

# Directors Meeting Minutes

## Promenade Towers

### August 18, 2016

Directors present: Gunnel Hansen, Megan Ladd, Dave Mathieu, Leonard Ney, John Rastl and Mark Rockwood

Directors absent: Jim Zafirson

- 1) The meeting was called to order in the Community Room at approximately 7:00 PM.
- 2) The meeting minutes from July 21, 2016 were approved as written.
- 3) Treasurer's Report: John Rastl presented a summary of our income and expenses through July.
  - The Operating account balance was \$42,908 and Reserve balance was \$655,855 as of July 31, 2016.
- 4) Unfinished Business:
  - Building 2 Roof Repair Status – Mr. Rastl reported in Jim Zafirson's absence
    - Sprint moved their antenna to the upper section of the roof. They will move it back once the lower section is complete.
    - Lower section is nearly done.
    - Work on upper section is hoped to begin the week of 8/22/16
  - MPBN Assumption of USM Lease – Mr. Rastl informed the Board the lease with MPBN for rooftop space for radio station FM 104.1's antenna began on 8/1/16.
  - Kick Plates – The kick plates for the doors in the Common Areas have arrived.
  - Carpet – Measurements have been taken. We are waiting to hear back from Paul G. White Interior Solutions.
- 5) New Business:
  - Verizon Rooftop Lease Proposal – Mr. Rastl told the Board the proposed lease with Verizon is under review by himself, Mr. Zafirson, Dave Mathieu and Mark Rockwood. Once this is complete, it will be sent to our lawyer for further review.
  - Approve the Notice, Agenda, Ballot and voting procedure for the Annual Meeting – The Annual Meeting Notice, Proxy for the Annual Meeting and Summary of Proposed Amendments to Declaration and Bylaws documents were approved and will be mailed to owners the week of 8/29/16. Mr. Rastl presented an overview of how the votes will be tabulated at that meeting.
  - Elevator Maintenance Contract – Mr. Rastl informed the Board a new Elevator Maintenance Contract had been submitted by Pine Street Elevator. The contract will begin on 8/1/17 and run for 5 years. The cost is \$536 per month.
- 6) Property Manager report:
  - There were 2 move-in/move-outs.
  - A loud AC unit is still causing issues in Building 1. The source of the noise is difficult to determine from outside the unit. Mr. Rockwood will contact the owners of the unit most affected by the noise level and attempt to trace from where the noise is emanating.
  - The current TWC contact person is on extended leave of absence. Dave deBree is working on finding a new contact and will distribute contact information once it is available.

- Mr. deBree reported the following in regards to the pool area –
  - 2 non-resident/non-guest youths were trespassing in the pool area. They returned with additional friends but were unable to gain access to the pool grounds. Residents were reminded not to allow strangers into the pool area.
  - The new pool cover was tested for fit. The solid brass anchors in the concrete deck were replaced. The cover is ready for winter duty.
  - The pool pump flange was leaking and has been fixed.
  - The pool heater burned out. New internal components were acquired and installed.

7) Meeting was adjourned at 7:45 PM.



Megan H. Ladd  
Secretary

3 Attachments:

- Annual Meeting Notice
- Proxy for the Annual Meeting
- Summary of Proposed Amendments to Declaration and Bylaws

# Promenade East Condominium Association Notice of Annual Meeting

The Annual Meeting of the Members of Promenade East Condominium Association will be held at the Condominium, 340 Eastern Promenade, Portland, Maine, on **Wednesday, September 14, 2016, at 7:00 PM** in accordance with the Association's Bylaws.

The agenda for the meeting will include:

- **IRS 70-604 Election.** Annual decision that any excess of membership income over membership expenses, for the tax year shall be applied against the subsequent tax year member assessments.
- **Approve Amendments to Declaration and Bylaws** (see summary of new amendments and changes attached). The amendments will be brought up for vote of approval at the Annual meeting.
- **Election of two Board of Directors members.** Candidates are:
  - Andy Glassberg
  - Kathleen Kerr
  - Megan Ladd
  - Frank Walsh
  - Karen Winslow

We need sixty-seven percent (67%) ownership interest (including proxies) to approve the amendments to the condominium documents so we need at least that many present or by proxy.

The Board asks that you please fill out the enclosed proxy if you are unable or would prefer not to attend the Annual Meeting in person. Please date and return the proxy to the office (mail, fax (207) 347-5233, or hand deliver) as soon as possible.

Date August 18, 2016

Promenade East Condominium Association

By: Jim Zafirson  
President

Attachments

1. Proxy
2. Proposed Amendments

# Proxy

Promenade East Condominium Association dba Promenade Towers  
340 Eastern Promenade  
Portland, ME 04101

FAX (207) 347-5233

I/We, the undersigned owner(s) of Unit # \_\_\_\_\_ at Promenade Towers, do hereby designate<sup>1</sup> \_\_\_\_\_ as my/our true and lawful attorney with power of substitution for me/us and in my/our name to vote as my/our proxy at the *Annual Meeting of the MEMBERS of Promenade East Condominium Association* to be held on or about Wednesday, September 14, 2016, or of any adjournment thereof, with all powers I/we might possess if personally present, hereby revoking all previous proxies.

