

Minutes Norwood Village Board meeting March 13, 2007

Present: Don Jacobs, Selden Beck, Barbara Kalis, Paula Oakdale, Marco de Sa e Silva

Absent: John Gregov

Guests: Bob Ely, Eric and Shelly Schaer, Kris Van Wolvelaere, Mike Bean, Dave Andrews
BZ Ellis, Bob Weiss

Meeting called to order at 7:10 PM

January minutes approved as read

February - no quorum thus no meeting

I. Land Swap: Marco de Sa e Silva proposed we work with city of Bellevue to finalize land swap as a footprint for future development

Discussion over

1. Value of 2 pieces of land roughly equal
2. NV request City of Bellevue be fair contributor of paving, storm water, landscaping etc costs
3. Need for larger useable footprint to east of facilities to allow eventual larger pool and provide a setback (5'0") to build even with rockery; now easement starts with rockery
4. Additional 5'0" setback perhaps only needed if CSC wants to build a building. CSC has not participated in these discussions – perhaps should be included.
5. NV should perhaps be looking 100 years into future as City of Bellevue does as to the use of the setback
6. Value of land getting from Bellevue of more value than what we are giving – could that make it difficult to get city of pave, etc?
7. Lot 3-1 – is a floating easement to city – this satisfied the city rather than committing to a hard easement
8. City can't enforce limiting number of parking stalls in parking lot. Easement covers parking area but can be allocated as to our needs.
9. Building area at pool is at maximum now.
10. Use of parking lot mainly by public that frequent the park over course of the year rather than for pool use.

Result of discussion was decision to take the land swap - the grassy triangle for the easement at tennis courts plus 5'0" and we use it as set back. Parking: grant City of Bellevue easement of parking area as sit fluctuates with use in exchange for the City of Bellevue contribute to fair share of costs to pave, park, maintain, etc.

Marco de Sa e Silva moved:

Norwood Village Corp. negotiate with the City of Bellevue to agree to an exchange of unimproved land between Norwood village and the City, under which the City will grant Norwood Village Corp. ownership of a strip of land currently in Norwood Park approximately 13 feet in width east of and adjoining the premises, which thereupon shall become part of the premises, and Norwood Village Corp. will grant the City ownership of a grassy triangular area of

land currently within the premises, north of the gravel parking lot within the premises and west of the Norwood Park basketball court, which thereupon shall become excluded from the premises, provided that the two areas are approximately equal in surface area. Norwood Village Corp. grants the City perpetual nonexclusive access and parking easement for public use within all or any portion of the gravel parking lot within the premises, in exchange for the City's agreement to make such improvements to the parking lot, including without limitation pavement, landscaping, and storm water facility improvements as Norwood Village Corp. and the City may approve.

Don Jacob **Seconded**

The motion passed unanimously

II Annual Meeting

The cost to NV is \$400.00. As the meeting ran longer than anticipated, additional costs were incurred. Dave Andrews (\$10), Mike Bean (\$40), and Monika Senf (\$10) paid the over run costs which totaled \$60.

Marco moved that NV cut a check for \$60 dollars payable to Dave Andrews who will then distribute reimbursement to the above members.

Paula Oakdale **Seconded**.

MSP by NVB

It was noted that this put us over budget for the annual meeting and another area of the budget will need to be "debited" to cover this expense. There is apparently no slush fund for unexpected expenses.

Barbara Kalis requested that a voucher be created and filled out and filed with Treasurer. Selden said that we have a voucher in place.

III Recap of the NW Pool lease which was formally rescinded. The Letter of Cancellation of this lease is to be written and signed by the incoming President. A copy will be given to the Secretary for the 2007 records.

IV. A request was made to ensure that the annual Norwood village meeting be in January rather than being pushed into February. So noted.

V. Signatures: There was discussion as to how many Board signatures would be required for official documents. As per the By-Laws, it appears that only the President and Secretary need to sign. Discussion ensued indicating that if the Board approves and if there is member approval, for the sake of timeliness, only the President need sign. A copy is to be given to the Secretary for file.

VI There was lengthy discussion about the Norwood Village - CSC pool lease. There was no consensus at this time. Barbara Kalis noted that there was a meeting scheduled between any NV

board member available and CSC board members as an informal discussion to see how the two parties can come together on a long term lease.

Marco stated that our mission is to craft a lease that is advantageous to Norwood Village as well as fair to CSC.

VII Board officers were elected:

President: Marco de Sa e Silva

Treasurer: Don Jacobs

Secretary: Barbara Kalis

VP

Remaining board members: Selden Beck, Paula Oakdale, John Gregov

As the meeting approached 3 hours, it was decided to adjourn for the day and set another meeting for March 21 at Paula Oakdale's for the express purpose of completing the pool lease and resolving the board member issue - by-laws state 5 members and there are currently 6. The board needs to determine length of term for each board member.

Respectfully submitted,

Barbara Kalis
Secretary

Norwood Village Board of Trustees Meeting 3-21-07
A continuation of the 3-13-07 board meeting discussions of pool lease

MINUTES 3-21-07

Present: Marco, Paula, Selden, Barbara

Absent: Don, John

Called to order: 7:10

Minutes approved as corrected.

Meeting Schedule: 2nd Tuesday of month, other meetings called as needed

Moved: Marco

Seconded: Barbara

Passed: all

LEASE

There was general discussion of the proposed lease between NV Corp and CSC. The consensus is that we need to maintain good will in our dealings between the 2 boards.

