

NEW MARK COMMONS HOMES ASSOCIATION

2023 ANNUAL MEETING

Monday, March 13, 2023

Held Virtually Via WebEx at 7:00 p.m.

Minutes Taken by Kaitlyn Ambush

Attendees

Board Members: Alex Belida, Kathleen Moran, Karin Boychyn, Joe Jordan, Timothy Petros, Lisa Halvorson, and Sam Scheib.

Abaris Community Management: Shireen Ambush and Kaitlyn Ambush

Homeowners: Winnie Herman, Debbie Mesmer, Irwin Brodsky, Melanie Huston, Rhonda Gordon, Saven Wilkins, Raj and Madeline Gupta, Lori Newman, Pat Reber, Rita Molyneaux, Ron Tipton, Jim Denny, Stephanie Bloom, Rocio Crumley, Jason Olasky, Jim Rudert, Eric Baranick, Patty and Sean Hart, Debbie Nathanson, Kyle, Gerri, Chris, Aisha M

1. Call to Order

Kathleen Moran called the meeting to order at 7:05 p.m.

- A. **Proof of notice of meeting:** Shireen Ambush attested that all homeowners were sent notice of the Annual meeting on January 11, 2023, and on February 12, 2023.
- B. **Proof of quorum:** Shireen Ambush attested that the 25% quorum requirement has been met noting over 100 proxies have been received and there are 25 homeowners present at this virtual meeting.
- C. **Minutes of 2022 Annual Meeting:** Alex Belida moved to accept the 2022 Annual meeting minutes; seconded by Karin Boychyn and carried unanimously.

2. Reports from the Board

- A. **Presidents Report – Kathleen Moran’s President’s Report is an attachment to the minutes.**
- B. **Treasurer’s Report – Karin Boychyn’s Treasurer’s Report is an attachment to the minutes.**
- C. **Committee Reports**
 1. **Architectural Control Committee (ACC) – Rita Molyneaux, ACC Chairperson’s report is an attachment to the minutes.**
 2. **Communications Committee (CC) – Pat Reber, Communications Committee Chairperson’s report is an attachment to the minutes.**
 3. **Governance Committee – Raj Gupta, Governance Committee Chairperson’s report is an attachment to the minutes.**

4. **Landscape Committee (LC) – Saven Wilkins, Landscape Committee Chairperson’s report is an attachment to the minutes.**
5. **Pool Committee – Stephanie Bloom, Pool Committee Chairperson’s report is an attachment to the minutes.**
6. **Welcome/Social Committee – Madeline Gupta, Welcome Committee Chairperson’s report is an attachment to the minutes.**

3. Election

Shireen Ambush announced that there will be an election this year to elect three (3) members to the Board of Directors of the Association. A total of three candidates have stepped forward to run for election by the nomination deadline – Kathleen Moran, Karin Boychyn, and Samuel Scheib, who are seeking re-election to the Board.

Nominations from the Floor

At this time, the floor was open for any nominations. There being no nominations, the floor was closed.

The ballot box will be held open for the next 24 hours to allow for any homeowner who attended the virtual Annual meeting to cast their vote if they have not already voted by proxy. Abaris Realty will count the votes after the 24-hour waiting period has passed and will announce the results of the election.

4. Open Forum

Pat Reber thanked the three Board Members for running for re-election. Pat also suggested having the Annual Meeting in-person next year, and with snacks.

Chris thanked the Board for all their work this year.

Debbie Mesmer congratulated the Board for finalizing the draft covenants.

Lori Newman thanked the Board for listening to all the comments at the townhall and compromising with the voters. Thank you for all your work.

Melanie Huston thanked the Board for all the work done in the community.

Patty and Sean Hart thanked the Board for all the work in the community and noted that there are some residents who are *not* in favor of the proposed dues structure of the community.

Madeline and Raj Gupta gave a brief statement and noted that in-person meetings are vital to the community. Raj also urged the Board to consider giving credits back in dues when there is an excess each year. Raj also suggested the Board consider issuing a 10-pass guest card at no cost.

Rocio Crumley thanked the Board and all Committee Members for their work and time.

Rita Moleyneux and Ron Tipton thanked the Board and re-running candidates. Ron urged the community to improve communication on landscape and tree work at the dam, as this is a high priority for the community. Ron noted there was confusion on the meeting location as the website displays the meeting would take place in-person at the clubhouse.

