



Silver Springs Master Homeowners Association Meeting Minutes

October 20, 2009, St Luke's Episcopal Church

Board Members in Attendance: 1) Bill Noland (SSSFHOA), 2) Steve LoRe (SouthShore), 3) Phil Tisovec (Silver Meadows), 4) Whit Logan (Meadow Springs), 5) Brenda Lake, manager (Willowbend West), 6) Linda Bowman (NorthShore), 7) Isa Wright (Willowbend East).

(The current elected term and status of each of the above representatives has not been verified.)

Proxies: 1) Allen Durfee (Ptarmigan), 2) Tracy Phillips (QMI), 3) Anthony Sands (QMII), 4) Rosemary Craig (Meadow Wild), 5) Jane Hamilton (Park Place), 6) Bill Rusconi (The Springs).

(The correct process for the above proxies has not been verified.)

Guests: Eric Farleigh (NorthShore), Gaylynn Mooney (NorthShore), Julia Loughlin (SSSFHOA), Jim Harsh (SSSFHOA), Lyn Cier (SSSFHOA), Kate Sattlemeirer (Silver Meadows), Bill Gunter (SSSFHOA).

Call Meeting to Order: 6:45 p.m.

Approval of Minutes: Approved as *printed*.

Committee Reports

a) Lakes: Gaylynn reviewed the lakes water quality budget submission. The board tentatively agreed to increase that budget line item to \$8000.00 for the budget discussion. Item continued.

b) Little Lake: Cross Marine will be coming up to review the little lake job on Thursday. Chairman Jim Harsh said that he did not foresee any price increase for next year's project.

c) Dams: The final letter from the Dept. of Natural Resources is finished. Bill Noland made the motion to authorize the little lake dam profile work be done at the same time as the work on the drains, and to have Cross Marine bid the job. Bill Gunter seconded the motion. All voted in favor. Motion carried.

The lake committee has broken the letter down into seven categories.

They have looked at each lot on the large lake [11 in NS; 9 in SSSF; 7 PP = 27]. Next Thursday will review the little lake [6 LL-SSSF; 22-23 SthSh= 28 or 29], then they will use the information to help establish on-going priorities. The state generally allows about two years to comply with the discrepancies. Item continued.

d) Properties – Berm Trail: Bill Noland mentioned that the trail on the North Shore end of the berm appears to be eroding. There is some concern for safety. Robyn will call Bob Radke with Basin Rec to get his advice. Item continued.

Unfinished Business

a) Tennis courts – Title to be cleared: Kate relayed that there was a phantom signed deed for the west side tennis court. [See Section 30 map on link page for view showing ownership by Meadow Wild Phase I] She said that there are two options to transfer control to the Master Association; -a quick claim deed and -a long term lease. The quick claim deed would require the Meadow Wild HOA, the original owner, and Meadow Spring to amend the plat map. She recommended a long-term lease between the Masters and both Meadow Wild and Meadow Spring. To amend the declaration both HOA's will need a 2/3 majority, and to amend the plat map requires a public meeting. Kate, Rosemary and Whit need to get together to figure out the next step. Noland asked if there was any objection to have them pursue this issue together. Whit said he could look into it more with Kate. Item continued.

b) Park Place Drain Excavation: This should be done next week and it will take 2 -3 days. Item continued.

c) Lakes Acquisition Affidavit: Robyn has finished this and turned it over to Bill Noland. Item closed.

d) Doggie Bags for Parks: Robyn passed out a flyer that showed the different models. We think we will need between 3-4 of these posts. Item continued.

e) Wetlands Signs: Need to be more visible so Robyn will look into T post sold at Home Depot. Item continued.

d) MA Documents/PDF Conversion/Resolution: To protect documents they will be formatted in PDF. Item continued.

e) Financial Audit: Steve said that it will cost between \$12,000 and \$15,000. Tracy and Steve propose to do the audit themselves. They proposed to look at the books first and then make a recommendation if further problems exist.

