

**Marquez Knolls Property Owners Association  
Board of Directors Meeting  
Wednesday, April 12, 2023  
6:00 p.m. to 8:00 p.m.**

**MINUTES**

Howard Robinson, President of the Marquez Knolls Property Owners Association (MKPOA) called the MKPOA Board meeting to order at 6:08 PM on Wednesday April 12, 2023 in the music room at St. Matthew's Episcopal Church 1031 Bienvenida Ave. Pacific Palisades, CA. 90272.

A quorum was declared with thirteen (13) newly elected Board members in attendance.

The following Board members were in attendance; Dikran Dalian, Michael Edlen, Daniel Ehrensaft, Mark Galanty (Secretary), Robert Gold (VP), Maria McKenna, Jacqueline Lee (Treasurer), Nancy Niles, Louis Martin, Howard Robinson (President), Robert Trinkkeller, Mark Rhomberg, Peter Zomber

Board Members Absent: Holly Davis, Frank Hao, Nancy Niles, Louise Martin.

Howard Robinson announced that Wayne Marcus resigned from MKPOA Board of Directors on March 29<sup>th</sup>, 2023.

Guests in attendance include Wayne Marcus, Haldis Toppel, Marc McTizic, Ben Fathi. Howard Robinson welcomed the Board members and guests in attendance.

The Board and guests introduced themselves, and shared their background: Dikran Dalian, scientist; Michael Edlen, businessman, real-estate; Daniel Ehrensaft, doctor; Mark Galanty, political consultant, real-estate investments and management; Robert Gold, real-estate development, attorney; Maria McKenna, bio-chemist; Jackie Lee, CPA; Howard Robinson, land use consultant; Robert Trinkkeller real-estate finance; Mark Rhomberg, finance, teacher; Peter Zomber, attorney; Marc Mctizic network engineer; Ben Fathi, software business.

Howard Robinson asked if any Board members wanted to suggest changes to the agenda. Peter Zomber requested that a discussion item regarding the legal status of the Board elected at the March 19, 2023 Annual Membership Meeting be placed on the agenda, given that the organization did not hold Board meetings or General Membership meetings for several years during the Covid-19 pandemic. Howard Robinson added the item under agenda item 6.

5. Approval of Minutes of Last Meeting (March 19, 2023).

**MOTION:** A motion was made by Robert Gold, seconded by Peter Zomber, to approve the March 19, 2023 Board meeting minutes (see attached). The motion was approved by unanimous vote of all Board members in attendance.

6. Organizational Items:

**MOTION:** Peter Zomber made a motion requesting that the Board obtain a legal opinion regarding whether the Board was duly elected at the March 19 Annual Membership Meeting, given there had been several years of non-activity during Covid-19 pandemic.

No other Board member seconded the motion. Howard Robinson stated the motion had died due to the lack of a second.

### 6.1 Financial Report and Adoption of 2023 Budget: Jackie Lee

A financial report was distributed (See attached document), by Treasurer Jackie Lee as a snapshot of the MKPOA financial status.

Howard Robinson summarized the report by stating at the end of 2019 we had a bank balance of approximately \$57,000, but after 3 years of operating losses, our current bank balance is now approximately \$40,000. Robert Trinkkeller mentioned that the 2023 budget shown in Jackie's report projects revenue of approx. \$15,000.00 and expenses of approx. \$19,000 this year.

Haldis Toppel distributed a suggested budget for 2023. Haldis pointed out certain expenses could be eliminated to reduce the 2023 deficit down to \$400 to \$500.

Howard Robinson asked about the difference between regular and discretionary accounts. Haldis explained that regular expenses come out of the membership fees in the general fund. Interest earned from monies obtained from a prior legal case were placed in the discretionary fund. Discretionary funds have been used for community-wide activities like PAPA, Movies in the Park, 4<sup>th</sup> of July Parade, etc.

The proposed 2023 budget includes expenses already made earlier this year, for items such as holding the Annual Membership meeting, printing a newsletter, bulk mail, postage, storage, insurance, etc.

Howard Robinson stated that he does not see a need to differentiate between a general fund and a discretionary fund, and requested the Board produce a balanced budget. There was discussion that a reserve amount should be included in the budget, to fund legal expenses or special expenses related to view blockage issues. There was general agreement.