Saven Wilkins noted he would share some suggestions with the Board on ways to improve communication regarding tree and landscape work at the lake dam.

Gerri commented on the cherry tree removal at the lake dam, as well as thanked the Board for all their work.

Arthur Katz commented on the State plans to install toll roads/lanes. Arthur noted he is hopeful that a new review/process will be released soon, as it is up to the Governor to pursue or not.

Board Response

Samuel Scheib acknowledged all the comments of thanks and gratitude to the Board, and noted he is looking forward to the next term on the Board.

Karin Boychyn noted there are always ways to improve communications, however, the Board meets every month and that is an opportunity for residents to voice their concerns to the Board. The Board is also looking for Committee Volunteers and Board Nominations.

Alex Belida noted that the new governing documents will go out to the community for review and vote at the upcoming Board Meeting. Alex noted that the Association will need 60% of votes (231 votes) in favor of the documents in order for them to pass, and urged residents to carefully review the draft documents as they affect the Association Dues. Alex commented on the tree removal at the lake dam and noted that the removal was mandated by the State of Maryland and we cannot proceed with plans for replanting without State approval. The Board will continue to work with contractors to minimize intrusion.

Joe Jordan thanked all the members for participating in the meeting and for all the positive comments to the Board. Joe thanked Raj Gupta and the Governance Committee Members for their work on the documents and is looking forward to seeing the documents get approved.

Kathleen Moran echoed all the previously stated comments and noted we need community engagement. Thank you all!

5. Election of Results

Ballots were counted and the following election results were announced after the 24-hour waiting period:

Kathleen Moran, Karin Boychyn, and Samuel Scheib were elected for 3-year terms.

6. Old/New Business: None

7. Adjournment: Karin Boychyn moved to adjourn; seconded by Samuel Scheib; carried unanimously by voice acclamation. Meeting adjourned at 8:20 p.m.

Communications Committee Annual Report
New Mark Commons HOA Annual Meeting
March 13, 2023

We have a core of about 10 volunteers who have worked closely with staffer Kirsten Hall and volunteer editor Pat Reber over the past year. Not all are officially on the committee ...

The challenges of 2022-2023 included:

1. **Keeping the community informed about the revised Covenants/Bylaws process.** This entailed communications about at least one community wide meeting on zoom in 2022 and the two big Town Halls in January 2023. Lots of broadcasts and creating and posting of signs at the two entryways to New Mark Commons. Also maintaining the constant flow of documents into the Governance section of our website's resident's area. We created a new bin at the top of the resident's area as the documents move through the Board approval process.
2. **Moving forward with preserving and curating the archives.** We met in March 2022 with an archives expert team from Peerless Rockville, who guided us on how to tackle this huge project. This has entailed sorting through boxes and boxes of papers, newsletters, directories, news clippings, photos, and large amounts of rolled plat and landscape documents; digitizing all of the posters from our 50th anniversary in 2017; a failed attempt at framing and mounting some of them in the clubhouse. **Madeline Gupta, Ann Reiss and myself** spent hours sorting and/or discarding decades of newsletters and directories. **Rocio Crumley**, who has led the archival team, secured new boxes for storage and frames for some of the posters; **Jim Denny** and **Kathleen Moran** got involved in the first attempt to hang the framed posters. AND – **Last but not least** – thanks to Rocio's and Kathleen's determined efforts, we successfully applied for and received a **\$1,000 grant** from the City of Rockville to help complete the preservation process. We must spend this money by December 31, 2023.
3. **Maintaining our website:** We now have Abaris specialist Greg Lobring on our website maintenance team. He is working closely with **Kirsten Hall**, our part time communications staffer, and volunteer **Bill Holdsworth**. This move was necessary after our website was hacked and not properly maintained under a previous outsourced contractor. Bill and Kirsten also keep the website up to date on a running basis.
4. We had to remove the **resident directory** from the website to protect it from hacking. Kirsten is in the process of updating the directory and will be restoring it to the website in the coming weeks, hopefully by March 31.
5. The A to Z company which produces our directory issued a **new program for maintaining our resident data base** in the summer of 2022. This entailed a lot of work for Kirsten in adapting to the new system.
6. We collaborated with the Social Committee to communicate about the **revival of the International Dinner** on Feb 25. We're told it was a full house with a waiting list.