The MHOA Bylaws Article VIII states in "Section 1. Books and Accounts. The books and accounts of the Association shall be kept under the direction of the Treasurer and in accordance with reasonable standards and accounting procedures. A certified public accountant approved by the Board of Trustees and twenty-five (25%) percent of the

Members shall be chosen to do a certified audit if requested by the Board of Trustees and/or twenty-five (25%) of the Members. Item continued.

f) Lakes Committees – Staffing. Both lake committees are constituted (?). Jim Harsch is the chairman. Other members were not listed. Item closed.

g) MA Property Rules & Regulations Resolution: Bill requested that the Trustees take these back to members for review. Item continued.

h) MA Documents Update/Operation Procedures: Adopted Bylaws, Developer/Homeowner Agreement, all need to be updated. The board does not need to start from scratch. Brenda asked that when the documents were done who needed to vote on them. Bill replied that is a good question. The board only or the general membership. Bill is pursuing legal clarification though the MHOA Bylaws give the following instructions. Item continued.

MHOA BYLAWS

ARTICLE X

AMENDMENTS

These Bylaws may be amended, at a regular or special meeting of the Board of Trustees by majority vote.

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. The Board and Association Members shall at all times obey such rules and regulations and make 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.

i) Drainage Cleaning: the homeowners are not to block the waterways. Bill asked

that the Homeowners along the waterways should continue to clean out their own back yards. Owners along [Parcel A](#) prefer the tall growth for privacy. The tall grasses and cattails should be controlled, try Avocet. Steve motioned that the Masters formally accept the task of cleaning out the weeds and growth on the waterways to control the flow of spring runoff water. Tracy seconded the motion. All present voted in favor. Motion passed. This action does not take into consideration that the MHOA should check into the individual HOA CCRs to learn how each subdivision has agreed to handle this condition within their jurisdiction. Item continued.

j) NorthShore Entrance Maintenance: Brenda Lake presented a proposal to be considered in the 2010 budget for the entrance to be about \$15,000.00. All agreed to clean up the area to make it look nicer next year however asked that we get more bids. Item continued.

k) Budget/Reserves: Our documents say that we are to be equally assessed; however our last Special Assessment was tiered. Tracy presented several possibilities in order to raise our reserves. Steve suggested that we get a line of credit. The Bylaws say that if you vote for a special assessment at a general meeting, you need a 2/3 vote in order to pass. Increase of dues can be passed by the vote of the board. Discussion to continue at the next meeting. Robyn went down the budget line by line. This itemization needs to be posted on the website. The Archers and others have been requesting this information for a couple years, it would be effective to provide it. Item continued.

New Business

a) Motion to Explore Selling Master Property to Basin Recreation – QM II:

Tracy is looking at an option of turning over/selling Master property to the [Snyderville Basin Special Recreation District](#). She believes that it would be nice to have the SBSRD own and manage the properties, like they do Willow Creek. She said it would be a way to bring the communities together. She made the motion to explore the option of the Snyderville Basin Special Recreation District taking over our community property and she asked for permission to discuss the possibility with them. The MHOA owns 9 parcels of property. State code confirms that a non-profit corporation such as the Master Association can buy and sell property. If an HOA document is silent on a subject, then state code applies. Our documents are silent on sale of property. This action would allow the dissolution of the mostly dysfunctional Master Association. The Little Lake is totally surrounded by the SouthShore homes and the recorded plat designates a "Private Enjoyment Easement" around the perimeter thus leaving contestable access by the other MHOA Members. The Large Lake could be deeded over to the 27 lakefront homeowners or the SBSRD, leaving lake access to the remaining homeowners along the approximate 440' along the [Park \(Parcel H\)](#).

Tracy Phillips motioned to explore selling, transferring, or dedicating all of the MHOA property to the SBSRD. Whit seconded the motion. Phil said he is not against exploring,

but is worried about the public coming into our community, and is this really worth our time to explore. Phil said that he thinks that the many problems the MHOA faces could be resolved by this transfer and that the Silver Springs Community could soon be in a better position without the MHOA. The motion passed with 7 in favor, 5 opposed. Motion carried. Phil then motioned to have Tracy and another person on the board represent the Master Association to talk to Rena Jordon and her SBSRD board. It would be terrific to have zero expenses for a MHOA and to eliminate paying a manager and bickering over lake assessments and the Bylaws. Tracy seconded the motion 10 in favor, 2 opposed. Item continued.