*Owner Signature* \_\_\_\_\_ *Date* \_\_\_\_\_, 2016

*Please Print Name* \_\_\_\_\_

*Co-Owner Signature* \_\_\_\_\_ *Date* \_\_\_\_\_, 2016

*Please Print Name* \_\_\_\_\_

1 – If you do not designate anyone in the space provided above, your proxy will go to the President of the Board of Directors (or presiding chair in the President's absence)

# Amendments to Condominium Documents

## Summary of all changes to be voted on at Annual Meeting

Our Condominium Declaration and Bylaws, dated 2013, have been updated by our attorney to include changes to the Maine Condominium Act passed in 2015. The Board of Directors considers it prudent to amend its governing documents to maintain consistency with the Maine Condominium Act. Changes are shown below with additions in blue text/underlined and deletions in ~~red text/strike through~~.

1. Section 3.4 of the Bylaws is amended as follows regarding notice of association meetings:

a. Change the maximum number of days of notice in advance of a members meeting from twenty (20) to sixty (60), by deleting the words “~~not more than twenty (20) days, before the date set for the meeting~~” to be replaced with the words “not more than sixty (60) days, before the date set for the meeting.”

b. Authorize an additional method of notice by deleting and restating subsections A and B, and adding new subsection C, as follows:

A. By hand delivering it to him, ~~or~~

B. By mailing it, postage prepaid, addressed to the member at the address of the Unit or any other address designated in writing by that member with the records of the Association or which the Association customarily communicates with the Unit Owner, or

C. By electronic means to any other address, including an e-mail address specifically designated by the Unit Owner.

2. Section 6.2 (A) of the Bylaws be amended changing the minimum number of days for notice in advance of a members meeting to ratify the budget from fourteen (14) to ten (10), by deleting the words “~~not less than fourteen (14)~~” to be replaced with the words “not less than ten (10).”

3. Section 10.5 of the Declaration be amended to clarify that ratification is required for revised budgets, as follows:

The proposed budget and any revised budget adopted by the Association’s Board of Directors shall be adopted unless rejected by two-thirds (2/3) vote of the Association.

4. Section 10.2 (F) of the Declaration be amended as follows to require conformance with Maine law in approving special assessments:

Upon a determination that circumstances exist, which require additional funds to be raised beyond the amounts generated by regular monthly assessments, the Board of Directors may levy a special assessment as an additional common charge on such terms

and conditions as the Board may establish, including without limitation, the due date(s), terms of payment, late charges, interest and costs of collection, including reasonable attorneys' fees and expenses. The process for approving or ratifying a special assessment shall be as set forth in the Bylaws consistent with the Maine Condominium Act. ~~Such special assessment shall be subject to the approval of a majority in interest vote of all Unit Owners at any regular or special meeting of the Association, which may include the meeting at which this Amendment was adopted.~~ The special assessment shall be allocated to and due from each Unit in accordance with its percentage liability for common expenses, shall constitute a lien against each Unit which may be foreclosed in the same manner as a mortgage, and shall be the personal obligation of each Unit Owner. Upon the sale of any Unit, the seller shall be responsible for informing the purchaser of the existence of any pending or outstanding special assessment.

5. Section 6.4 of the Bylaws be deleted and restated to specifically conform to the special assessment requirements in the Maine Condominium Act, as follows:

#### **Section 6.4: Revised and Special Assessments.**

If at any time the Board shall determine the amount of the common charges to be inadequate, whether by reason of a revision in its estimate of expenses or income, the Board may adopt a revised budget, which shall be submitted to the members for ratification in accordance with the procedures in Section 6.2 (A) of these Bylaws. ~~Thereafter monthly common charges shall be determined and paid on the basis of the ratified revised budget. and deliver to the members at least thirty (30) days prior to the date on which it becomes effective, a revised estimated annual budget for the balance of such fiscal year and thereafter monthly common charges shall be determined and paid on the basis of such revision.~~

The Board may, upon determining that circumstances exist which require ~~immediate assessment of the members, make special assessments, not to exceed an amount equal to one current monthly assessment for each unit unless approved by the members, which shall be due and payable when delivered to the members.~~ a special assessment of the members, make special assessments as follows:

A. The special assessment must be ratified by members in accordance with Section 6.2 (A) of these Bylaws, except that if payment of any portion of the proposed special assessment is due after the end of the association's current budget year, ratification requires approval of a majority in interest of all unit owners.

B. If the amount of the special assessment does not exceed two months common charges and the board determines that the assessment is necessary to meet an emergency, the board may make the special assessment immediately in accordance with the terms of the board's vote, without ratification by unit owners.