



Ryan's Run Homes Association Board of Directors Meeting Meeting Minutes February 23, 2023

The Ryan's Run Homes Association's Board of Directors (BOD) met at 7:00pm on February 23, 2023. The meeting was face-to-face. Five of the seven Directors were present, which fulfilled quorum requirements. The agenda for the meeting is attached for information purposes. This was the first Board meeting since the recently elected slate of new Board members at the 2023 Annual Membership Meeting held on February 8, 2023.

The new Board members include:

- Michelle Saporito
- Josh Woolard
- Terri Gabler
- Ryan Craig

The existing Board members remaining for another year of service include:

- Mike O'Neal
- Steve Grier
- Monty Nigus

An activity log of actions performed by the Board that have occurred since the first of 2023 is also attached for information purposes. This log is attached so that the membership can see some of the detailed activities by the Board since the last Board meeting.

1. Monty Nigus welcomed the Board members with a special welcome and congratulations to the recently elected Board members. He also offered a special thanks of gratitude to the Board members who have stepped down for their service over the last couple of years.
2. The first order of business was to elect new officers of the Board, since four Board members had stepped down, and four new Board members have now come on board. After some discussion, it was concluded and agreed upon by the Board that the following offices would be filled as follows:
 - President: Monty Nigus
 - Vice-President: Ryan Craig
 - Secretary/Treasurer: Terri Gabler
 - Architectural Committee Chair: Josh Woolard
 - Restriction Committee Chair: Steve Grier
 - Public Relations Committee Chair: Michelle Saporito



- Public Relations Committee Member: Mike O'Neal

Monty Nigus advised that he would share the secretarial duties with Terri Gabler.

3. The second order of business was the Treasurer's report. As part of the transition from the old Board's Treasurer (Myra Schraeder) to this new Board's Treasurer (Terri Gabler), Myra provided a Treasurer's report from the beginning of 2023 to February 23rd. This report included the following:

○ 2023 Beginning Balance (010123):	\$ 2574.26
○ Expenses:	\$ 152.80
○ Receipts:	\$ 0.00
○ Current Balance (022323):	\$ 2421.46

The Association recently received expenses for payment from Kim Wirt for costs associated with annual fees for the Association's email address and website. These costs total \$150. It was noted that our annual registration with the State needs to be filed by the end of February.

4. The third order of business was to review the status of the three committees. Committee reports were as follows:

- Restrictions Committee:
 - ✓ No committee activities were noted.
- Architectural Committee:
 - ✓ No committee activities were noted.
- Public Relations Committee:
 - ✓ No committee activities were noted; however, it was acknowledged that our Annual Neighborhood Garage Sale will be coming up at the end of April. The committee will reach out to Darcie Kramer about planning the event and if there is anything the committee can help with. Darcie did an excellent job in planning last year's event and has agreed to plan this year's event.

5. The next order of business was activities associated the Association's By-laws and Restrictions.

- Assessment Amendment Status – Monty Nigus advised that the two amendment signing opportunities on the 18th and 21st only yielded six homeowner signatures. Signatures of a majority of the homeowners, as a minimum, are required to fully execute the document. Monty did not believe that the lack of signatures was due to an unwillingness to sign the document, but rather homeowners had schedule conflicts, forgotten, or did not know about the signing opportunities. Monty



advised he would go home to home to talk to the homeowners and find out if they wish to sign or not sign the document.

- Registered Agent – Monty Nigus advised that filling this role is still outstanding. Monty will get with Jim Wirt, who had volunteered for this role, to work out details and complete the online paperwork.
- Proxy Voting (Article 10.5 of the By-laws) – Monty Nigus pointed out that per Article 10.5 of the By-laws that “10.5 Proxies. At all meetings of members, each member may vote in person or by proxy. All.....”. Monty wondered if our members realize that they have this opportunity to vote via proxy even though they are not present at a meeting. Having this opportunity could be very important to the members, particularly if there is a vote dealing with funding of high dollar items. The Board discussed this item and, in general, agreed that perhaps something should be done to assure or notify members of their right to vote either in person or via proxy. It was agreed by the Board that, as membership voting comes up in the future, that this matter (proxy voting) be addressed.
- Insurance – Monty Nigus noted that at the Annual Membership Meeting that someone questioned whether or not the Association should carry some form of insurance. Monty advised that Article III describes some of the powers and duties of the Association and lists some of the acts to be performed including “(b) To maintain any officer liability and other insurance with respect to the activities of the Homes Association.” It is also noted in Article XIV of the Bylaws of Ryan’s Run Homes Association that “14.1 Indemnification and Liability of Directors and Officers. Each person who is or was a director or officer of the Associationshall be indemnified by the Association.....”. The Board discussed in general the topic of insurance and basically decided that, since the Association presently owns no property, that insurance at this point in time is not necessary, and that if and when the Association does own some property, then the topic of insurance should be re-visited.
- Membership Requirement – A general question as to what constituents being a member of the Ryan’s Run Homes Association has been noted overtime. It does not mean an Owner has to sign some document denoting acceptance of membership. The membership is inherited in the real estate of the Owner’s Lot. The original Developer of Ryan’s Run prepared and placed restrictions on all of the real estate that comprises Ryan’s Run and those restrictions run with the properties. These restrictions along with all rights and duties of the Developer were transferred and passed down to the Ryan’s Run Homes Association. Furthermore, in Article II of the Ryan’s Run Homes Association Declaration, it states “Membership in the Homes Association shall be limited to the Owners of Lots within the District and every Owner shall be a member.....” Thus, if you



are an Owner of a Lot within Ryan's Run, you are automatically a member of the Ryan's Run Homes Association.