Howard Robinson requested that the Board establish a Budget Committee to create a budget for 2023 calendar year. Board members who volunteered on the budget committee were Mark Galanty, Jackie Lee, Howard Robinson, and Michael Edlen. Haldis Toppel will also serve as an advisor to the Budget Committee. The Budget Committee will report back to the full Board at its next meeting.

There was discussion regarding the non-profit status of MKPOA. Peter Zomber thinks we have IRS status as a 501 (C)(4) or (C)(7). The Board needs to do more research into the actual designation.

Marc McTizic recommended membership fees be increased, and we would need to be clear what benefits the membership fees include. There was discussion how to increase our value by reminding members of our mission and goals, including fire safety, climate change, traffic Issues, noise, block party, etc.

Howard Robinson suggested a committee be formed to review what we can do as an organization regarding view blockage and related legal issues, without incurring personal or Board liability.

The following Board members volunteered to serve on this committee: Robert Gold, Mark Galanty, Howard Robinson, and Peter Zomber to report back to the full Board. Wayne Marcus will serve as an advisor to this committee, and the committee will seek advice from George Rosenberg.

6.2 Website: Status report. Haldis has done some preliminary work to re-establish the website. See [www.MKPOA.blogspot.com](http://www.MKPOA.blogspot.com). We will need someone to lead the further development of the website.

Haldis Toppel reported that the a [www.MKPOA.blogspot.com](http://www.MKPOA.blogspot.com) has been created, to replace the former MKPOA website, which was inadvertently lost. The website build is in progress. Haldis asked the Board to share any issues and bugs with the website. Haldis will add PayPal link to make payment for membership, donations, etc. Wayne Marcus feels the Board needs to review the FAQ questions. Wayne volunteered to review the FAQ, and make recommendations to Haldis and/or the Board.

Ben Fathi offered to help with the website, acquisition of domain names, host facility, etc.,

An Insurance Committee was established to apply for Directors and Officers insurance. Committee members are Mark Galanty, Robert Gold, and Haldis Toppel. Mark, with the help of Robert Gold and Haldis Toppel, will apply to the Alliance for Nonprofit Insurance.

6.2 Membership and Communication: Robert Gold to research services available. Michael Edlen has provided a roster of property owners for all 1263 homes in MKPOA area. [Given the time, this item was tabled for next Board meeting.](#)

6.3 Paypal: Marie McKenna currently monitoring Paypal account. Need to have a Paypal payment link on new website. Discussion of who should have Paypal login credentials. [Given the time, this item was tabled for next Board meeting.](#)

6.4 Banking: Current account at Pacific Western Bank. We have checking account and CD's. Discuss whether to stay there. Need to get new officers (Pres, VP and Treasurer) as signers.

Mark Galanty presented a draft Board motion (see attached) authorizing current Board officers, President, VP and Treasurers, as authorized signers on the bank account.

**MOTION:** Peter Zomber moved to approve the presented motion, subject to striking a reference identifying the organization as 501 (C) (3). Robert Trinkkeller seconded the motion. Unanimous approval by all Board members in attendance. (See motion document attached.)

6.5 Mailchimp: Do we have a current account? If so, do we want to continue? [Given the time, this item was tabled for next Board meeting.](#)

6.6 P.O. Box: Jackie Lee to report on current use. [Given the time, this item was tabled for next Board meeting.](#)

6.7 Directors and Officers Liability Insurance: Currently with HUB International Insurance Svc's Inc. Need to establish Board member or ad-hoc committee to review member activity, etc. Wayne Marcus has resigned from Board based on concerns over personal liability if he becomes involved with individual view blockage case(s).

With advice from the Insurance Committee, the Board will review existing General Liability insurance, and D&O Insurance to determine cost and appropriateness of coverage.

6.8 By-Laws: Confirmation of current By-Laws. Is there interest in reviewing and possibly updating the By-Laws? Given the time, this item was tabled for next Board meeting.

6.9 Membership fees: possible increase? A short discussion was held by the Board regarding a possible increase in membership fees.

6.10 Block Party: Should we re-instate the annual Block Party? Given the time, this item was tabled for next Board meeting.

