

**Sunflower Village Homeowners Association
General Session Meeting Agenda
Wednesday, March 15, 2023
Hanford Clubhouse @ 7 p.m.**

A. Call to Order - Melissa Lichtman, President

Melissa Lichtman called the meeting to order at 7:01 p.m.

B. Roll Call / Board Member Attendance - Lori Rysdorp, Secretary

Lori Rysdorp did roll call for Board Attendees. The below chart shows board representation at this meeting.

Jeff Barszcz	Present ▾
Richard Downing	Absent ▾
Omar Hashwi	Present ▾
Kahlil Kandah	Present ▾
Melissa Lichtman	Present ▾
Ann McGowan	Present ▾
Bill Muse	Present ▾
Chico Rodriguez	Present ▾
Lori Rysdorp	Present ▾
Pam Turek	Present ▾
Mary Waxer-Leto	Present ▾

- a. SVHA Staff in Attendance: None at this time
- b. Resident Attendees: Sandy Latack, Barb Carson, Monica Parker, Bob Parket, Dave Low, Dino Cacciola, Pat Mulcahy, Nate Rebeck, Patrick Parks, Win Webster, Marc Lichtman

C. Homeowners Questions/Comments

Melissa Lichtman, President opened the floor to any comments or questions from the residents in attendance.

There were no questions from residents at this time.

D. Approval of Minutes

<i>Items</i>	<i>Purpose</i>	<i>Who</i>	<i>Materials</i>
Approve 2-15-23 General Session Minutes	Vote	Board	Minutes approved via email vote on March 9, 2023

Members voted electronically on March 9, 2023, to approve the minutes, the vote tally is as follows:

Jeff Barszcz	Approve
Richard Downing (was absent from the meeting)	No Vote
Omar Hashwi	Approve
Kahlil Kandah	Approve
Melissa Lichtman	Approve
Ann McGowan	Approve
Bill Muse	Approve
Chico Rodriguez	Approve
Lori Rysdorp	Approve
Pam Turek	Approve
Mary Waxer-Leto (was absent from the meeting)	Approve

Approved minutes were placed on the Website, linked through our Facebook page, and linked in the Sunflower March Electronic Newsletter.

E. President's Report - Melissa Lichtman

- a. Rich Downing - Censure - Melissa Lichtman
Melissa read the Censure Document at the meeting. (*Attachment A, Exhibit #1 and Exhibit #2*)

Motion to have Melissa Lichtman sign the Rich Downing Censure Documentation and Issue such documentation effective immediately. Motion made by Chico Rodriguez, seconded by Lori Rysdorp.

Members Voted as follows:

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Ann McGowan	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Mary Waxer-Leto	Yes ▾

F. Management Reports

- a. Association Manager - Reported by Melissa Lichtman
 - i. Reserve Spending - Storm Damage (information, discussion, and vote).

A request of the Board to pay an invoice out of the Reserve Account. We have quite a few downed trees right now because of the recent snow/ice storm and this specific invoice is for a tree in the Commons behind a resident's home that had cracked during the storm and was leaning dangerously toward the resident's home. Pulley straps were used to secure the tree until we were able to hire a company to remove that portion of the tree. The invoice is for \$2500.

Motion to pay the \$2500 bill for the removal of this one tree due to damage from the Recent Ice Storm Damage to SVHA Property from Capital Reserves Funding. Motion made by Khali Kandah, seconded by Omar Hashwi.

Members Voted as follows:

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾

Ann McGowan	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Mary Waxer-Leto	Yes ▾

Important to note that there are also a number of other damaged trees that have been identified on SVHA property either by residents or by Board Members canvassing our property. We are calling a contractor in to bid all the damage as a whole rather than piecemealing it out one by one. Once we determine what that amount is, the cost will be shared with the membership. We anticipate removal of these damaged trees and branches will be a significant cost to the association. This damage was not budgeted for in our Reserve Account nor was it budgeted for in our 2023 Operating Account.

