



DAVID FLOYD & ASSOCIATES, INC.

A Property Management Company

Maryland Farms Office:
104 East Park Drive, Suite 320
Brentwood, TN 37027
Office: (615) 297-2824

July 10, 2018

Brentwood Villa Owners
Brentwood, TN 37027

Re: Amendment to Governing Documents regarding Rental Units & Updates

Dear Brentwood Villa Owners,

Please find the attached proposed amendment to your documents which requires new purchasers to reside in the home for at least two (2) years, before renting. This will help to eliminate corporations and entities from buying condominiums within your development for the purpose of renting them. Further, this will promote higher property values as the numbers of owner/occupants will grow. This amendment does NOT pertain to any existing owners who are investors nor does it pertain to any existing owners who are owner occupants as they are grandfathered. Please be sure to vote. We ask that you remember to have your ballot notarized and returned to a Board Member or to the management company at the address on our letterhead no later than August 8, 2018.

Updates:

Pool: New Pool Furniture, tables, and umbrellas have been purchased and placed at the pool along with planters and boxwoods. Based on your feedback, the Board has decided to wait until after the Labor Day Wkd to complete the resurfacing of the pool's interior and the installation of the new tile.

Landscaping: Several quotes have been obtained for a new grounds care company and an announcement will be coming soon. A 3rd party contractor was recently hired to trim the shrubs.

Roofs/Chimneys: Plans are in place to have all chimneys repaired and tarps removed by 8/31/18 with a 2 week buffer for weather related issues being 9/15/18. Several gutters will have to be re-worked as several have been found to be inadequate for the amount of volume that is coming off of the roofs.

Foundations: We've inspected several units with reported foundation issues and have received reports from the Engineer. Foundations will be repaired on a priority basis and as budgetary constraints allow. Each owner having a foundation issue, which has already been inspected, will be provided a copy of the engineering report along with any plan of action and estimated completion date by 7/31/18.

Decks: We've inspected several units with safety or construction related issues and have received reports from the Engineer. Decks will be repaired on a priority basis and as budgetary constraints allow. Each owner having a deck issue, which has already been inspected, will be provided a copy of the engineering report along with any plan of action and estimated completion date by 7/31/18.

New Projects & Plans: We are working on obtaining proposals for the following items in order to be able to adequately plan for future goals and accomplishments as follows:

- Possibly installing gates at the Entrance
- New Paving throughout the property
- Exploring additional Parking
- Painting the Tennis Court Fencing
- New lighting at entrance circular bed
- Repairing/Replacing the deck at the Clubhouse

Website/ Email Address & Follow-Up Communication: We want to reiterate our commitment to serving each of the owners and residents of Brentwood Villa HOA. We recognize that you need quicker response time and better communication!

If you've not already done so, please be sure to visit the website at www.brentwoodvillacondos.com. Please remember to REGISTER. Once approved, you'll have access to the minutes (attached), financials, and other information which is not on the "public" side of the website. Also, please email us with any issues or concerns at brentwoodvillacondos@gmail.com. In most instances, your emails will be returned by the following business day. If you do not have access to email, please call us at 615-297-2824 and we will do our best to return your call by the following business day.

Many of the items that we've (and your Board of Directors) been asked to address or "fix" , involve issues and concerns which have been ongoing for some time, some of which go back for a number of years. It is our goal to address all items professionally, and to try to solve problems with long term results instead of short-term fixes. Thanks for your patience and understanding in these matters as we work to maximize the value for every dollar that is spent on behalf of your HOA.

We will keep you informed and updated as pertains to your home and investment in Brentwood Villa Condominiums and appreciate the opportunity to serve you!

Sincerely,

David A. Floyd, Jr.

David A. Floyd, Jr., President
DAVID FLOYD & ASSOCIATES, INC.