6.10 Board Meetings: Establish regular meeting scheduled and location. The Board agreed to meet the 2<sup>nd</sup> Wednesday of every month at St. Matthews. Peter Zomber will ask St. Matthew's Episcopal Church for the following dates: May 10, June 14, July 12, August 9, September 13, October 11.

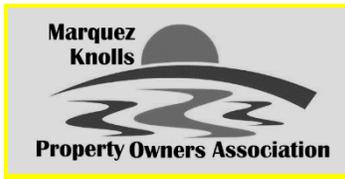
#### New Business:

7.1 View Protection: General discussion of the Board's approach to view protection

General discussion was held by the Board members regarding view protections. The Board decided to have the newly formed view protection committee look at this for a recommendation to the Board.

The Board adjourned at 8:14 PM

Minutes taken by Mark Galanty, MKPOA Secretary  
Prepared April 19,2023



**MINUTES OF THE BOARD OF DIRECTORS MEETING**

**Marquez Knolls Property Owners Association**

The Board of Directors for the Marquez Knolls Property Owners Association (MKPOA) a 501(c)3, non-profit corporation, IRS EIN 95-4538074, California State Franchise Tax Board C0360125 meet on Wednesday, April 12th, 2023 6:00 PM at 1031 Bienveneda Ave. Pacific Palisades, California. 90272:

A quorum of the Board was declared and the following officers are recognized as elected Officers:

- Howard Robinson, President**
- Robert Gold, Vice President**
- Jacqueline Lee, Treasurer**
- Mark Galanty, Secretary**

The following actions were taken by appropriate motions duly made, seconded, and adopted by Board members entitled to vote.

**1. UPDATE BANKING SIGNATURE.**

The Following Officers are hereby authorized to have signing authority on the MKPOA bank accounts at financial institutions:

- Howard Robinson, President**
- Robert Gold, Vice President**
- Jacqueline Lee, Treasurer**

**2. REMOVAL OF PRIOR AUTHORIZED SIGNERS:**

Former Board Members, if still listed, will be removed effective immediately from the MKPOA bank accounts as an authorized signer.

Following other Board business, the meeting was adjourned.

These Minutes are certified by the Marquez Knolls Property Owners Association (MKPOA)

**April 12th, 2023:**

Mark Galanty, Secretary \_\_\_\_\_

Howard Robinson, President \_\_\_\_\_

## **Board of Directors meeting minutes 03/19/2023**

**Meeting called to order at 4:30 PM**

The newly elected Board constitutes the following Directors:

1. Kidran Dalian
2. Holly Davis
3. Michael Edlen
4. Daniel Ehrensaft
5. Mark Galanty
6. Maria McKenna
7. Jackie Lee
8. Louise Martin
9. Nancy Niles
10. Howard Robinson
11. Robert Trinkkeller
12. Robert Gold
13. Mark Rhomberg
14. Peter Zomber
15. Wayne Marcus
16. Frank Hao

Attendees at first meeting:

Dikran Dalian

Michael Edlen

Daniel Ehrensaft

Mark Galanty

Jackie Lee

Louise Martin

Howard Robinson

Robert Trinkkeller

Robert Gold

Peter Zomber

Wayne Marcus

New business

Election of officers

Motion having been made and seconded for election of Mark Galanty as Secretary

Mr. Galanty was elected Secretary by unanimous vote of the Directors present at the meeting Motion having been made and seconded for election of Jackie Lee as Treasurer

Ms. Lee was elected Treasurer by unanimous vote of the Directors present at the meeting

Motion having been made and seconded for election of Robert Gold as Vice President

Mr. Gold was elected Vice President by unanimous vote of the Directors present at the meeting

Motion having been made and seconded for election of Howard Robinson as President

The election was accepted by Mr. Robinson as an interim position for a period not exceeding six months

Mr. Robinson was elected President by unanimous vote of the Directors present at the meeting

Mr. Galanty will create and distribute directory of Directors

**Next meeting**

The next meeting is planned to take on Wednesday, April 12, 2023 at 6 PM

The location of the meetings subject to change but tentatively planned for a room at St. Matthews

Meeting adjourned at 5:05 PM

[Minutes taken by Sohaila Sagheb, Esq.]