- b. Maintenance Updates - Reported by Chico Rodriguez
 - i. Wayne and Ken installed a door closer at the Gainsborough Clubhouse per the Canton inspector's request.
 - ii. Wayne found the commode in the shower room leaking; this was repaired 2 days later by Gary's plumbing.
 - iii. Certified Pool Operator license training is done by Pristine. Classes are \$350 and done in March. We need to identify who will be attending these classes on behalf of Sunflower.
 - iv. On Feb 17, Aquatic and Pristine were emailed requesting quotes on opening pools. We were told that Pristine has no employees at that time. We received a proposal from Aquatic on March 25, it was filled out and returned on March 25
 - v. Pool Maintenance. It is important we hire maintenance personnel who can do repairs and monitor the pools and have a CPO license. Wayne said he can clean the pools, but someone needs a CPO license to do the balance and shocking of the pools.
 - vi. On Feb 27 Wayne cleaned exhaust fans in restrooms at both clubhouses and poured pouring water into all drains to help prevent them from drying out; checked all the commodes for leaks, and ran water in shower room sinks.
 - vii. I contacted these companies for cement work at the Hanford pool.
 - 1. Romana Plymouth does not do pool areas. Canton Concrete no return call.
 - 2. Crown cement \$49,600
 - 3. Action concrete \$60,06
 - 4. Barrientos concrete \$40,000
 If work is to be done before pools open, we must choose a contractor soon in order to open on time.

- viii. On March 2, Wayne to checked on the generator, boiler, dehumidifier pads, and furnace filters, and checked on park benches to see which must be replaced.
- ix. On March 5, Spears Tree Service removed a portion of a tree from the Commons located behind a home located on Burgundy. This portion of the tree had split from the base and was leaning dangerously toward the home. It was temporarily secured with some straps in an effort to keep it from falling on the home.
- x. Also quoting on additional broken limbs in the Whitechurch park area and a tree on Beck near Swanmere.
- xi. Sent bid requests for grass cutting to Reliable, Stouts, Wagenshultry, and Marek. Marek has responded.
- xii. On March 9, I Contacted DTE on Gainsborough light damage, need more time to research our claim filed on Feb 7, indicating they need another 30 days, which places us into April for a response.
- xiii. On March 14, I met with Clean Cut to get an adjusted quote that did not include cutting easements (as this is Wayne County's responsibility). This resulted in a \$1900 per year drop in their contract fee.
- xiv. Wayne will do weed spraying around both clubhouses and their attached sidewalks

G. Treasurer's Report - Kahlil Kandah

To date, we received quite a large percentage of resident dues. During the month of February, we paid anticipated general bills. Nothing is outstanding at this time. We are, however, anticipating an increase in spending once pool season starts.

We did receive a small bit of money from a lien that was closed out at \$512.00. Small gain from our capital reserves as shown on the report.

Question from a resident: Are we reporting any savings for not having to pay office staff during the first part of the year?

Response: This line item could reflect savings at the end of the year, but we cannot determine that until later in the fiscal year. We anticipate hiring office staff soon. How their salaries and training needs will impact this overall budget will be monitored as the year progresses.

We did have some staff wages in January with the outgoing staff, and we did incur some costs associated with them returning to help train Board Members to assist in the office on an interim basis.

There was no Capital Reserves spending in the Month of February.

Motion made by Mary Waxer-Leto, seconded by Pam Turek approve the Financial Report as presented: (Attachment B)

Members voted as follows.

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

H. Committee Reports - Committee Chairs

a. Communications - Chairman - Lori Rysdorp

- i. Like to thank Pat Parks and Tavis McDonald for their ongoing input for SVHA communication pieces.
- ii. Sent out February Print newsletter - should be received by this Saturday, April scheduled for early April.
- iii. March electronic newsletter was sent out last Thursday, currently crafting April's newsletter, look for it in early April.
- iv. Encouraged residents to sign-up online, I have placed a link on our Facebook page and also updated the Website with the new link. We use MailChimp to capture your email information and send out electronic emails. You can unenroll at any time.
- v. Updating Facebook as needed.
- vi. Reviewing misc SVHA documentation to determine if we can transition anything into electronic format.

b. Procurement Committee - Chairman - Chico Rodriguez

- i. Went over all the contracts, and spoke to a representative from Clean Cut. They will also be submitting a bid also for snow removal for next winter. His organization can handle the snow removal from both streets and sidewalks boarding SVHA property.
- ii. Requested quotes for repairing cement around Hanford Pool. Has received 2 bids.

