Johnston for the newly created office of Corresponding Secretary. John Dilley seconded the nomination. There were no other nominations. The board unanimously elected Darlyne Johnston to the office.

Committee structure. President Brady presented her proposed committee assignments. The assignments are on the attached page.

Other Business:

- Kiosk sign. CI operations may have the key. Bob Jeffrey will check to see what he can find out.

- Meeting with Michael Hill. Barbara Brady reported on her June 19 meeting with Michael Hill.
  - President Hill's presence at board meetings. We will present him with questions about policy and government. We will give him advanced notice of the questions so that he can bring staff members if necessary. Bill Neches mentioned that in the past he gave Tom Becker questions on Friday before Monday meetings.
  - He agreed to provide a finance staff member for our finance committee.
  - He will provide a staff member for the communications committee. We are to work with Emily Morris on the welcoming packet.
  - He is quite interested in working on an institution-wide Wi-Fi system.
  - He will help us get a staff member for the safety committee.
  - He agreed that we should establish a specific board member to work with a specific staff member to communicate property owner concerns. The identity of the liaisons is yet to be determined.

Events. We will have the annual CPOA board cocktail party for board members and spouses on June 28 at 6:00 at 33 Miller Avenue (Paul Manor courtyard). Board members are to bring appetizers and drinks.

Committee Sign-ups. We will have sign-up sheets at the pot luck dinner.

Pot Luck Dinner. Bill Neches said that he still needs help working the dinner. He also presented his plans to avoid long lines and chaotic activity that we had last year. We need CPOA name tags for board members.

Safety and Transportation Committee. President Brady announced that we need a committee chair.

Conflict of Interest Disclosures. President Brady requested that all members present complete and give the secretary their statements of conflict of interest. Those members present complied. We still need statements from absent members.

Membership. Jeff Lutz reported that we have received dues from 299 property owners and over \$2,000 in donations.

Dog Park. The park is in need of maintenance. Who is to maintain it? In the past, Sally Hootnick has arranged for maintenance. Jeff Lutz will talk to Betsy Burgeson to get it maintained.

Web Site. We need a web site administrator. Helen Habinecht has site administrative privileges. Chris Anderson probably does as well. Suzanne Shull said that she started a site for another organization. She will help but has limited

time to do so. We use Square Space for our web site. CI just changed its site to [www.CHQ.org](http://www.CHQ.org). We need to check to see if [www.CPOA.org](http://www.CPOA.org) is now available. We also need to check to see if Chris Anderson can help.

Committee Reports at Board Meetings. We need to work to have written committee reports submitted to board meetings rather than to have the board act as a committee-of-the-whole. President Brady requested that committee chairs act accordingly.

Non-Board Committee Chairs. The board generally discussed what non-board committee chairs can do at board meetings. The board generally agreed that such a chair has the right to present the committee report and to discuss the committee's activities but, otherwise, is to have no voice at board meetings.

President Brady adjourned the meeting at 3:25 p.m.

Paul Perry  
Secretary

# **New CPOA Committee Structure**

## **Standing Committees:**

### Executive:

President, Vice President, Secretary, Treasurer, and Corresponding Secretary.

### Communications, Marketing, & Branding:

Paul Perry (Chair), Jeff Lutz, Suzanne Shull, Corresponding Secretary, POWR representative (perhaps), CI Staffer, and John Ford from Daily.

### Nominating:

Vice President (Chair), POWR chair, 1 area representative, 1 community member. One Class B Trustee will participate as needed but will have no vote.

### Finance, Budget & Audit:

President, Treasurer, 2 board members (Fred Rice to Chair), 1 community member, 1 CI Finance Staff person

### Property Owners Who Rent (“POWR”):

POWR chair, Myra Peterson, Bob Jeffrey, with goal to expand

## **Ad Hoc Committees:**

### Events:

Treasurer, Jane Stirniman, Bill Neches, and a large number of community members

### Outdoor Lighting:

John Dilley and his existing committee

### Safety & Transportation:

Jim Vance, Carrie Zachry, Police Department representative, fire department representative, bus operations representative, Senior Club Counselor (Andrew Lengel), and 1 community member.