6. The fifth order of business included a debrief of the recent Annual Membership Meeting.
 - Debrief – Since meeting minutes of the recent Annual Membership Meeting have been prepared and are in good detail, there were no annual meeting items to discuss. The only item mentioned was that it would have been nice if more members could have attended. It was noted that for the next annual meeting that perhaps there are some logistical things that could be done to entice member attendance.
7. The sixth order of business was to discuss any miscellaneous items as follows.
 - Entrance Monuments/Signs Planning – Because construction of the upcoming 167th Street Improvements will raze the Ryan's Run signs at the intersection of 167th and Grandview Streets, planning of possible new, replacement entrance signs/monuments was discussed in general at the recent Annual Membership Meeting. A good discussion of this topic by the membership commenced with an overall general outcome that it would be good to look into this topic.

The Board agreed that planning for new, replacement entrance signs/monuments should be initiated. It was noted that the current construction schedule for the 167th Street Improvements implies that the project would probably be completed no earlier than the end of 2024. Thus, the installation of new entrance signs/monuments would probably not occur until 2025, if the Association elected to proceed with such a project.

Since entrance signs/monuments would deal with architecture and the appearance of the neighborhood, Monty Nigus suggested that the Architectural Committee take the lead on such planning. The Board agreed. Of course, the first thing to be determined is the receptiveness of the homeowners, where possible entrance signs/monuments could be placed, to having them on their properties. Thus, these homeowners would need to be interviewed to get their initial reaction.

8. The last order of business was to establish the date and time of the next Board Meeting. The Board decided the next Board meeting would be on Wednesday, April 19, 2023, at 7:00pm.

Attachments:

- Agenda
- Ryan's Run Homes Association Activity Log

Prepared By: Terri Gabler, Secretary/Treasurer, and Monty Nigus, President



Ryan's Run Homes Association
Board of Directors Meeting
February 23, 2023
7:00 pm
Monty Nigus' Garage (16795 Grandview Street)

AGENDA

1. Election of Board Officers.
2. Treasury Report
 - a. Current Balance/Transactions.
 - b. Myra Schraeder's Final Treasurer's Report
3. Committees
 - a. Restrictions.
 - b. Architectural.
 - c. Public Relations.
 - i. Annual Neighborhood Garage Sale Planning.
4. By-Laws/Restrictions
 - a. Assessment Amendment Status.
 - b. Registered Agent.
 - c. Proxy Voting (Article 10.5 of the By-laws).
 - d. Insurance.
 - e. Membership Requirement.
5. Annual Meeting
 - a. Debrief.
6. Miscellaneous
 - a. Entrance Monuments/Signs Planning.
7. Schedule Next Board Meeting



Ryan's Run Homes Association Activity Log (2023)

January 2023:

- 230109: Sent another email to our attorney concerning payment of his last invoice. He had not responded to our letter and voice mail concerning our comments to this invoice. Mark McFarland, our attorney, followed up with an email response and advised that he will write-off the invoice since he had not provided an estimated cost up front concerning responding to our additional clarification questions to Task 2 items.
- 230111: Met the new people who have purchased the Maggio home. The new people are Nick and Tabitha Severin. I got their telephone and email info for the Association contact list. I also provided the Association's website info so that they can view what has been going on with the Association, as well as, getting access to the Association's legal documents. Nick will let me know if he needs a hard copy of the documents.
- 230112: Received via regular mail on Oder Approving Eminent Domain Petition and Appointing Appraisers. Apparently, the City is still having issues with Kansas City Power & Light regarding the 167th Street Improvements. All other entities have settled with the City. This Order does not affect the Association directly; thus, it is for our information.
- 230113: Spoke with Ryan Craig about volunteering as a Board member. He agreed and had already spoken with Myra Schraeder about this. He will be added to the slate of Board members for approval by the membership at the upcoming Annual Membership Meeting
- 230115: Prepared an agenda for the 011623 Board of Directors Meeting and distributed to the Board members.
- 230115: Prepared a draft amendment to the Ryan's Run Homes Association Declaration to incorporate assessments.