- iii. Contacted Comcast/Xfinity, we were paying \$53 a month for cable box and TV at Hanford. This is being canceled asap.
- iv. Contacted Spears and Arts for emergency tree removal. Spears was chosen due to their ability to respond more quickly. Costs difference is \$25 between the two.
- v. Received two bids for Cement, costs for these are mentioned above in the reports. No decision was made at the meeting.

Question for a resident: Are we going to have just one pool open this year?

Reply: That is not the plan.

Question from a resident: Why do we need to fix this pool at this time?

Reply: Because this is the pool the Canton Inspector looked at and identified the cement as needing repair work. The Inspector has not looked at the Gainsborough Pool at this time. This will be paid for out of our Capital Reserves once approved.

Question from a resident: If the inspector finds repair needs at the Gainsborough Pool, could there be additional repairs needed and payment from our Capital Reserves?

Reply: That potential exists.

Question from a resident: What happens when our Capital Reserves account is depleted?

Reply: Very good question. Hoping we will not be faced with that issue.

c. Social Committee - Chairman - Melissa Lichtman

- i. Gearing up for the Egg Hunt to be held on Saturday, April 8, 2023 in the Hanford Commons. Information and items have been passed on to this year's leader which contains information on how to execute the event.

This year's leader commented on the dog poop in the commons. This has also been a very hot topic on social media. She has said that this event will not take place if that area is littered with Dog poop. She would not ask her girls to clean up in order to hold the event.

Melissa asked the Board for approval to hire a Dog Waste Removal Company to clean the area immediately before the April 8 event to ensure the kids who are running the event or participating in the event are not stepping in a pile of poop.

Motion to spend up to \$300 for the dog waste removal from the Hanford Commons immediately prior to the April 8, 2023, Egg Hunt. Motion made by Ann McGowan, seconded by Pam Turek.

Members voted as follows.

Jeff Barszcz	No ▾
Richard Downing	Absent ▾

Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

Residents are again reminded to please pick up your animal waste. This is a Canton Ordinance. Our Commons are there for everyone. Please keep it clean.

- d. Common Grounds Committee - Chairman - Omar Hashwi
 - i. Ensure we have enough signs to pick up your pet waste and increase signage regarding where dog waste bags are located. Residents need to remember that dog waste bags are provided as a courtesy but are not required.
 - ii. Try to order additional dog bag waste stations if this works within the budget.
 - iii. Can we consider creating bag holders and placing them throughout our walking path, having residents fill them with Kroger / Target / Meijer grocery bags? Is this a good idea for an Eagle Scout Project?
 - iv. More trees need to be removed from the common grounds. Omar Hashwi has been actively removing fallen branches and limbs and placing them in his pickup trunk and then placing them in front of his home or in front of the clubhouse. If anyone would like to help out, please reach out to Omar.
 - v. Always looking for folks to help out with the committee, again, please reach out to Omar.
 - vi. DTE / Gainsborough claim is still pending. They gave us a 30-day timeframe for their response.
 - vii. We are looking into a few damaged mailboxes from the recent snowstorms.
 - viii. Working on the Hanford Pool Concrete referenced earlier.
 - ix. Our current grass contract needs to address grass trimming around fences and posts. We are looking into including that as part of this year's Grass cutting contract.

- e. Roads/Snow Removal Committee - Chairman Kahlil Kandah
 - i. Snow: This past month we had a couple of nasty weather events. If there are places that are missed, please text photos to Khalil Kandah as quickly as possible. He can then contact our vendor to address these notifications/issues. Khalil's phone number is listed in our print newsletters.

- ii. Roads: Swanmere is in very bad shape. Ann McGowan has reached out to Canton Township and the Board will be meeting with the Township Supervisor and hopefully, an Engineer to explore options. Will provide feedback to residents once we meet.
- f. Finance Committee - Chairman - Kahlil Kandah
 - i. We have not met yet. Still early in the year. Will report when the committee meets. Treasurer's report was presented earlier in the meeting.
- g. Garden Club - Chairman - Melissa Lichtman
 - i. Nothing to report at this time.

I. New Business

- a. Swim Lesson Costs for 2023
Our Swim Lesson costs were compared to Summit on the Park fees. Our swim lessons are about ½ the price with 1 more lesson per session.

Motion made by Jeff Barszcz, seconded by Khalil Kandah to increase 2023 Swim Lesson Per Session Fees.