THIS INSTRUMENT PREPARED BY:
Ortale Kelley Law Firm (RCH)
330 Commerce Street, Suite 110
P. O. Box 198985
Nashville, Tennessee 37201

**FIFTH AMENDMENT TO
MASTER DEED ESTABLISHING BRENTWOOD
VILLA CONDOMINIUM**

THIS FIFTH AMENDMENT (“Second Amendment”) TO MASTER DEED ESTABLISHING BRENTWOOD VILLA CONDOMINIUM made this the 8th day of August, 2018, on behalf of the Members of the Brentwood Villa Condominium Association, Inc. (the “Association”).

WITNESSETH:

WHEREAS, Radnor/Nashville Corporation, (“Declarant”) recorded the Master Deed establishing Brentwood Villa Condominium Association, Inc., of record in Book 6923, Page 943, in the Register’s Office for Davidson County, Tennessee (the “Register’s Office”); as amended by the First Amendment to Master Deed Establishing Brentwood Villa Condominium (“First Declaration Amendment”) of record in Book 7035, Page 115, as amended by the Second Amendment to Master Deed Establishing Brentwood Villa Condominium (“Second Declaration Amendment”) of record in Book 7101, Page 730, as amended by the Third Amendment to Master Deed Establishing Brentwood Villa Condominium (“Third Declaration Amendment”) in Book 7266, Page 84, as amended by the Fourth Amendment to Master Deed Establishing Brentwood Villa Condominium (“Fourth Declaration Amendment”) of record in Book 7423, Page 574, all of record in said Register’s Office (collectively referred to herein as the “Master Deed”); and

WHEREAS, Paragraph 21 of the Master Deed provides for amendment of the Master Deed by the approval of sixty-seven percent (67%) of the votes of the Association membership along with the approval of the Association’s Board of Directors; and

WHEREAS, members holding sixty-seven percent (67%) of the votes in the Association have approved this Amendment; and

WHEREAS, the Board of Directors has approved this Amendment; and

WHEREAS, the provisions within the paragraphs of this Fifth Amendment shall be incorporated into the Master Deed by reference and shall have legally binding effect as to any Unit Owner, as defined under Section 3 of the Master Deed, with any interest, whether legal, equitable or otherwise, in the Development upon recordation of this Fifth Amendment in said Register’s Office.

NOW WHEREFORE, the Master Deed Establishing Brentwood Villa Condominium is hereby amended as follows:

1. Section 14 of the Master Deed shall be amended by adding the following new section at the end of said article:

(g) Leasing of a Unit by a Unit Owner is permitted, provided that the Unit Owner has owned the Unit for a period of at least two (2) years. The terms set out in this Section 14(g) shall not apply to validly executed leases in effect on the date this Fifth Amendment is filed. Under this circumstance, the existing leasing of the Unit will be allowed to continue until either the existing lease term ends or the lease is legally terminated. Immediately upon the occurrence of either of these events, the lease restrictions set forth in this Section 14(g) shall be applied in full force and effect on the Unit.

2. This Amendment shall take effect and be applied prospectively as of the date that it is recorded in the Register's Office for Davidson County, Tennessee.

3. All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Master Deed.

4. All other provisions of the Master Deed, and any exhibits thereto, not heretofore amended shall remain in full force and effect.

[SIGNATURE PAGE TO FOLLOW]

**BALLOT
FOR
BRENTWOOD VILLA CONDOMINIUM ASSOCIATION, INC.
August 8, 2018**

Proposed Resolution with Proposed Action: This ballot is being submitted to the Members of Brentwood Villa Condominium Association, Inc. (the "Association") for a vote on whether to approve the Fifth Amendment to the Master Deed Establishing Brentwood Villa Condominium ("Master Deed"), to restrict leasing of Units as more clearly described in the proposed Fifth Amendment, attached hereto.

However, in order to amend the Master Deed, Paragraph 21 of the Master Deed requires at least sixty-seven percent (67%) of the votes of the Association. In light of the foregoing, the Secretary submits the proposed ballot to the Members of the Association to vote on the proposed action as set forth below:

Vote Case: I hereby cast a ballot:

- _____ **FOR:** Amending the Master Deed, to restrict the leasing of Units.
- _____ **AGAINST:** Amending the Master Deed, to restrict the leasing of Units.
- _____ **ABSTAIN:** Amending the Master Deed, to restrict the leasing of Units.