Above Activities Included with 230116 Board Meeting Minutes

- 230116: Held **first** Board Meeting of 2023 via zoom. Six of the seven Board members were present, which still represented a quorum for the meeting.
- 230119: Spoke with Terri Gabler about volunteering as a Board member. She agreed and will be added to the slate of Board members for approval by the membership at the upcoming Annual Membership Meeting.
- 230119: Lyle Pishny called me to discuss changing the Register Agent for the RRHA. Basically, there is a form on the Kansas Secretary of State website that can be used to do this electronically. The Board will take care of the paperwork. We also briefly discussed the past draft amendment to our Declaration document for incorporating assessments/dues. He remembered preparing the draft document back in 2004. We



discussed briefly if the amendment should be to the Declaration document or one of other documents, such as our By-Laws. He thought it should be to the Declaration document, which is how the draft amendment is written. Also, when quizzed about amending the Declaration, which states that it would only take a majority of the Lot owners, he was not sure about that. Thus, there are some questions to be answered.

- 230121: Michelle Saporito advised the new owners of the Hanson house just closed on Wednesday, January 18th. She has met them and given them information about our website such that they can view and learn about the neighborhood. Their names are Johanna and Keith Wilkinson.
- 230121: Sent out a reminder email to the membership about the upcoming Annual Membership Meeting on February 5th via zoom meeting.
- 230126: The Wilkinson's are proposing to install a 4-foot ornamental fence in their back yard. They provided Steve Grier and I a layout of the fence. Steve and I reviewed the layout and fence details and determined it was within the RRHA restrictions. Thus, it was approved.
- 230127: Prepared a final draft of the amendment to the Declarations concerning assessments and a draft of a slide deck for the Annual Membership Meeting. Emailed both of these to the Board of Directors for their review and comment. Will have a brief meeting just prior to the Annual Meeting to go over the presentation. So far five of the Board Members approve of the amendment to the Declaration for presentation to the membership.
- 230130: Received a Notice of Appraisers' Hearings and Viewings which deals with the City and their condemnation proceedings against KCPL, Verhaeghe, Schraeder, Craig, Verhaeghe, Western Capital Inc., and Staten. Ryan's Run was named as other interested parties on the Schraeder and Craig proceedings. A public hearing will be on February 21st at 1pm and viewings on February 22nd at 10am or soon thereafter.
- 230131: Prepared a draft of the minutes for the 011623 Board of Directors meeting for Jim Wirt's review and comment.
- 230201: Held a meeting of the Board to go over the materials (slide deck and amendment) for the annual meeting, as well as how we will implement the meeting. Only Steve Grier and Myra Schraeder were able to attend. A few minor edits were made to the materials, and the group discussed implementation of the meeting.
- 230202: Sent out via email to the membership the slide deck and amendment for their early review of the materials prior to the meeting. Also, provide the zoom meeting link.
- 230205: Sent out email to the membership notifying them that we did not have a quorum for tonight's annual membership meeting and advising that we will now have a face-to-face membership meeting on Wednesday, February 8th at 7pm in my garage. In a later email, we added zoom meeting capability for those who could not come in-person.



- 230208: Brian Kramer, on behalf of the Board, sent an email to Jeff Ashner (Wilshire Hills Development) concerning trash buildup only the property line between his development and Ryan's Run and that he may want to address this issue before it gets worse. Jeff responding quickly and advised that he is currently out of town, but would check into this issue upon his return. He advised that he directed the contractors to cleanup. He will see what kind of a job that they did.
- 230208: Held the 2023 Annual Membership Meeting at Monty's Nigus' garage. Thirteen homeowners were present at the meeting, and three homeowners were online via zoom meeting for a total of 16 homeowners at the meeting. This number satisfied quorum requirements.
- 230210: Jim Wirt and I finalized the meeting minutes for the 011623 Board Meeting. The minutes were also sent to Kim Wirt for posting to the Association's website.
- 230214: Completed the 2023 Annual Membership Meeting Minutes. Sent the minutes, slide presentation, and audio version of the meeting to Kim Wirt for posting to the Association's website.
- 230215: Emailed the slide presentation and minutes for the 2023 Ryan's Run Homes Association Annual Membership Meeting to the membership. The email also designated two times in which the members can come to sign the amendment for incorporating assessments into our Declaration (i.e., Saturday, February 18th and Tuesday, February 21st).
- 230215: Prepared and distributed to the Board an agenda for the 022323 Board Meeting.
- 230216: Myra Schraeder provided a treasurer's report from the first of the year till February 23rd. This is to supplement the hand-off information to the new Treasurer.
- 230218: Received receipts from Kim Wirt for the Association's website (\$115.00) and email address (\$35.00). I will forward these receipts to the new Treasurer for reimbursement once one has been selected at the upcoming 022323 Board Meeting.
- 230218: Held a signing session in my garage for homeowners to come by between 10am to 2pm to sign the First Amendment to Ryan's Run Homes Association Declaration. Only four (4) signatures were obtained.
- 230221: Held a second signing session in my garage for homeowners to come by between 6pm to 8pm to sign the First Amendment to Ryan's Run Homes Association Declaration. Only two (2) signatures were obtained.