- i. Resident Fees from \$60 to \$65
- ii. Resident Late Registration from \$65 to \$70
- iii. Non-Resident Fees (based on availability) from \$65 to \$70

Members voted as follows.

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

b. Holiday Rental Fees - cleaning

Rentals during the holidays are difficult to monitor for cleaning as Board Members spend time with their families. Melissa Lichtman asked the Board members to consider an increased fee of \$100 for Holiday Rentals to cover payment of an individual who will come in and make sure the Clubhouses are clean, and go over the rental checklist for SVHA as outlined in the rental agreement. She has identified an individual who will be contracted by the association to monitor the clubhouses for Thanksgiving and Christmas of 2023. This \$100 will be passed directly to this individual for her time. Renters will still be required to adhere to the contract they sign when renting it.

Motion made by Pam Turek, seconded by Chico Rodriguez to increase Clubhouse Rental Fees by a \$100 "Premium Holiday Checklist Fee" for use on Holidays.

Members voted as follows.

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

b. Review/Discussion/Approval of Concrete Repair Bids for Hanford Pool

The Board did not vote on the Concrete Repair at this meeting. It will be addressed asap.

c. Pool Opening Bids - Chico Rodriguez

Chico contacted to following for quotes on opening and closing the pools, and maintenance throughout the year -

Pristine - they do not have staff at this time

Aquatic - has not responded

Clearwater - sent a complete contract with amounts. Note: The longer we take to approve this contract, the deeper we will be placed in their schedule.

Melissa asked for a motion to use Clearwater:

A motion was made by Bill Muse, seconded by Omar Hashwi to award the Pool Opening Bid to Clearwater:

Members voted as follows.

Jeff Barszcz	Abstain ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

It is important to open the pools as quickly as possible because there is repair work than needs to be done in both pools before they can be filled and opened.

- d. Reported by Melissa Lichtman - notices to all previous lifeguards have gone out inviting them to return for the upcoming pool season. A couple of new lifeguards have asked for applications. Lifeguard applications are available in the Sunflower office during normal business hours.
- e. Office Staff candidate hiring recommendations will be discussed in the Executive Meeting immediately following the conclusion of this meeting.
- f. Status Letters for Title Companies
The office has been providing Status Letters to title and closing companies without charge to date. Most management companies charge \$250 - \$425 for status letters. Melissa Lichtman proposed we begin charging a \$100 fee for Status Letters from this point forward.

Motion made by Mary Waxer-Leto, seconded by Omar Hashwi to begin charging \$100 for Status Letters for Title Company buyers:

Members voted as follows.

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

- g. Meeting with Canton Supervisor Graham-Hudak. The Board will be meeting with her on March 30th at 5 p.m.

Question from a resident: Will residents be invited to the meeting with Supervisor Graham-Hudak?

Reply: She has asked specifically to meet with Board Members at this time.

Question from a resident: Question about what the Rich Downing Censure. Has he been removed from the Board or is this a step toward doing that?

Reply: He has not been removed from the Board, he is being restricted. He will no longer have access to confidential information, nor will he be able to attend Executive Meetings. He can still attend the General Board Meeting.

Question from a resident: Was this drafted up by our new lawyer?

Reply: Yes.

Question from a resident: Can you share how much this cost?

Reply: At this time no. The billing will be broken down to indicate the costs associated with this action. We will provide this information once it is tallied and available to us.

Question from a resident: Will the Censure document be part of the minutes?

Reply: The Censure document will be part of the meeting minutes.

Question from a resident: Is he considered a resident in poor standing?

Reply: At this time he is not. He is still on the board of directors. He can attend the General Meeting, and have access to information shared for the General meeting, but he cannot attend Executive Meetings, have access to information provided for Executive meetings, or have access to any information considered confidential.

Question from a resident: So does he will still have voting privileges?

Reply: He can attend the General Meetings and vote in the General Meetings on items put forth for a vote. He did receive information on the last two General meetings but chose not to attend.

J. Confirmation of the Next Board Meeting

Wednesday, April 19, 2023, at 7 p.m. @ Hanford Clubhouse

K. Adjournment

Motion made by Pam Turek, seconded by Jeff Barszcz to adjourn the meeting at 8:21 p.m.

Members voted as follows.

