

BBVNA BOARD MEETING NOTES - 12/11/2017

The Board convened at 6:30pm at the home of Mike Weingarten & Joan Thomas, and the meeting was called to order at 6:45. David led the meeting.

1) Welcome & Introductions. In attendance were:

Board members:

David Holder (1st VP),
Mike Weingarten (Secretary),
Rita Toland (Treasurer)
Richard Roati (Urban Forestry & Wildlife Committee)
Ann Pattison (Historic Designation Committee)
Margaret Johnson (Neighborhood Watch Committee)
Joan Thomas (Malvern Plaza Committee)
Dick Basye (MCRC rep)
Suzie Husband (Welcome Committee)

Attending neighbor: Mary Wolfe (Exeter)

1) Welcome:

David called the meeting to order. We noted Barbara's absence due to her broken arm and resulting surgery, and all expressed well-wishes for her.

2) Approval of Past Minutes (Mike):

The Board considered and approved the minutes from its last meeting, November 13, 2017.

3) Treasurer's Report (Rita):

Rita provided the following current balance figures for our accounts:

Checking account: \$1083.14

Savings account: 6181.69

Total: \$7264.83

4) Intruders / Refuse in Arroyo at Tucson Blvd bridge:

David, Richard and Mike combined to provide an update on the status of this issue. Upon discovery of people occupying this spot and bringing in materials there, police responded on at least 2 different occasions. Police recovered a number of stolen items, and the persons involved appear to have now left the area. However, significant refuse remains there, some items deemed hazardous, including discarded syringes. We have requested that the City (DOT or Environmental Services) clean up the area, and are waiting for a response at this point. We have also contacted Councilman Kozachik's office and they have reinforced our request with the City. Because of the potentially dangerous nature of the materials there, we strongly encourage the neighborhood to wait for the City crews to take care of this, vs. trying to organize a neighborhood cleanup of the area.

Thanks to David and Richard, as well as neighbors Mia Hanson and Ron Kovatch, for the active roles that they have played in getting attention to this problem.

Followup steps: Wait through this week for the City to do the cleanup. If it has not happened by then, Mike will call Alison in Councilman Kozachik's office for additional help. Mike will also call the City to obtain the ticket number of the request we made, and to get an update on the status.

5) Liability Insurance (Mike):

Mike provided a recap of the meeting that he and David had with Rick Bell, NA President from Sam Hughes, and an independent insurance agent. Rick provided much good information about liability insurance, the policies that Sam Hughes carries, and how such insurance might be relevant to BBVNA. Details were summarized in writing and a copy is attached to these minutes. There were some differences of opinion on the board as to how important pursuing such insurance would be. But we all agreed that we should obtain some additional information. Specifically, Mike will:

- Contact the City's neighborhood association support resource (Becky Flores)
- Contact the Ward 6 office to see if there were City attorney opinions relevant to neighborhood association liability; and
- Contact Deborah Bernini about getting legal advice, either from her or via referral, on the questions involved.

6) Planning for the January 18 Neighborhood Meeting:

We agreed that the agenda would consist of the following:

- a) TPD Officer Matt Peak's presentation about making our community safe;
- b) Historic Designation - a brief status update
- c) Short info items (Reminder of Bylaws change to be voted on in March; Encouragement for people to run for NA offices in March)
- d) Open forum for all neighbors to raise topics and problems for discussion.

-We agreed that we need to keep the other sections under time control in order to ensure enough time for the open forum.

-We will send out a flyer after the first of the year to advertise the general meeting, and also use the Listserve and Nextdoor to get the word out.

-Mike will send out a prompt for topics for the open forum.

-Barbara will lead the meeting. If she cannot, David will do so.

-Mike will lead the open forum section, and will bring chart pad paper to capture topics during the meeting.

7) Committee Reports:

a) Historic Designation (Ann):

Ann provided a recap of a conversation she had with Chris Evans. He is about half way through with his work now, but has again been put on hold due to the neighborhood's limited cash available. He expressed some surprise about the number of houses that have made changes (especially in windows) since the last time he looked through the neighborhood. Ann believes that we still have well in excess of

the number of houses that will be contributing properties to allow the neighborhood to qualify for historic status. We agreed that we would ask Chris to meet with the Board to discuss this in more detail, as well as to try to get more clarity on the evaluation process that can then be communicated to the neighborhood.

