



**Silver Springs Master Association Meeting
Monday, August 18, 2008, 7-8:30 PM
At the Silver Willow Lake Park**

Board Members In Attendance: 1) Michael Winer (SSSFHOA/MA Pres), 2) Anthony Sands (Quail Meadows Condos), 3) Nancy Samson (Quail Meadows II), 4) Jane Hamilton (Park Place), 5) Rosemary Craighill (Meadow Wild), 6) Isa Wright (WBW), 7) Allen Durfee (Ptarmigan), 8) Jane Washington (NS), 9) Tim Sattelmieer (SM)

Board Members not present: 1) Stan Kanarowski (SShore), 2) Mark Rasmussen (WBE), 3) Whit Logan (Meadow Spring Homes), 4) Phil Tisovec (Silver Meadows). 5) Brenda Lake Manager for WBE.

General Members In Attendance: Les Carriel (SSSF), Steve Hogroian (QM-II), Lucy Archer (SSSF), Clay Archer (SSSF), Eric Fraleigh (NS), Attorney Jeff Nielsen (PP), Karen Nielson (PP), Nancy Sherman Stanislaw (PP), Ron Duyker, Robyn Bailey.

Michael Winer conducting:

AGENDA:

1) President/ Board Role and Functions:

1990 Master HOA Articles of Incorporation:

**“ARTICLE III
CORPORATE PURPOSES”**

The general purposes and objectives for which this corporation is organized are to provide an organization which can: (1) hold title to, lease, and acquire easements or other rights of use with regard to specific parcels of real property which are to be used as common recreational areas for all homeowners associations which are members of the Silver Springs Master Homeowners Association; (2) manage those common recreational areas for the benefit of its members; (3) provide a forum for discussion of economic, development, and other areas of interest common to its members; and (4) exercise such authority as is lawful and appropriate for a non-profit association of homeowners for the common good and benefit of its members and **all** owners of property within the Silver Springs Subdivision at Snyderville, Summit County, Utah.

In addition, the corporation is authorized and directed to generate sufficient funds for the maintenance of the common properties by levying fees and assessments against the homeowners and guaranteeing the payment of such by liens, actions at law and such other legal or equitable remedies against the individual properties or the owners thereof.”

A) Meeting and Agenda Protocol:

1990 MA HOA By-Laws:

” ARTICLE XI
ASSOCIATION RULES

The Board of Trustees shall have the power to adopt and establish, by resolution, such common recreational area management and operational rules and regulations as it may deem necessary for the maintenance, operation management, and control of the Association, and the Board of Trustees may from time to time, by resolution, alter, amend, and repeal such rules and regulations. Member shall at all times obey such rules and regulations and do their best efforts to see that they are faithfully observed by their tenants and the persons over whom they have or may exercise control supervision. Copies of all rules and regulations adopted by the Board of Trustees shall be presented at the annual meeting or mailed or delivered to all Members at least ten (10) days prior to the effective date thereof. (See Attachment.)”

B) Board of Trustees/Voting Members discuss agenda items:

Michael asked the Trustees to move to a separate table to make agenda items discussion easier.

C) Last 10 minutes of this meeting are to be devoted to questions and comments from the General Members present, with a 3 minute per issue/person limit.

2) By-Laws:

Attorney Jim Kennicott has provided a boiler plate set of By-Laws that he had from another association. It was noted that Item 9 Rental or Lease of Units by Owners, did not fit the MA HOA situation. Michael asked why Ron and Anthony asked the attorney to provide a new set of By-Laws when the MA already had a set that had been specifically drawn for our Association in 1990 and that were posted online. Since the MA already has By-Laws why should the MA pay for another set. Ron and Anthony said that the 1990 By-Laws had not been recorded so they were not “legal”. Ron had asked Allen Durfee to contact Mike Barnes regarding the early MA documents. Mike Barnes said he had not recorded the docs. In July Lucy had spoken to Mike Barnes (Trend Properties 649-1980) who told her that he personally had not recorded the MA docs but that the attorney, Scott C. Welling, or early MA boards might have recorded them. Lucy had also spoken to Scott Welling (649-8406) who told her he did not think his office had recorded the MA docs but the first MA boards may have. Scott gave to Lucy his entire file on Silver Springs which included copies of the 1990 By-Laws and Articles (showing signatures and notary seals), as he had acted as the Silver Springs HOA attorney for eight or ten years from 1982 forward. Scott said that around ten years ago his office computer had crashed and many documents and notes had been lost. Scott Welling also told Lucy that

the MA docs were in full force and effect even if they had not been recorded. Recordation of documents is a means to publish, make available, and give public notice that they exist. Scott also told Lucy that though the Articles had been signed by two parties of three listed, that they were in effect as a majority of the executive officers had signed them. Also as a public document regulating a non-profit organization what was most important was that rules and organization had been established as was required by the State Law regulating HOA's –The 1975 Condominium Act. Otherwise, if the MA did not have By-Laws they would have no authority to meet as a Board; regulate the common areas; assess fees from the 504 property owners; etc. The Articles and By-Laws provided the organization and the authority. Before Lucy could complete the above message Ron Duyker turned to her and with finger extended pointed to her and told her she was not a MA Board member and therefore had no right to insert this information into the meeting. Ron directed Lucy to shut up and save her comments for the end of the meeting when public comment was allowed.