Jeff Barszcz	Yes ▾
Richard Downing	Absent ▾
Omar Hashwi	Yes ▾
Kahlil Kandah	Yes ▾
Melissa Lichtman	Yes ▾
Bill Muse	Yes ▾
Chico Rodriguez	Yes ▾
Lori Rysdorp	Yes ▾
Pam Turek	Yes ▾
Ann McGowan	Yes ▾
Mary Waxer-Leto	Yes ▾

Respectfully submitted,

Lori Rysdorp, SVHA Secretary

Attachment A

A RESOLUTION OF THE SVHA BOARD OF DIRECTORS TO CENSURE BOARD DIRECTOR, RICH DOWNING

WHEREAS, SVHA adheres to the SVHA Code of Conduct and Bylaws adopted by the Owners of SVHA and expects all Directors to adhere to a high ethical standard when representing SVHA as a Director; and

WHEREAS, the spirit and intent of the SVHA governing document embrace this ideal and allows no room for the divisiveness and undermining of the principles of good governance; and

WHEREAS, the SVHA Board of Directors is deeply committed to the effective operation, governance and leadership of SVHA needs all Directors to contribute to a positive environment conducive to conducting Board business on behalf of SVHA in the most efficient way for fellow Directors, SVHA Lot Owners and SVHA corporate business; and

WHEREAS, the SVHA Board of Directors is committed to upholding policies providing for open, honest, and respectful communication, adherence to state law, SVHA rules and regulations and policies governing Lot Owner and Director actions and behaviors, and to acting in a concerted fashion to set an example of positive leadership for SVHA membership; and

WHEREAS, SVHA has established a Code of Conduct for its Board of Directors, Policies and Standards, and a Code of Ethics for the Board and adopted Robert's Rules of Order for SVHA meetings and Director Rich Downing has, contrary to the direction of the Board of Directors, engaged in conduct violative of the SVHA Code of Conduct for the Board, to wit:

1. On Wednesday, February 15, 2023, Rich Downing, was provided formal notice via email, theguywetrieditokeepofftheboard@gmail.com, of the Board of Directors' intent to hold a hearing regarding Mr. Downing's violation of the SVHA Code of Conduct. A copy of the Notice is attached as **Exhibit 1** to this Resolution. Rich Downing replied in various emails to Director Lichtman that "he would not resign nor would he attend the meeting that evening" and further indicated "be advised that this action will result in me taking legal action against you personally, as well as other board members." (See **Exhibit 2**, Correspondence from Rich Downing in response to Notice of hearing).
2. On Wednesday, February 15, 2023, an Executive Meeting was held after the general meeting, and a Motion was made - and followed by a Second - to issue Rich Downing a code of conduct violation(s) effective Wednesday, February 15, 2023. The motion passed with the majority of members in attendance for the issuance of the code of conduct violation(s).

NOTE: SVHA's Amended and Restated Code of Conduct document effective December 1, 2020, Section V. Enforcement/Removal, item 5 (hereafter "CODE"), the following is provided:

5. Unless a requirement is specifically waived in writing by the Board of Directors, any Board member found to have violated the Code of Conduct agrees to resign from the Board of Directors immediately upon written notice from the Board of Directors of the violation; however, the Board member being asked to resign shall be given an opportunity to be heard at a meeting of the Board of Directors

NOTE; SVHA's First Amendment to Amended and Restated Bylaws, adopted and Effective August 31, 2020, the following is provided:

Article, VIII, Board of Directors, Section 18, Code of Conduct. The members of the Board of Directors, by agreeing to serve on the Board, agree to follow, at all times, the code of Conduct ("Code of Conduct"), as adopted by the Board of Directors, and which may be amended from time to time by the Board of Directors, upon thirty days of notice to the members, and which is hereby incorporated by reference into the Amended and Restated Bylaws. Unless a requirement is specifically waived in writing by the Board of Directors, any Board member found to have violated the Code of Conduct agrees to resign from the Board of Directors immediately upon written notice from the Board of Directors of the violation; however, the Board member being asked to resign shall be given an opportunity to be heard at a meeting of the Board of Directors.

Pursuant to Section V, Enforcement/Removal, subparagraph 5, and Article VIII, Section 18, Code of Conduct, by a majority vote of the SVHA Board of Directors in attendance, effective Wednesday, February 15, 2023, Mr. Downing has been found to be in violation of the Code as a result of his behavior and actions that have continued since his election to the Board of Directors.