Goals for 2023-2024

1. Decide on a gallery type installation for the clubhouse to enable us to display our 50th anniversary history posters on a permanent basis in the clubhouse. Once we decide on that system, we will procure new frames for the posters that are accommodated by the system. The Rockville City grant will be helpful in doing this.
2. Finish the archiving process of papers, news clippings and large rolled documents.
3. Explore possibilities for shelving in the fireplace room to replace the current bins. This would provide easier access to the archives.
4. Continue as the communications hub as Covenants/Bylaws process moves forward for homeowner approval.

I want to shout out THANKS to the following volunteers for their dedication: **Madeline Gupta, Ann Reiss, Bill Holdsworth, Ajay Goraya , Rocio Crumley, our Board liaison Alex Belida; our photographers Ardis Fisher, Sally Guardia, Raj Gupta, Morris Kaplan; and residents Jim Denny and Cou Kalantary.** We welcome new members to help with the workload!!! We meet monthly. For details, contact newmarknews@newmarkcommons.net

Governance Committee's Final Report

Presented at NMC HOA Annual Meeting on March 13, 2023

- The Governance Committee was chartered by the Board in June 2019 to advise the Board on revisions to NMC current governing documents written by the developer in 1967 and remaining largely unchanged since then. The Board contracted with an attorney to assist the Committee with this effort. The 2022 members of the Committee included, Raj Gupta, Chair; Joe Jordan, Board Liaison, and Debbie Mesmer.
- The two documents addressed by the Committee were the Association's Covenants and Bylaws. Throughout the development of updated documents, the Committee has focused on documenting both member rights and responsibilities that should be protected by inclusion in these documents as well as the required authorities of the Association's Board of Directors so it may successfully conduct the business of the Association.
- A critical need for the Association was to address the failure of the developer to provide for a needed reserve fund in the covenants. In 1986, a Board addressed that critical need by adopting a resolution that created a reserve fund and a dues formula for funding it that the Committee found had little basis in the covenants. The Committee spent over two years exploring multiple options for a new dues formula, and the potential complexities in implementing each and its financial impact on Association members. In December 2021, the Committee made a final unanimous recommendation to the Board in favor of a dues formula that all NMC homeowners pay the same total dues to fund both the operating expenses and the reserve fund contributions. The Board acknowledged the recommendation at its January 2022 meeting and held a community forum to discuss dues options in February 2022.
- In January 2022, the Committee submitted draft bylaws that had been cleared for legal sufficiency by the Board's appointed counsel to advise the Committee. In March 2022, the Board returned the draft bylaws to the Committee with comments, and the Committee responded to the Board with a revised draft. In May 2022, the Board approved the draft bylaws with some additional changes.
- The Committee elected Joe Jordan as the new Chair at the end of its April 2022 meeting, as Raj Gupta announced his resignation from the Committee with an effective date of May 5, 2022. The Committee then provided to the Board its then-current working draft of revised Covenants. At that time, Article VI of the covenants concerning assessments was pending further development until the Board could decide what option for a dues formula should be presented to the Association members for approval.
- As of May 2022, with Raj's resignation, followed by Debbie Mesmer's resignation soon thereafter, the Committee lacked a quorum to continue to do business.
- After an intense effort over almost 3 years, it had become clear to the resigning Committee members that there was no continued value in remaining part of an advisory body to the Board for the completion of covenants given that there was no opportunity for real time dialog between the Committee and the Board.
- Shortly thereafter, the Board also abandoned working with legal counsel assigned to work with the Committee who had ably assisted the Committee over a three-year period in preparing the

new covenants and bylaws. The Association had a fixed price contract with this legal counsel for which he had been already fully paid even though the project had not been finished. The Board then sought counsel from a different attorney than it had assigned to the Committee.