Ron and Anthony then continued to argue that the Articles and By-Laws were not legal because they had not been recorded. Lucy could have added something at this point but was still smarting from Ron's rebuke. The Board went back and forth for eight or nine minutes about whether or not the docs were in effect or not and whether recording them was required to make them "legal". At last Michael said that it did not make sense to start over again with new docs so the MA would use the ones that had been posted on the www.silverspringshoa.org website. That he would like someone to provide him with copies to study.

3). Communication with Attorney:

Michael then made a motion that from now on only the MA President was to contact or make requests of attorneys. Members were acting without Board authority and were racking up high legal counsel costs. All voted in the affirmative.

4) Water in Creek/Lake Issue:

Jane Washington, NorthShore President, and Creekstone Court resident, would like to see the water flow from the lake to be evenly distributed from the west and east outlets. The water flow along Parcel "A" appears to be higher than the flow along Parcel "T" that passes next to NSS Lot 45 and her NSS-Lot 46. Jane would like to see the flow along Parcel "T" increased to the levels she enjoyed when she first moved to NorthShore. Jane said her son could float on an inner tube in the creek water. Now the flow is so diminished that it is nearly stagnant and a mosquito breeding ground.

(Lucy inspected and photographed the area. Both waterways are clogged with weeds and cattails all along the creek bed. Who does the creek bed belong to? NorthShore or the MA? Either way the vegetation is hampering not only water flow but also fish spawning. See <http://www.silverspringshoa.org/master-association/ma-common-area-parcels/parcel-a/> and See: <http://www.silverspringshoa.org/master-association/ma-common-area-parcels/parcel-t/>. Lucy has photos of this entire area. Will post when time allows.)

Les Carriel and Eric Fraleigh, Water Committee members, met with Jane earlier this month regarding her request. Les will look into the situation and report on the potential

cost and consequences of changing the lake flow.

Allen Durfee then commented that there are three creeks around Ptarmigan and that subdivision also has flow concerns but of a different nature that does not involve flow from the Silver Willow Lake.

Nancy Samson then wanted to know who is financially responsible and has ownership rights to the creek between her units at Quail Meadows II and the Quail Meadows Condos. Nancy told the MA Board that those two subdivision boards had allocated \$2,400 [something in that range] from their reserves to clean out water-logged basketballs, water bottles, weeds, and much other debris from the creek because the flow had been hampered and was an eyesore.

Matt Lindon (SSSF) works in the State Water Engineer's office and advised that his office is handling so many requests for water and the short supply issues that he feels that if the MA requests that the creek be cleaned out by the State the response could be to shut down the flow through Silver Springs Community all together.

There is much that the MA does not know about which of the many waterways and parcels belong to the Community. Which belong to the twelve individual subdivisions, which are waterways and should be cleared and maintained by the MA, etc.? The Board discussed that they were not sure how to proceed. Lucy piped in that she had done quite a bite of work on this principal duty. On the www.silverspringshoa.org website there is a list of over 26 parcels in the Silver Springs Community. Some have been deeded to the MA, some are waterways with water rights held by Mountain Regional Water, some have Property or Tax I.D. numbers, other do not. The website has an inventory, but it is a work in progress. Each parcel on the website list has a link to a web page for each individual parcel. The web page includes a description, a map indicating the location of the parcel, and photos of the parcel.

At this point Ron volunteered to make a list of which parcels were part of the MA and which were not. In other words to duplicate the work already on the website. It would be better to collaborate to augment what has already been done but that is out of the question as Ron wields much animosity toward Lucy and all her contributions to the MA.

The discussion then turned to how to fairly assess for the Silver Willow Lake maintenance and insurance. Ron said that the 2005 Amendment to the Dev-HOA agreement regarding a tiered system of assessments had been written by attorney Dave Johnson and signed by ten of the twelve subdivisions in our Community. One of the subdivisions not signing was SSSF with 189 members. The president at the time, Skip Domenick, felt that SSSF could not assess their membership in tiers because their docs state "Both regular and special assessments shall be fixed at a uniform rate for all lots owned by members..." This applies to assessments from the SSSF Board. Because the SSSF represented such a large portion of the MA the MA Board never implemented the tiered assessment the Amendment was intended to impose. Ron and Anthony requested that an attorney look over the Amendment to verify that it was "legal" and in order. Ron

and Anthony again brought up the remark that the Amendment had not been recorded and therefore was not legal. Jane W. and Michael said they would look into the matter if recording was a requirement.