Ballot Information:

1. Pursuant to T. C. A. § 48-57-108, this action may be voted on without a meeting by ballot.
2. Members are entitled to vote by mail or hand-delivery for or against this proposal.
3. Number of ballots required to be cast to carry the vote: Twenty-five (25%) of the votes of the Association.
4. Number of votes received needed to carry the vote: Sixty-seven percent (67%) of the votes of the Association.
5. The date on or before which all votes must be received: August 8, 2018.
6. The location for all votes to be mailed or hand delivered:

Brentwood Villa Condominium Association, Inc.
104 East Park Drive
Brentwood, TN 37027
ATTN: David Floyd, Jr.

7. This Ballot must be notarized.

This written Ballot shall not be effective unless delivered on or before August 8, 2018.

I, the below Member(s) of Brentwood Villa Condominium Association, Inc., and being a member in good standing, hereby submit my Ballot:

Please print & sign your name and print your address below:

Please Print Name

Address

Signature

Date

NOTARY

STATE OF TENNESSEE)
DAVIDSON COUNTY)

Before me, the undersigned, a Notary Public in and for State and County aforesaid, personally appeared _____ [OWNER'S NAME], with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, executed the foregoing instrument for the purposes therein contained.

Given under my hand and official seal of office this _____ day of _____, 2018.

Notary Public
[NOTARIAL SEAL]
My Commission Expires:

**BRENTWOOD VILLA CONDOMINIUM ASSOCIATION
BOARD OF DIRECTORS
BOARD MEETING MINUTES**

**WEDNESDAY, MARCH 7, 2018
6:00 PM CST**

Attendance:

Board Members Present: Barbara Evans, Scott Mays, Ed Samuel, David Clayton, Kathleen Dixon.

Management Company Present: David Floyd.

Community Members Present: Debbie Holliday; Bill Porter; Rebecca Merritt.

Call to Order:

President Barbara Evans called the meeting to order at 6:00pm.

Public Session:

1. Community Concerns:

a. Bill Porter:

Community Member Bill Porter requested to discuss Board Member David Clayton. First, Community Member Porter stated that Board Member Clayton is a good neighbor. Notwithstanding this, Community Member Porter stated that a disturbing situation has been developing over the last year or so, as it relates to Board Member Clayton. Community Member Porter expressed concern that in or about the summer of 2017, the Board started to become divided. Observed examples of division included rising tempers in Board meetings, divisive behavior, and fighting between Board members. Community Member Porter expressed disapproval of the letter sent by Board Member Clayton in December of 2017 and that Board Member Clayton did not attend the annual meeting. Community Member Porter requested one of three things from Board Member Clayton: 1) Board Member Clayton submit a resignation from the Board; 2) the Board have the Community vote on whether to retain Board Member Clayton as a Board Member; or 3) Board Member Clayton apologize to President Barbara Evans, Treasurer Scott Mays, the Board and the Community.

In response, Board Member Clayton apologized to the Community, to anyone offended by the letter, and to President Evans and Treasurer Mays.

It was agreed by all members of the Board that no individual member of the Board shall individually send letters to the community.

At this time, the members of the community were dismissed, and the Board entered into Executive Session.

Executive Session:

1. Reading and Approval of Board Meeting Minutes of February 7, 2018:

A reading of the minutes was waived. President Evans moved to adopt the minutes. This motion was seconded by Secretary Kathleen Dixon.

Board Member Clayton objected to portion of the minutes pertaining to repairs due to foundation damage. Board Member Clayton referenced prior discussions he had with Jack Welch, the Attorney for Synergy Real Estate Group. Board Member Clayton further expressed an opinion that it is abnormal for an HOA to cover damage caused by lifting a foundation. It was discussed that the Board does not want to rely on the advice of Synergy's attorney, and a third party opinion was needed.

President Evans called for a vote on the minutes. President Evans, Secretary Dixon, Treasurer Mays, and Board Member Ed Samuel voted in favor of the minutes. Board Member Clayton did not vote. The minutes of the Board Meeting of February 7, 2018, were adopted.