- The Board formally disbanded the Committee at its June 5th meeting last year.
- In accordance with the Board's Charter for the Governance Committee, all communications between the Committee, its legal counsel, and the Board (including several memoranda exploring multiple dues options and several drafts of Covenants and Bylaws) are posted on the Association's website. All business of the Committee was conducted with full transparency in open meetings as required by the Committee Charter.
- An unprecedented number of Association members actively participated and voiced their opinions to the Board on the draft Covenants early this year. One virtually unanimous heartening sentiment expressed by members who commented was this: We are one community and we should bear equal financial responsibility for maintaining the commons in New Mark Commons. The Board made a number of very significant changes to the Covenants in response to input from members.
- All Association members will soon have the opportunity to become a part of a process akin to a mini-Constitutional Convention that wrote our own foundational governing documents for future governance, by casting their vote of approval for both the Covenants and the Bylaws.
- The Board is to be commended, after a nearly four year effort, on the completion of draft governing documents that will be submitted soon for homeowner vote for ratification.
- I would like to conclude by acknowledging the untiring work of my current and some former members of the Committee. John Daroff served as Committee Chair between June and October 2019, and Dan Amadeo served as Committee Chair between November 2019 and April 2020. They provided commendable leadership during the first year of the Committee's existence. Joe Jordan has been a member of the Committee for its entire existence, and Debbie Mesmer for about eleven months less. Without their tirelessness and attention to every detail, we would not have accomplished this task. I feel privileged to have served with them on this effort.
- A POSTSCRIPT: After the Committee ceased to exist as of June 2022, former Committee members continued to actively engage with Association members and the Board until final Board approval of the Covenants.

Submitted by:
Raj K. Gupta

2022 Treasurer's report

We got a lot done in 2022. Our biggest capital projects were:

- Furthering the Dam investigation, including the tree removal by Parkside apartments
- Pier and bridge repair
- Resurfacing of the tennis courts
- Retaining walls around the pool, basketball court and parking lot
- Plumbing and lighting repairs at the clubhouse

The year in review, here are the numbers

- We ended the year with more than \$1.4 million in the bank
- We owe just over \$376,000 on our loan
- We had a deficit of over \$60,000 (still needs to be verified by the auditors)
- We overspent on legal, tree care, snow removal and landscaping expenses

Most of us paid our dues and we have less than 1% outstanding, which is a great accomplishment, thank you homeowners and Abaris. That is less than what some homeowners have prepaid. Financially we are in good shape.

We spend \$184,000 in capital improvement projects and we will end the year with approximately \$845,000 in reserve funds, \$114,000 in operating contingency and \$135,000 in UME.

The reserve study from 2021 will help us plan for capital projects over the next 5 to 10 years and spread our expenses over multiple years, but we first need to finish up the work on the dam and the lake dredging. The value and enjoyment of all NMC properties is tied to the care provided and condition maintained of all the HOA common grounds and amenities (like the clubhouse, lake, pool, parking lots, sports courts etc).

Thanks

Karin Boychyn

**Architectural Control Committee
Annual Report
2023**

Members of the ACC in 2023 have included:

Christine Holdsworth Co-Chair
Rita Molyneaux Co-Chair
Tim Petros, Board Liaison
Susan Knowles
Rocio Marino-Crumley
Amanda Mita
Barbara Quinn (Retired)
Courouche (Cou) Kalantary (Retired)
Matt Hagner (Retired)

The ACC continues working with residents to help improve their homes within New Mark Commons' Guidelines and Covenants. All residents are required to apply to the ACC to do **any exterior** work on their home. The approval process allows both the ACC and the owners to plan before work begins. In 2023 the ACC received more than 133 applications or inquiries about proposed work.

The ACC has been working to improve the application process. To that end, we initiated a new online application while maintaining the existing paper-based one. We are now working with Abaris to set up an application process in the new Portal that will replace the current online application. The paper-based form will still be an option.

Letters based on the 2022 inspection went to homes where door, roof and shed violations were found. Owners were notified that they should take action to correct any violation. More recently, owners were reminded of the requirement to store garbage containers out of public view. The board gave an opportunity to request an exception. A one-year extension was granted to those who requested exceptions. The ACC may be able to help with solutions for removing trash cans from view.

ACC member Susan Knowles presented two workshops – one online and one in person. She shared her experience working with the Maryland Historical Trust to receive a tax credit for pre-approved work on her house. She is happy to advise New Mark residents about this program.

The ACC meets on the first Monday of the month at 7 pm. Our meetings are usually hybrid Zoom meetings. Residents are welcome to attend.