3. On Wednesday, January 18, 2023, at the Executive meeting of the Board, Rich Downing was specifically told he was now a board member and is personally responsible for his postings and the postings of others on his Facebook page entitled: "Sunflower Village Homes Neighborhoods." After the meeting on January 18, 2023, a derogatory, inflammatory post was made on Rich's Facebook page against Chico Rodriguez. This is in direct violation of Section I, General, subparagraphs 6 & 7, of the Code (emphasis added):

6. The Board speaks with one voice. Accordingly, no Director shall make, publish, or transmit any public statements or communications regarding Association matters on behalf of the Board of Directors, whether or not such statements contain non-public or confidential information, including, without limitation, postings on social media sites, public or private bulletin boards, without the prior authorization of the Board of Directors.

7. No Board member, Officer, or volunteer shall engage in any writing or speech that defames any other member of the Board, owner, or resident of the Association.

4. On Wednesday, January 18, 2023, at the Executive Meeting, Rich Downing accused Melissa Lichtman, 2022 SVHA Treasurer of being “borderline criminal” in the management and reporting of the 2022 SVHA Budget. This is in direct violation of Section I, General, subparagraph 7, of the Code (emphasis added):

7. No Board member, Officer, or volunteer shall engage in any writing or speech that defames any other member of the Board, owner, or resident of the Association.

5. On Wednesday, January 18, 2023, General Meeting (public), Rich Downing accused SVHA board members of receiving special treatment when it comes to “damaging the clubhouse” during their personal rentals, by not having to pay a damage fee for identified damage. This discussion was started with the vicious intent to irreparably damage the image of the SVHA Board of Directors. This is in direct violation of Section I, General, subparagraphs 4 and 7, of the Code:

4. Engagement in, or facilitation of any discriminatory or harassing behavior directed toward Association employees, members, residents, Officers, Directors, owners, suppliers, contractors, agents, or clothes in the context of activities relating to the Association, is prohibited.

* * * * *

7. No Board member, Officer, or volunteer shall engage in any writing or speech that defames any other member of the Board, owner, or resident of the Association.

6. After the November 30, 2022 election and subsequent announcement of newly elected Board members. Rich Downing was elected to the SVHA Board of Directors. During the time frame between his election and the Board’s first meeting after the annual election, Rich Downing requested the balance of the SVHA Reserve fund be provided to him. Melissa Lichtman provided this confidential information to Rich Downing as a duly elected Board Member when he was told not to publish or communicate the information publicly.

He willfully disregarded these directives and instead chose to place this information on the Facebook page he administers which contains not only members of our community but also individuals who are not part of our community. This is in direct violation of Section I, General, subparagraphs 5, and Section VI, Confidentiality, Section 2, of the Code:

Section I - General

5. No Board member, Officer, or volunteer shall misuse Association information, property, or resources and shall not allow any person not by the Board of directors to have or use such information, property, or resources.

Section VI - Confidentiality.

2. No Board member, Office, or committee volunteer shall share, copy, reproduce, transmit, divulge, or otherwise disclose any confidential information related to the affairs of the Association without prior written approval y the Board of Directors.

7. On multiple occasions, Mr. Downing has engaged in intimidating conduct as well as conduct intended to disparage the character of other Board members and/or cast them in a false light to the SVHA Community of Lot Owners. These communications are a direct violation of Section I, General, subparagraphs 4 and 7, of the Code:

4. Engagement in, or facilitation of any discriminatory or harassing behavior directed toward Association employees, members, residents, Officers, Directors, owners, suppliers, contractors, agents, or clothes in the context of activities relating to the Association, is prohibited.

* * * * *

7. No Board member, Officer, or volunteer shall engage in any writing or speech that defames any other member of the Board, owner, or resident of the Association.

8. Engagement in the use of social media to bully, harass and make disparaging comments about the SVHA Board of Directors and with intent and willful disregard to the truth of statements made about others, cast them in a false light to the Lot Owners of SVHA. These communications are a direct violation of Section I, General, subparagraphs 4 and 7, of the Code:

4. Engagement in, or facilitation of any discriminatory or harassing behavior directed toward Association employees, members, residents, Officers, Directors, owners, suppliers, contractors, agents, or clothes in the context of activities relating to the Association, is prohibited.

