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## Greater Imperial Board Association – Minutes

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**Meeting Date:** January 22, 2015

**Time:** 2:00 P.M.

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**Location:** Bermuda Greens Clubhouse, Naples, Florida 34110

**Purpose:** Regular Meeting of the Board of Directors

**GIB Officers Present:** Len Joyce, Martha Meyers, Judith Gibbs.

**GIB Officers Excused:** Tom Harruff

**Directors Present:**

<i>Abbey on the Lake:</i>	<i>Warren Maccaroni (Absent)</i>
<i>Bermuda Greens:</i>	<i>David Bearce</i>
<i>Castlewood:</i>	<i>Martha Meyers</i>
<i>Charleston Square:</i>	<i>Marge Williamson</i>
<i>Estates:</i>	<i>Len Joyce</i>
<i>Golf Club:</i>	<i>Coy Baggett</i>
<i>Imperial Gardens:</i>	<i>Judith Gibbs</i>
<i>The Island:</i>	<i>Charlotte McCullough (Absent)</i>
<i>Manors of Regal Lake:</i>	<i>Alex Kassolis (Absent)</i>
<i>Park Place:</i>	<i>Charles Yates</i>
<i>Park Place West</i>	<i>Joe Gagnier</i>
<i>Wedgfield:</i>	<i>Jackie Milot (Absent)</i>
<i>Westgate:</i>	<i>Richard Jones</i>
<i>Weybridge:</i>	<i>Kristine Russo</i>

**Also Present:** Marc Brandt, Charleston Square  
Brad Havemeier, Gulfshore Insurance Guest Presenter  
and Stephen Towns of Towne Properties, Manager for the GIB

**Certify Quorum:** Property Manager Stephen Towns reported a quorum was present as ten member associations were represented by their attendance or proxy.

**Call to Order:** The Meeting was called to order by President Len Joyce at 2:00 P.M

**Secretary Report:** The Minutes of the December 18, 2014 meeting were presented. It was noted by Roger Moorman that the representative for Westgate was Richard Jones. **It was moved by Director Gagnier, seconded by Director Meyers to accept the minutes as amended, approved unanimously.**

## **Guest Presenter:**

President Joyce introduced Brad Havemeier, President of Gulfshore Insurance to lead discussion of member Associations purchase of Additional Insurance Coverage.

Mr. Havemeier described the issue. The member associations still need to carry Directors and Officers coverage to protect themselves. The past case is illustrative of the potential actions that may be brought against the members associations although the GIB is the primary defendant. The member associations have an exposure in the lawsuit against the GIB where their own insurance would not cover the cost of counsel to investigate and respond to the suit. Most policies carry a deductible. \$35.00 additional premium charge per insured. This premium would be a GIB cost that would be passed on to the Members.

Director Russo posed the question whether the GIB should request the reciprocal coverage of the GIB for suits that may be brought against the member associations. Mr. Havemeier did not offer advice, citing role as risk manager for the GIB, but usually such coverages are due to a contractual requirement between the two parties. Often the sub insurance companies are reluctant to add any additions without contract. In the case of the GIB he noted that the roads gate and common areas are the only assets for coverage. The benefit to the constituent associations will be the efficiency of having a lead counsel where the attorney of the GIB will defend and represent the constituents and potentially derail the expansion of the suit to the constituents. In the case most recent, it would likely have saved the cost to the constituent associations of the deductible in contracting their own attorney to defend.

**It was moved by Director Gibbs that the GIB provide extension of coverage to the 13 member associations under the D&O policy of the Greater Imperial Board for the cost of \$35.00 per insured. The motion was seconded by Director Yates. Discussion that the cost of premium to be borne by the GIB. The motion carried unanimously.**

Second question posed regarding the extension of coverage from the members to include the GIB. Brad Havemeier noted that there exists no contractual obligation between the members and the GIB for such coverage so may be an obstacle for the members D&O carrier to cover. Director Russo suggested that the underwriter for the GIB D&O be requested to extend coverage to the GIB for the exposure of the individual member associations. Mr. Havemeier to follow up with GB carrier. Director Russo to work with Gulfshore for the contact information for the property managers for each association to communicate the value of adding mutual coverage for the GIB and recommending that each association look at extending coverage to the GIB on their own policy.

## **GREATER IMPERIAL BOARD, INC**

### **Treasurers Summary Report for December 2014 – GIB Mtg. 1-22-15**

President Joyce read from the Treasurers report in the absence of Treasurer Harruff.

#### **Income and Expense Statement as of 12-31-14:**

**Total Operating Income** is over budget for the month by \$295.56 and over budget year to date (YTD) by \$13,356.42 or **5% greater than the income estimated for the year** primarily due to greater than anticipated Gate Pass Sales (\$13,420).