Ann has been working with David and Richard on the placement of the two fundraising thermometers. One will go next to the arroyo at Arroyo Chico and Stratford, to be viewed by outbound drivers. The other will go at Eastbourne and Manchester, but the orientation is still to be deliberated. A smaller, laminated version will be made and maintained at Malvern Plaza.

b) Urban Forestry (Richard):

The deer grass that had been along the walkway near Exeter has died. Richard suggests that we replant the area with several Murphy's Agaves, and will plan and publish a date for this work to be done. He expects it to take about an hour or two.

c) Malvern Plaza (Joan):

Concerns about entire collections of books being stolen from LFLs in other neighborhoods has not played out here, fortunately. We have a good reserve supply of books that can be used to resupply the library if necessary.

The palo verde tree that fell in the plaza this fall is starting to come back! Healthy looking young shoots have risen from the original roots, so we are hopeful that we can cultivate a new tree there.

There is one more upcoming event still planned for the Plaza in December, the monthly "Coffee & Conversation", which has been very well received. A Citrus Share event is planned for after the first of the year.

d) Welcome Committee (Suzie):

The Committee could use some additional members, and will solicit volunteers at the Neighborhood Meeting. Suzie suggested that Ann provide a brochure on Historic Designation that could be distributed to new neighbors, so they have that information before deciding to make changes to their houses that could jeopardize their ability to be a contributing property.

e) MCRC (Dick): Dick thanked the members of the Board who came to the recent MCRC meeting at the Ward 6 office. His assessment is that there will not be support for changing flight paths under the current D-M leadership. Board members who attended felt it was a valuable experience, and thanked Dick for making them aware of it.

8) New Business:

There was a discussion of the NextDoor application, based on conversations with neighbors and on the personal experience of some of our Board members. Frustration has been expressed about the introduction of advertisements in NextDoor, and the placement of the ads at the top of the column, forcing messages of content from our neighborhood down in the scrolling. There was also some concern about too many messages from non-BBVNA neighborhoods showing up even when the user

sets their personal profile to limit messaging only to BBVNA. The general sense was that the system was becoming "cluttered" and less usable for what it was intended. Rita will use her position as neighborhood leader to feed these comments back to the system organizers.

9) Next Board Meeting:

Monday, January 8, 2018 (2nd Monday of the month), 6:30 pm. Ann will contact Chris Evans to invite him. If he cannot make it, we will consider moving the meeting to accommodate his schedule.

The meeting adjourned at 8:26 pm.

Respectfully submitted,
Mike Weingarten, BBVNA Secretary

BBVNA LIABILITY INSURANCE QUESTIONS & CONSIDERATIONS

Notes from our meeting with Rick Bell - Mike Weingarten, David Holder - 11/21/17

Rick is an independent insurance agent and is the current Sam Hughes Neighborhood Association President. (He has been president for 10 years.) He has provided a regular, annual liability insurance policy for the Sam Hughes NA, and agreed to meet with us to discuss our situation in BBVNA. The following are the key points we covered.

1) Types of Liability Insurance:

Rick said there are two different liability coverages normally recommended for an organization like a neighborhood association, and which Sam Hughes carries. They are policies crafted for small businesses, and are listed as commercial liability insurance policies. They are as follows:

a) General Liability: This covers the neighborhood association ORGANIZATION in case of someone suing it for damages, for things such as

- Bodily injury
- Personal injury (e.g. libel, slander, copyright, etc.)
- Property damage (to claimant's property)
- Advertising injury
- Legal defense & judgments (excludes penalties)

Given that BBVNA as an organization tends not to have a huge level of assets -- basically its our BBVNA bank accounts -- this may or may not be worth the costs.

b) Directors & Officers (D&O) Liability: This covers the PEOPLE in the organization from suits directed at them personally for actions that they have taken on behalf of the association. This is seen as important. Note that coverage includes actions someone takes that, either by consequence, mishap, or mistake, leads to the claimant experiencing harm. It does NOT cover losses due to purposely malicious or illegal activities.

2) What are the costs of these policies?