7. No Board member, Officer, or volunteer shall engage in any writing or speech that defames any other member of the Board, owner, or resident of the Association.

9. Despite the finding by the Board of Mr. Downing's multiple violations of the Code of Conduct and Article VIII, Section 18. Code of Conduct from the SVHA Bylaws, Mr. Downing refused to resign in compliance with the Code of Conduct and the Bylaw provision requiring the resignation of any Board member found in violation of the Code of Conduct.

WHEREAS, such conduct is in direct violation of the SVHA Director's Code of Conduct and Article VIII, Section 18. Code of Conduct, of the SVHA Bylaws, exposes the Corporation to

legal liability due to inability to effectively conduct corporate business and will not be further tolerated by the Board and the SVHA community of Lot Owners; and,

WHEREAS, the SVHA Code of Conduct permits the Board to formally censure any Board member for violation of this Code of Conduct.

NOW, THEREFORE, BE IT RESOLVED: That the SVHA Board of Directors does hereby censure Director Rich Downing for serious and repeated violations of the SVHA Code of Conduct and the SVHA Bylaws, Article VIII, Section 18. Code of Conduct, and the negative impact his actions have brought upon the Board's ability to conduct business on behalf of SVHA; and

BE IT FURTHER RESOLVED: That Director Downing shall not be entitled to receive any confidential communications as a Board member due to his continued violation of the confidentiality provisions of the Code of Conduct and SVHA Bylaws

BE IT FURTHER RESOLVED: That the SVHA Board of Directors shall take all necessary steps both reasonable and as permitted by law and the SVHA governing documents to ensure the high standards of ethics required both by Michigan law and the SVHA governing documents is carried out by the Board of Directors; and

BE IT FURTHER RESOLVED: That the SVHA Board of Directors does hereby demand that Director Downing, either by himself or while acting in concert with, or directing others, cease all public actions, including any type of bullying conduct towards any of the Board members or other Lot Owners of SVHA, and conduct negatively impacting the ability of the Board to conduct business on behalf of SVHA.

Votes: 10 Affirm 0 Against 0 Abstain 1 Absent

The Board authorizes its President to sign below,

this 15th day of March 2023.

Melissa Lichtman, President

Exhibit #1

NOTICE

TO: Rich Downing
45821 Bartlett Dr.
Canton, MI 48187

Pursuant to Article VIII, Section 18 of the Sunflower Village Homes Association Bylaws, notice is hereby given that a meeting of the Board of Directors will take place on February 15, 2023 at 7 p.m. after which time the Board will convene to executive session to discuss your violation of the Sunflower Village Homes Association Amended and Restated Code of Conduct, specifically Section 1.2. and move to accept your resignation from the Board of Directors pursuant to the Sunflower Village Homes Association Bylaws, Article VIII, Section 18 and the Sunflower Village Homes Association Amended and Restated Code of Conduct.

Exhibit #2

Notice of hearing



svha <svha@sunflowercanton.com>

Wed, Feb 15, 12:24 PM



to theguywetriedtokeepofftheboard@gmail.com, Chico, Melissa, me, Khalil, turkey602007@wowway.com, ▾

Rich

This evening I will be asking for your resignation from the Sunflower Village Homes Association Board of Directors.

Please see attached.

Melissa

One attachment • Scanned by Gmail ⓘ



Rich Downing <theguywetriedtokeepofftheboard@gmail.com>

Wed, Feb 15, 1:50 PM



to svha, Chico, Melissa, me, Khalil, turkey602007, Jeff, omarhashwi, Mary, Mary, Bill, ann46587, Ann ▾

Melissa,

I will not resign. I was elected to get to the truth and right the ship.

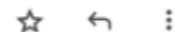
Rich

On Feb 15, 2023, at 12:24 PM, svha <svha@sunflowercanton.com> wrote:



Rich Downing <theguywetriedtokeepofftheboard@gmail.com>

Feb 15, 2023, 2:09 PM



to svha, Chico, Melissa, me, Khalil, turkey602007, Jeff, omarhashwi, Mary, Mary, Bill, ann46587, Ann ▾

Melissa,

Be advised that this action will result in me taking legal action against you personally, as well as other board members. I'm dismayed that this is the road you choose to go down, instead of telling the truth.

Rich