1. Reports of the Officers:

- a. Barbara Evans, President:
President Evans did not have a report.
- b. Kathleen Dixon, Secretary:
Secretary Dixon did not have a report.
- c. Scott Mays, Treasurer:
Treasurer Mays did not have a report.

2. Nextdoor.com Letter:

It was previously discussed that considering Community Member Amy Steinhouse's refusal to deactivate the unauthorized account she created in the name of the Association, the Board resolved to post a letter on the site indicating that it is unsanctioned, unsecure, and will no longer be an acceptable means by which community members can engage the Board. Such letter was presented for approval at the next Board Meeting. A vote was called to send the presented letter to the community as well as posted on the unsanctioned website. A vote in favor of the letter was unanimous. A copy of the letter is attached hereto as Exhibit 1.

3. Proposed Bylaws Amendment:

Secretary Dixon submitted the proposed amendment to the Bylaws to account for and limit non-owner occupancy in the Community. Secretary Dixon asked if the Board thought a definitions section would be needed for the proposed amendment; the Board did not think a definitions section was necessary. A vote was called on moving forward with the proposed amendment. A vote in favor of the proposed amendment was unanimous. The Board discussed moving forward with presenting the proposed amendment to the Community in order to move forward with amending the Bylaws. A copy of the proposed amendment is attached hereto as Exhibit 2.

4. Landscaping:

Manager David Floyd stated he received bids for new landscaping companies. Manager Floyd stated Sunrise appeared to be the lowest cost, and is an equal or better service provider than any of the other companies. President Evans requested a spreadsheet analyzing the bids before the Board can discuss or vote on the landscaping bids.

5. Garbage:

Manager Floyd indicated the current landscaping company also handles garbage pickup for the Community. He plans to get bids for garbage pickup, in the event our present service provider cancels our services when we discontinue our landscaping contract with the service provider.

6. Roofing:
Manager Floyd stated independent roofers are coming out to survey the roofs on March 19, 2018, at 11:00 am. Manager Floyd reported Tim Leeper Roofing welcomed the second opinion.
7. Foundations:
Manager Floyd advised inspectors will be looking at Glenstone 200-214 sometime in the next few weeks.
8. Financials:
Manager Floyd reported the financials are done, the tax return is ready to file. The only remaining issue left to settle for the 2017 financials involves checks requested by Synergy. Manager Floyd reported the deficits in the budget reported by Synergy, including \$10,000 and \$2,000 amounts owed to Synergy, are inaccurate. By Manager Floyd's calculations, the inaccuracies in Synergy's reporting reduces the Association's 2017 Net Loss by \$14,000.
9. Lighting:
President Evans requested to speak regarding the lighting project. She stated that the lighting project with HIS was unanimously approved by the Board. She asserted that HSI did a great job on the project. She further stated that Contract Properties, a company in the same family of companies as Synergy, came onto Brentwood Villa property, removed HSI property and damaged work that had been done. She further stated that Contract Properties re-trenched across the front of the community, and such has damaged all the new lighting across the community.

Treasurer Mays stated that HSI recognizes the present issues, and that they were all caused by this re-trenching. He averred that HSI is coming out again to try to fix that which Contract Properties broke, without billing Brentwood Villa. President Evans stated that the letter that went out to the community did not fully address the situation, and the problems are not the cause of HSI. Treasurer Mays indicated that HSI projected a substantially lower price than any other vendor and lost money on the project at Brentwood Villa.
10. Pool:
Board resolved to open the pool Memorial Day Weekend. The Board discussed the need to purchase the second half of the pool furniture and planters. The Board discussed the possibility of resurfacing the pool and power washing in the future.
11. Fine Rules:
The Board discussed there is not a fine schedule in place. President Evans volunteered to put together a resolution for introducing a fine schedule for the Community.
12. Reporting:
Manager Floyd agreed to provide the following reports to the Board on a monthly basis: roofing, structural, lighting, repairs, miscellaneous. Manager Floyd will also provide a synopsis of community issues to the group each month, including, but not limited to, emails received, phone calls received, maintenance requests, resolutions of matter, and other community related matters.
13. Parking Stickers:
Treasurer Mays asked what are we trying to fix with parking stickers? Treasurer Mays expressed that there needs to be an issue we are seeking to fix before moving forward with this project. Secretary Dixon agreed with Treasurer Mays' position, and also stated that she had not noticed a shortage in parking which would necessitate tracking Community parking. Treasurer Mays suggested the only shortage he had noticed was on Stonebrook Drive, and proposed adding