First cut estimates from Rick were higher than we'd expected. Based on Sam Hughes' experience, the cost of a General Liability policy would be around \$600/year. Cost of the D&O policy would be about \$900/year. However, Rick said that the costs are based on the nature of the activities, the size and number of people involved, and the amount of money involved. Given that we are about 1/4th the size of Sam Hughes, with probably fewer banked assets, he suspected that our costs could be significantly lower. Final decisions are made by the underwriters, though, and we won't know until we submit an application for a quote.

3) Who is covered in a D&O policy?

The policy covers "Directors, Officers, and Agents" of an organization. We asked Rick what this meant in terms of our neighborhood association. He believes it clearly would cover our elected board members, as well all other board members (e.g. committee chairpeople, at-large reps, etc.) who are "regularly serving in the service of the organization". We asked about non-board members who volunteer to organize and/or lead specific events, and he said that if we can prove that the person was a

member of the organization (the neighborhood association), a case could be made that coverage would extend to them as well. (Our bylaws formalize that all residents over age 18 are voting members of the BBVNA.) He said this becomes more of a legal question, and recommended that we try to get some legal advice on it.

4) What protection is realistically provided to our Board members by our Bylaws?

Our Bylaws state that: " No officer, representative, spokesperson or member shall have any financial liability of the association." The three of us speculate that this means that if someone sues the Neighborhood Association (and not the people on the board directly), that the board/association members cannot be held personally liable for any judgments found against the Association. Whether or not this provides any meaningful protections in practice is unclear. Again, he recommended that legal advice be obtained to answer this.

5) Are there any legal protections offered by the City by virtue of our being a registered NA?

None that Rick is aware of. However, he was surprised that we have been permitted to use Robison School for our meetings without having our own liability insurance. (In fact, the standard rental contract we receive from TUSD for our meetings has a statement that the "lessee" must have liability insurance.) I told him that we obtain that rental agreement from TUSD only by first going through the City, and so we speculate that the City is providing coverage for us during the times of our meetings. I know I have never been asked by either TUSD or the City to provide evidence of insurance when I request use of the school.

6) What are the kinds of BBVNA activities for which we need to be thinking about covering liability risk?

We generated the following list of typical, BBVNA-sponsored or BBVNA-publicized events, and in general, these all conceivably carry the risk of suit if someone were to be hurt or their property harmed during the event.

-Neighborhood events in neighborhood public places.

e.g., general gatherings at Malvern Plaza (Coffee & Conversation, craft fairs, swap meets, toddlers play time, Dinner under the Stars, etc., etc.); July 4th parade; Urban forestry work events.

-Neighborhood events held in individual neighbor's homes or yards.

e.g., Oktoberfest, Welcome committee brunches, etc.

Here, there could be a question of whether the individual's homeowner's insurance policy would be the first source of coverage, but if the event is clearly a BBVNA-sponsored event, there could be some gray area.

-Neighborhood events outside the neighborhood.

e.g., Organized group bike rides outside the neighborhood

-Financial projects

e.g. Historic designation (collecting/handling contributions, decisions re: payment to contractors, contractor performance, etc.)

This is a bit different in nature, because the alleged "harm" would likely be financial rather than personal injury or property damage. In addition, when it comes to financial liability in general, bond insurance policies are also available to protect against theft or misappropriation of funds.

-Halloween

This is how our consideration of liability began in the first place! And it is the one exception in this list -- as long as the BBVNA does not sponsor any aspect of the Halloween celebration, it is not liable for any injuries. "Halloween is Halloween". However, if we were to choose in the future to create an event with the City and get a permit to close the streets, then BBVNA sponsorship comes into question, and liability insurance would likely be needed. Rick's opinion on this confirmed what we had been assuming previously.

7) Other

The one other point that caught our attention was that Rick said that in Sam Hughes, if a new project or event was created during the year, he would inform the insurance company in advance. Sometimes that could require formally writing that event into the policy and a slight increase in policy cost. However, my impression is that is for large-scale projects, like the Sam Hughes home tour. I don't think that is expected each time we schedule a new Malvern Plaza event. That would need to be discussed at the time that we applied for a quote, to make sure that all "normal activities" are included.

8) Recommended Next Steps:

- a) David and Mike to share this information back with our Board;
- b) We seek out someone (preferably in the neighborhood, for free) who could provide legal consultation on the questions above.
- c) If we decide to get a quote, we can get the necessary forms from Rick and work the process through him.
- d) Identify at least one other provider and get quotes from them.
- e) Make a decision.