**Total Operating Expenses** are over budget for the month by \$8,090.42 primarily due to some annual expenses in Grounds Care - Tree Trimming (\$2,663.33) that is only done once a year and catching up on slow billing by our Access Control Contractor Universal Protection billing (\$4,176.83) (paid six monthly payments in December) and an unexpected Gate Maintenance expense (replaced damaged gate arm controller) in December (\$2,111.13).

**Year to Date (YTD)** we are under budget for Total Operating Expenses by \$4,952.77 or 2% less than the annual operating budget. Essentially our 2014 annual operating expenses were 98% of what we estimated 15 months earlier. YTD under budget expense accounts includes Utilities (\$4,083.39), Maintenance (\$3,795.68), and Administrative (\$3,848.22). Administrative expenses are under budget primarily in less than budgeted Legal Expenses \$4,263.25 and Holiday expenses that have not been charged to 2014 (\$2,390.54). Grounds Care is over budget YTD (\$6,774.52). Our Net Operating Income YTD is \$18,309.19. However there are still some unpaid Grounds Care and Holiday Lighting expenses that can be charged to 2014 as we reconcile the year end statements. When all of these 2014 expenses have been processed a new yearend report will be provided.

#### **Balance Sheet Items as of 12-31-14**

1. Operations Checking Account: Cash for Operations	\$38,812.00
2. Cash for Reserves Balance:	\$315,431.11
3. Other Assets, incl. Accts Rec and Prepaids:	<u>\$ 1,822.58</u>
4. Total Current Assets:	\$356,066.14
5. Owner's Equity	\$22,321.04
6. Current Year Income/ (Loss)	\$18,308.99
7. Replacement Reserve Prior	\$271,420.81
8. Replacement Reserve Current	<u>\$44,015.30</u>
9. Total Equity	\$356,066.14

Respectfully submitted.

Tom Harruff, GIB Treasurer

**It was moved by Director Gagnier, and seconded by Director Meyers to accept the Treasurers Report. Passed without objection.**

## **GREATER IMPERIAL BOARD - MANAGER'S REPORT JANUARY 2015**

### **Resident Contact:**

- December saw a total of 57 sales with 39 (68%) of them by Credit/Debit card. 2014 about equaled 2012 for transactions but well eclipsed 2013, up 17% from last year. The License Plate transponders are not selling as well but we have placed an order for additional transponders.

## ACCESS DEVICE SALES

Month	2012		2013		2014		2014
	Smart Pass	Trans-ponders	Smart Pass	Trans-ponders	Smart Pass	Trans-ponders	hard pass returns
January	43	5	81	6	68	1	1
February	25	10	22	6	44	4	2
March	52	3	27	1	41	0	2
April	35	1	25	5	42	1	4
May	22	1	36	3	46	3	0
June	36	5	18	3	34	3	0
July	44	4	28	4	30	2	4
August	48	0	22	1	30	0	0
September	48	0	16	1	34	3	0
October	74	3	41	2	64	9	4
November	64	4	81	6	57	2	2
December	41	0	48	6	51	4	2
	532	36	445	44	541	32	21

### Complaints/Incidents:

- There was one formal complaint lodged against one of the Access Guards. The guard was counseled regarding the application of the Post Orders for identification to parties in excess of the driver in the vehicle and put through additional orientation and training to improve his processing time for guest services.
- There were four incidents at the Gate from December 15 to January 17.
  - One involved striking the gate and the owner self-reported, did not flee and there was no damage to the gate arm since the November meeting.
  - Two involved vendors without authorization on file by the owner. In both incidents the owner subsequently called in addition to their guest list. In both case the driver disregarded instruction and proceeded to the address. They were both tracked down by police and authorization confirmed.
  - The Fourth incident was for an intoxicated driver. Vehicle parked in turnabout and driver delayed at the gate until EMS arrived and took for treatment at Hospital

### Access Items:

- We have taken receipt of 500 more smart passes which should cover the sales for the gate for 2015. An additional 20 license plate transponders have been ordered. We have an inventory of 12 License plate transponders with four that have failed eight that we have available for sale going into January.

- The audit of the license plate transponders revealed that the eight we have remaining are recognized by the transponder at the gate. There is a problem with the way they were entered and registered by TEM in the past that I believe led to a false failure message. TEM is looking into the problem.
- The GIB is experiencing some challenges regarding something in the news lately, UBER. The Residents using this service do not know the identity of driver that responds to their pick up request. The only identity given to the gate is that they are coming from UBER. The Access guards under these circumstances are taking the driver's license information and allowing entry.
- There has not been any interruption in gate service to date since the last meeting.