parking between Villa View and Stonebrook. President Evans noted she thinks the penalty for parking violations is towing. Secretary Dixon suggested that imposing parking limitations within the non-assigned parking spots is not in the best interests of the Community Members. Treasurer Mays suggested the solution to the problem would be found in alleviating the congestion on Stonebrook. Manager Floyd stated he will look into estimated costs for overflow parking, and will also send letters to Community Members with multiple cars.

14. Gating the Community:

The Board discussed gating access to the Community. The need for such is growing as a car was stolen on Upper Glenstone on March 6, 2018 and development on either side of the Community could create additional traffic. The Board resolved to look further into this for 2019.

There was no other business to address at the meeting of the Board.

Next Meeting:

The next regular meeting was scheduled to be held April 4, 2018.

President Evans moved to adjourn. Member Samuels seconded. The meeting was adjourned at 7:31pm.

Adjournment.

**Brentwood Villa HOA
Board of Directors Meeting
Minutes
April 4, 2018 - Clubhouse**

Barbara Evans called the meeting order at 6:00 p.m. In addition to Barbara, Board Members Scott Mays, Ed Samuel, David Clayton, and David Floyd (Mgr) were present.

The March minutes were not available at this time. Barbara recognized the owners in attendance.

Other Business:

- All previously submitted estimates have been requested from USS and all work performed by them in 2017-18 has also been requested.
- Garman Engineering has agreed to conduct building inspections related to foundation issues. This will be scheduled by buildings, not by units. Currently, there are four (4) known buildings affected.
- A 3rd Party Roofer has come to the property and thinks the chimneys can be sealed to stop water penetration. An engineer will be asked to render a 3rd party opinion as well.
- David reported that an emergency electrical repair was made to meters and it was coordinated by his firm, NES, and Electrical Works, LLC.
- The Board requested that a letter be sent to Mr. Swope advising that the HOA is not in favor of the proposed development as it doesn't have advantages for the HOA and the problems outweigh any advantages.
- The minutes from January and February were sent to all owners of record via US mail.
- The website remains under development.
- David reported that the best bidder, Sunrise of Nashville, Inc. can start on July 1, 2018 to provide the landscaping services for the HOA. David will further investigate the bids.
- A quote from Gutter Kings will be obtained to clean the gutters. David has used this company many times and they do an excellent job at a good price.
- The plastic chair in front of the clubhouse will be removed. The pothole will be fixed.
- David will obtain the written instrument from Wigger to do the amendment regarding rentals.
- David noted that his firm will have the CPA prepare and file the Fed Tax Return 1120-H at the expense of DF&A, Inc.

ADJOURNMENT: The meeting adjourned at 6:49 p.m.

**BRENTWOOD VILLA CONDOMINIUM ASSOCIATION
BOARD OF DIRECTORS
MAY 2018 BOARD MEETING MINUTES**

**WEDNESDAY, MAY 2, 2018
6:00 PM CST**

Attendance:

Board Members Present: Barbara Evans, Scott Mays, Ed Samuel, David Clayton, Kathleen Dixon.

Management Company Present: David Floyd.

Community Members Present: Bill Porter; Rebecca Merritt; Barbara Johnson; Carrie McGaughey; Miki Green; Jimmy Brashares.

Call to Order:

President Barbara Evans called the meeting to order at 6:00pm.

Public Session:

1. Community Concerns:

a. Barbara Johnson: Please See Exhibit 1.

