

Hill Pond on Spring Creek (Wallenberg Dr.) HOA Board of Directors

Meeting Minutes

**Thursday, March 8, 2018 – at 1829 Wallenberg Drive
Chaired by Mary Catherine Murphy – current HOA President**

Quorum Established & Meeting Called to Order

Meeting was called to order by President Mary Catherine Murphy

Board Members Present: Mary Catherine Murphy, Rick Hoffman, Carrie Eagan, Jeff Eagan, Sam Cooper,
Lee Cooper, Julie Savidge

Other HOA Members Present: Dave Dornan.

Approval of Minutes

Minutes from the Jan. 3, 2018 HOA meeting had been reviewed & approved through electronic communication prior to posting on website.

Business completed during interim since last meeting

- 1) The previously authorized committee (Dave Dornan, Rick Hoffman, & Mary Catherine Murphy) met with Attorney Pete Dauster on Jan. 19, 2018. (Tom Siebert or Julie Savidge was unable to attend, & the Board authorized Mary Catherine Murphy to go in their place.) Following are notable components of that meeting.
 - a) After discussion and clarifying the process, timeline, and cost, the committee authorized Mr. Dauster to go ahead and draft the RGP's for our HOA Board to review.
 - b) Mr. Dauster briefly reviewed the Board's suggested amendments to the Bylaws (See Board meeting minutes from 10/4/2017) and gave input on legal requirements, suggested wording, etc
 - c) Mr. Dauster was also asked whether we need to amend our current Declaration of Covenants, Conditions and Restrictions (CC&Rs). Initially, he said he didn't think changes were necessary but would look at them more closely. After thorough review, he sent an email on Jan. 29th, recommending a complete revision & restatement of our covenants. (It was originated in 1984, and many parts of it are now either non-applicable, obsolete, or not in compliance with state law.) An estimate of \$2500 to \$4000 was given for the total cost to complete this (including contacting all mortgagees.) He did recommend getting an informal "straw vote" of the HOA members for approval on this before spending money to proceed with CC& R amendments because to amend CC&R's requires a 75% approval of HOA members as well as 75% of mortgagees.
 - d) In regard to questions about the logical order of updating our documents, Mr. Dauster recommended first adopting the legally required RGP's as soon as possible. Then the By-law & CC&R amendments could be addressed.
- 2) A letter & form was sent out by Bonnie Helgeson to all HOA members notifying them of the need to get written authorization for email addresses &/or phone numbers to be included on future neighborhood rosters that are given out to all members. Bonnie Helgeson is collecting these to give to the Board & provide an updated roster.
- 3) It was discovered that our 2008 Amended By-laws do not have a record of being voted on for passage, & no signed or notarized copy could be found. Therefore, it is very possible that these are legally not in force for our HOA. This could be remedied as we pursue further amendments to the By-laws & include those intended 2008 amendments in our 2018 vote as well.
- 4) Dave Dornan was asked to prepare a Power Point presentation describing the structure & laws governing our HOA and how these relate to the CC&R's, Articles of Incorporation, Bylaws, & RGP's. This will be presented at our annual HOA meeting in May to give understanding to all HOA members regarding these matters in preparation for voting on Bylaw amendments, electing new Board members, etc.

New Business

- 1) Dave Dornan's Power Point was reviewed by the Board, & suggestions were made for fine tuning it for the May HOA meeting.
- 2) Monday, March 26th, 2018 – 6pm at the Cooper's home (1829 Wallenberg Dr) was set for official HOA Board review, discussion, & vote on the adoption of the newly drafted proposed RGP's. The Board plans to give all HOA members a copy of the RGPs being considered prior to this meeting. Members will be invited to attend this meeting, ask questions or make comments in person (or give written comments to the Board) to be considered prior to the Board's official vote.
- 3) Rick Hoffman reported he is looking into venues for our annual HOA meeting in May. A possible date was suggested as Wednesday, May 23, 2018 if a venue is available. It was discussed that it will be very important to get as many members as possible to attend this meeting. We all need to be on the same page with understanding regarding the workings of our HOA, and a vote of possible By-law amendments would be taking place at that time.
- 4) After discussion on By-laws amendments, Rick Hoffman made a motion to authorize Mr. Dauster to revise our HOA By-laws based on input the Board has given and any legal stipulations/requirements necessary to bring them into compliance with state law. (Mr. Dauster has given a \$500 cost to this project.) The motion was seconded by Lee Cooper and unanimously approved by vote. After receiving these suggested amendments from Mr. Dauster, the Board will review, finalize, & bring them to the HOA membership for vote at our annual meeting in May.
- 5) Julie Savidge asked for a review of what the Board has already spent for lawyer fees for consults & RGP drafting so far. It was not clear what that total was, but Mary Catherine said she would look into that & update the Board on this matter. Related to this, Julie Savidge offered to get another attorney's estimate for cost to revise our CC&Rs.

Future Plans

Board members will review the RGP draft prior to the Mar. 25th meeting.

Adjournment

It was moved (Jeff Eagan), seconded (Lee Cooper), & passed by vote to adjourn the meeting.