#### Directors Questions of Manager:

Legacy hard passes are starting to fail. They are not lifetime warrantied nor is there an effort on the part of the GIB management to remove them from the database. They are registered to the owner, not to a specific vehicle. When turned in are kept on file but inactivated from the database

Some higher end vehicles are manufactured with windshield glass that restricts the transponder from reading the e-pass. In some instances, most notably lately the Mercedes S class, there is an area in the windshield where the e-pass much like the state Sunpass, can be installed and read. There has been an increase in sales of the license plate transponders as a result.

Irrigation issues have arisen lately and a formal handoff from the Greenspire Irrigation team to Steve Pope's crew to manage the shared irrigation systems between the GIB and the members that we subcontract water .

#### **The Manager's Report was accepted as given.**

#### **PRESIDENTS REPORT January 22, 2015 – Len Joyce**

**Parshall Law Suit:** The Law suit is in limbo. Parshall has filed an Amended Complaint against both the GIB and Allegiance Security. We have, or are in process of, filing for Summary Judgment. Waiting for Attorney Glenn to update us. There is currently no other association being sued.

**SFWMD a conservation easement.** The South Florida Water Management District contacted us saying we may have some options available to us regarding this piece of land. We have not decided whether to pursue this opportunity and will require our setting up another meeting.

Coy Baggett offered background of Manors of Regal Lakes who looked at taking the property and determined to walk away because of the extra landscaping requirements of the State for the preserve and that there was no commercial benefit to be derived. Developer looking to gift this piece of land there are reasons why. The Taxes will not be a barrier but the preserve maintenance would be a cost. Using for the location of back- up generator and for a second shot at a well.

**Nomination's Committee:** Board Elections will be required next month.

**Access Gate Control.** For Dec. 12 to Jan 16 (5 weeks) we had 66,120 residents and 28,082 guests, for a total of 94,202 through our access control gate.

**Next Board Meeting:** Our next board of directors meeting will be on Thursday, Feb. 26, 2015 at 2 PM at the Bermuda Greens Club House. New Elections will occur at this meeting.

Len Joyce  
President, Greater Imperial Board, Inc.

**The Presidents report was accepted as read.**

### **Beautification Committee Report:**

It was decided to table the report until February meeting when Anne will be here.

Director Yates suggested that members go back to their respective associations for interest in helping with the beautification committee.

### **NEW BUSINESS:**

Nominating Committee

Director Russo reported for she and Director Gagnier that the Officers for 2015-16 slate set with Martha Meyers for Vice President, Judie Gibbs for Secretary and Tom Harruff for Treasurer but still looking for President. The time commitment and the importance of having a full time year round presence. President Joyce reported of the time commitment of the role, the relationship to the Property Manager and the Captain for the gate. Coordinating with the Treasurer and following up on problems that may occur between meetings.

It was noted the Annual Meeting will occur following the election of New Boards for the member associations and appointment of representatives for the next year.

### **OLD BUSINESS:**

The Imperial Golf Estates shed area and problem with the tree removal effecting Charleston Square. Mark Thieme working with the Tennis Club on landscaping to cover the back of the storage area from view of Charleston Square west owners.

Director Bearce asked for progress report in request to limit access of Trucks excess of 40 feet from Bermuda Greens. Asking for post orders to refuse access if destination is Bermuda Greens. Two cul de sacs are too small to enter the community. Rooms to Go seems to have large Vans. Imperial restricts excess of 52 feet. This is also impacting entry and exit from Imperial Gardens as well as damage to Bermuda Greens. Delivery times are a problem on occasion with moving vans and similar vehicles. When asked, the President allows them entry. Noisy construction on Sunday sometimes results.

President Joyce to work with Director Harruff on Post Orders change to cover these restrictions.

### **Director Comments:**

Westgate has a similar restriction against motorcycles. The question was posed by Director Moorman if the Access Gate Guards could help in enforcing their restriction.

Director Meyers noted to the Manager that the message regarding required Drivers License for entry

in Spanish actually says “driving”. “Must have valid driver’s license for Entry”. **Moved by Director Meyers, seconded by Director Gibbs to have the sign corrected. Passed.**

With no further business **it was moved by Director Gibbs, seconded Director Meyers to adjourn. Meeting adjourned at 3:04pm**

**Next Board Meeting: Our next board of directors meeting will be on Thursday, February 26, 2014 at 2 PM at the Bermuda Greens Club House.**

Respectfully Submitted,

Stephen Towns LCAM –

Property Manager - Greater Imperial Board, Inc.