Lucy reminded them that attorney Dave Johnson had drawn up the document so it should already be "legal" and with the majority of subdivisions signing it, it could be presented for a vote by the General Membership in November to obtain the 66 2/3% needed to modify the Dev-HOA Agreement. Steve said that there was no real conflict with the individual HOA docs because the tiered assessments were originated from the MA and passed on to the separate HOA's. The assessments were not generated by them but by the MA. Lucy agreed and added that the HOAs could list the MA assessment separately on their invoice to indicate its origin. There was no real reason to not implement the 2005 Amendment.

Before implementation the Amendment could be modified to increase the lake front assessment to ten times the amount non-lake front owners pay (504 units with 50 directly benefiting). Also since the issue is lakefront vs. non-lake front, the tiers should represent the issue. It was suggested to change the Amendment to allow two assessment tiers, lake front and non-lake front. It is more congruent with the modification, and less unfair than to burden single-family homes with more than the issue parameters provide.

Michael asked that each subdivision bring a proposal to the next MA meeting about how to allocate Lake Expenses. Jane added that the MA should take a year or two off from spending their time and resources on the Lake and Park and focus on other responsibilities the MA has for other parcels they are responsible to maintain. Several other pressing issues were enumerated: waterways clogged with weeds and cattails blocking the fish ladders and stream flow; the monument entry sign at NorthShore needs work; build the bridge at Ptarmigan to the Open Space area (several Ptarmigan residents have built small bridges but do not want the General Membership using them); development of Parcel R open space; gaining a deed to the "Unassessed" parcel that is the entry focus area on the south Silver Springs entry so the MA can control what is placed there, and who or how it is used; etc. See at: <http://www.silverspringshoa.org/master-association/ma-common-area-parcels/parcel-unassessed/>

The discussion continued about how to gain more lake access to the General Membership. It was suggested that Parcel R be developed as a park and a boat launch from the peninsula. The MA could buy a few flat bottom boats and/or canoes for use by the General Membership. These boats could be combination locked. Insurance may be minimal since the Lake policy already includes levels of liability, etc.

Nancy Stanislaw said that when they were looking to buy their Park Place Lot 41 in 1994 they were told there was an Enjoyment Easement used by the General Membership, that members would be walking by their house along the lake but that the members could not access the lake through their property.

5) Other:

Michael asked Robyn if she had the MA HOA Board books ready that he has asked her

to prepare for each of the Board members. Jane said that she already had prepared her own and one for Nancy. Jane had put something together for herself. Jane said that she did not know how a Board could intelligently discuss anything without having the documents, maps, past board minutes, etc. at hand ready for reference.

Lucy said that there was an On-Line Board Book on the www.silverspringshos.org website that included an index of all the docs and full texts of the docs, a list of the twelve subdivisions in the MA HOA with rosters of the boards for each and a web page with maps, rosters, photos, plat maps, docs and entry numbers, etc. of each of the twelve subdivisions, the MA parcel list mentioned above, etc, etc. Lucy had prepared a hardcopy Board Book that she shared with members present who were interested. The members could download or print out from the website whatever info they wanted in hardcopy for their personal board books.

Michael then asked Robyn again if she could prepare board books for the Board members who had not already prepared their own. He wants four years of MA Board Minutes and the MA HOA docs included.

6) Community Input:

Les Carriel suggested that all the trees and shrubs along the west and part of the north border of the Park be cut down in order open up the view. The view along that portion would be very limited as it would look onto the Park Place homes. Steve Hogroian said that he spends six or eight months of each year in Florida where they have mangrove trees along a waterway. It was discovered after the removal of some of these trees that they were serving a very important function. The roots were filtering the water and keeping it clearer and cleaner than would have existed without them. Steve warned the group against removing the vegetation. Jeffrey Nielson then suggested that instead of removing the vegetation that it be trimmed to 8' from the ground so that there would exist an eight foot view with a canopy of leaves and branches for shade and beauty. This suggestion would save the trees and their benefit to the water and appreciation by park users. Some Silver Springs CC&Rs do not allow the removal of native vegetation.

Steve Hogroian asked how it came about that the General Membership has such limited access to the Lake. Tim Sattelmeier said he thought the General Membership had at one time full access to the perimeter of the Lake along the Enjoyment Easement. Ron cut in, though there were other members of the Community with hands raised and prepared to give a full answer. Ron commenced to take up all the allowed community input time with what he thought had happened to the access and easement.

Meeting was adjourned.

Next meeting is on September 15, 2008 at 7 P.M. at the Silver Willow Lake Park.