2. Notice from the Board regarding Open Session:

Considering the number and manner of the questions submitted for the February and May Board meetings by certain community members have been seen as abusive of the Board's new movement toward transparency, going forward, the Board requests questions need to be kept to a reasonable subject matter, length, and number in order to enable all members of the Community to have time for questions and/or discussion during open session. Should the Board continue to receive requests in this manner, it will take further action to curtail any such abusive practices.

At this time, the members of the community were dismissed, and the Board entered into Executive Session.

Executive Session:

1. Foundations:

The Board discussed that as many foundations will be assessed and fixed without exceeding the budget, with the worst being addressed first. Foundation review will be started the week of May 7, 2018, and as many will be assessed as possible. Manager David Floyd is attempting to obtain information about foundation work which was completed in 2016 and 2017.

1. Gutters:

The worst will be fixed first. Goal is to stop leaking before fixing interior damage.

2. Chimney Seal:

Manager Floyd recommended allowing the roofing company to seal a selection of chimneys at their cost in order to determine whether the practice would be beneficial for the Community, with a test period of 3-6 months. If it was determined the practice would benefit the Community, then the Board would pay for the remaining chimneys to be sealed. The Board voted unanimously in favor of this recommendation.

3. Pool:

Treasurer Scott Mays updated the pool lights are being put on a timer to be lit from 7:00-10:00pm.

Manager Floyd updated the expansion joint is a nominal amount to fix. Moving forward to have this updated.

Discussion was held on replastering vs. repainting the pool. The Board resolved that more quotes for price of services were needed before moving forward with a vote.

Treasurer Mays reported he obtained pricing to purchase the remaining pool furniture, which would cost approximately \$13,900 for four tables with four chairs each, four additional chairs, and 12 side tables. Treasurer Mays moved for a vote to approve the purchase in this amount. Secretary Dixon asked if there was a line in the budget for betterment expenses such as purchase of new furniture. It was determined there is not a specified line in the budget. The Board discussed whether the purchase was in the best interests of the community. Board Member Clayton stated he believed amounts spent on items such as pool furniture is the best way to spend money, since it would benefit the whole community. Secretary Dixon indicated she would like to see specific budgeting for such purposes. A vote was held, President Evans, Treasurer Mays, Board Members Samuel and Clayton voted in favor, Secretary Dixon voted against. The motion to purchase pool furniture in the amount of \$13,900 was approved.

4. Landscaping:

Treasurer Mays moved for a vote to approve Sunrise as the new landscaping company for the Community. Secretary Kathleen Dixon abstained as she had not seen the details as she was absent from the April Board Meeting. President Evans, Board Member David Clayton, and Board Member Ed Samuel voted in favor of Treasurer Mays's motion. The motion to hire Sunrise as the landscaping company was approved.

5. Working Capital Fee for Sale:

President Evans motioned to approve, Board Member Samuel seconded. The Board vote was unanimous.

6. Fining:

The new schedule of fines and other documents were posted on the website. Creation of a fining matrix to capture which units have been fined and how many times is in process.

7. HOA Dues Delinquencies:

Manager Floyd reported success in working with several community members to bring their dues delinquencies current. One unit in the community was reported to have a delinquency in excess of \$18,000, with the homeowner in arrears on her payment plan. It was discussed that the Board's attorney should be engaged to research next steps in pursuit of judicial foreclosure or other means of recovery.

UPDATE: On May 15, 2018, Manager Floyd emailed the Board with specific on moving forward with judicial foreclosure on the unit owing over \$18,000 in past HOA dues. The Board held a vote via email. President Evans, Secretary Dixon, Treasurer Mays, and Board Member Clayton voted in favor of moving forward with judicial foreclosure.

8. **2019 Projects:**

The Board discussed important project for 2019. It was determined the Board's primary objectives for 2019 would be to gate the Community and add additional parking spaces between Stonebrook and Villa View.

There was no other business to address at the meeting of the Board.

Next Meeting:

The next regular meeting was scheduled to be held June 6, 2018.

President Evans moved to adjourn. Member Samuels seconded. The meeting was adjourned at 7:23pm.

Adjournment.