Question raised: What is NV Corp liability if CSC defaults on its lease.

NVC has **no obligation** to maintain the facility.

Selden raised the question: Does NVC have enough insurance to cover our land? He will check our certificate of insurance to see if the pool is disclosed on our policy. If it isn't, could that create difficulties with our policy and thus our premium?

Need to see CSC Certificate of Insurance to see if NVC is also covered in its general liability.

Need to have in our records Certificate of Insurance from both CSC and NVC.

Need to insure that any claims against CSC do not also go against NVC policy.

Need to know our coverages – a policy review for NVC.

Selden Beck was asked to do the following:

- a. Obtain NVC Certificate of Insurance
- b. Get a copy of NVC policy
- c. Confirmation that NVC insurer knows we have a pool on our property
- d. Advise on limits of liability; is @ \$2,000,000.00 enough.

Marco asked the board to consider section 30 of the lease which details the Membership Amenities for Norwood Village Residents, in particular the feasibility of a punch card as an option to full membership or special adult membership.

CSC has indicated in an informal discussion that they are not in favor of a punch card. Marco suggested we keep this article in the lease and let CSC Board make a decision about it.

Request to return #25, right to water clause, to the lease.

There was discussion about raising the rent that CSC pays NVC, noting that \$200.00 a year is not much and is the same amount that has been in the lease since 1960. Should be increased.

All board members are in agreement that it is in the best interest of Norwood village to keep the pool functional and operational.

Additional discussion on Section #2: term of lease. Should the lease be amended to read that if the lease needs to be changed by either party, before the term is up, that the 2 parties will meet for discussion/amendment.

Motion:

Marco prepare a draft of the lease to be emailed to all NVB members for review and comment. The comments, changes, revisions should be emailed to Marco by Sunday evening, March 25. Should no agreement be reached by the Board, then an additional meeting is to be held for further discussion to finalize the lease.

Moved: Marco

Seconded: Selden

Pass: All

Meeting to be held at Barbara Kalis, March 27, 7 PM if needed.

Barbara suggested that it would be valuable to create a Procedures Manual that can be passed from Board to Board so that decisions that have been made and procedures for implementation, etc. are known by subsequent Boards. This should eliminate confusion. (This would include Annual Meeting Minutes; Trustees who are elected each year and which Trustees are replaced; copy of pool lease; copy of insurance certificates; Reminder of renewal dates; in short, complete records)

Meeting adjourned at 9 PM.

Respectfully submitted,

Barbara Kalis

NOTE: After the meeting was officially adjourned, Marco, Barbara and Paula continued a general discussion of the pool/lease/land swap. It was proposed that CSC bear the costs of the land swap between NVC and the City of Bellevue and the land swap directly benefits CSC and their long term plans.

Norwood Village Board Meeting March 27, 2007
Continuation of March 21, 2007 NVB meeting

Present: Marco de Sa e Silva, Don Jacobs, Selden Beck, Barbara Kalis, Paula Oakdale
Absent: John Gregov by president's request

The minutes were read.
Selden moved to accept minutes as corrected.
DJ seconded the motion
The motion was passed.

The main order of business was discussion of the revised pool lease that would be submitted to the Community Swim Club for consideration and comment.

As the discussion centered on specific changes to the lease, the individual comments are not recorded in the minutes as they are reflected in the attached lease that was revised to reflect the comments of the board members.

The issue of "giving away the pool" and land by NV to CSC, brought up by Selden, was discussed. Marco said that the gifting of land to anyone by NV requires a full membership vote of NV residents. The NV board cannot do this on its own. NV does NOT give away ownership of land.

Discussion of doing a NV resident survey concerning issues, mainly those of the pool, concluded that the board would not get many answers, and that the board was elected to try and determine what was best for the greater good of Norwood Village. This, of course, precludes making decisions that violate NV By-laws or the law.

The Norwood Village Annual Report are due the end of April at a cost of \$10.00. Marco will take care of the necessary paperwork.

Norwood Village's primary insurance holder is Safeco. Contact: Connie at 877-538-1920
Ex 3. This is noted for our records.

Discussion on the pool insurance: Norwood Village needs to ensure that NV is listed as "primary noncontributory" on the policy. Selden noted that nowhere in the Norwood Village insurance does it state that there is a pool on Norwood Village property.
It was noted that CSC insures the pool and therefore NV is not required to have insurance on the pool. Marco said he would talk to CSC about this issue.

Marco will take the comments and suggestions that the NVB members made on the pool lease during this NV board meeting and incorporate them into a redraft of the lease. He will circulate it by email to the board members for comment. If 3 of the 5 board members (John Gregov exempt as he is President of the CSC and thus has been asked not to participate in the discussion regarding the lease) then the lease will go to CSC board for their consideration and comment. The CSC board will be asked to send their proposed changes to NVB members for consideration so that comments/suggestions/changes can be made and presented to NVB at their next meeting. The goal is to have a final lease to present to CSC for approval at the next scheduled Norwood Village board meeting. Signers will be asked to initial each page of the lease. (NOTE: Due to school break, the next meeting is scheduled for April 18, 2007.)

Meeting adjourned at 9:00 PM

Respectfully submitted,
Barbara Kalis, Secretary