The [Silver Springs HOA Articles of Incorporation](#) state:

" ARTICLE III

CORPORATE PURPOSES

The general purposes and objectives for which this corporation is organized are to provide an organization which can:.....(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..."

The common good and benefits to the Silver Springs Community Property owners to transfer title to the Common Areas within Silver Springs and to dissolve the dysfunctional MHOA will be tremendous. More to come...

b) Motion to Explore Withdrawal from Master Association – QM II: Tracy Phillips made the motion explore criteria for QMII to withdraw from the MHOA. Vote Motion Failed. Brenda made a motion to determine which HOA'S are legally part of the Master Association using up to 8 hours of legal counsel. Six voted on favor and 6 were opposed. Motion failed. Bill Gunter asked why they would want to withdraw (he obviously does not know about the last frustrating twenty-years). Brenda said that the Master's should identify which HOA's are legally part of the [Master's Association](#) to make sure collecting dues from them is valid. Item Continued.

a) Annual Meeting Planning

1) Notification: Many members do not live here so what is the best way to send notice of the annual meeting? Steve suggested that we make signs to place at the entrances. Phil suggested that we do door hangers and street signs. We agreed that we will do all three – a mailing, door hangers and signs so all members can come. Bill asked that each HOA get with Robyn on the number of door hangers they will need. See list at [Master Association](#). Item continued.

2) Location: Noland is looking into Parleys Park Elementary School and to ask for

the lunch room. Item continued.

3) Agenda: Brenda will send a proxy form for us to look at. Noland is looking into the Articles of Incorporation and the Bylaws to confirm who holds voting authority within the Master Association. {Prepared and fully participating trustees will be able to open their board book and read these documents without delay.]

[Silver Springs MHOA Articles of Incorporation](#)

ARTICLE II

DURATION OF CORPORATION

The SSMHOA Corporation shall have perpetual existence unless dissolved or terminated according to law.

ARTICLE IV

MEMBERSHIP

“Every person or entity who is a **record owner** of a fee or undivided fee interest, or is a contract purchaser for such interest, in any lot or condominium unit located within any of the following homeowners associations, to wit: 1) Northshore Silver Springs 1-G Subdivision Homeowners Association; 2) Silver Springs Homeowners Association; 3) Silver Springs Townhouse Condominium (Silver Meadows Phase) Homeowners Association; 4) Willow Bend West Homeowners Association; 5) Meadow Springs Homeowners Association; 6) Quail Meadows Homeowners Association; 7) Meadow Wild Homeowners Association; 8) Silver Springs Townhouse (Willow Bend East) Homeowners Association (hereinafter collectively referred to as the "Member Associations") shall be a member of the association. Any homeowner association or similar entity representing the interests of owners or property within the Silver Springs Subdivision, which is **subsequently formed shall be entitled to membership in the Association, upon consent** to be bound by the authority of the Association, its Bylaws, and duly enacted rules and regulations.”

[SSMHOA Bylaws Article III, Section 6](#). Voting. When a quorum is present at any meeting, the vote of the Members representing more than fifty (50%) percent of those present at the meeting, either in person or by proxy, shall decide any question of business properly brought before such meeting. All votes may be cast either in person or by proxy, however, all proxies shall be in writing, and must be of record with the Secretary. Item continued.

Comments from Guests:

a) Gaylynn Mooney: Asked who oversees and approves the legal work the Masters gets done. She said she observed the members ask for definition and be denied, yet some can ask legal council without permission. [During the in August 2008 a motion was passed that only the MHOA president could contact legal counsel. However, the MHOA board members do as they want, contributing to the dysfunction of the group and to the excessive expenditures.]

b) Julia Loughlin: She is concerned with raising dues and a tiered system for a special assessment. She suggests that all areas need to be considered then, i.e. tennis court view, berm view etc. Transferring of these properties to SBSRD will solve this issue.

d) Eric Fralieg: He is in favor of developing the peninsula and spending more money on the parks, and allowing more access for boats. He thinks our dues are too low, and we should build our reserves over time. [Where are the \$80,000+ in reserves up to 2008?] If we do the tiered fee system we could be opening a can of worms. [Transferring the Large Lake ownership to the lakefront owners or to the SBSRD could alleviate many problems and eliminate the MHOA altogether.]

e) Lynn Cier: She has concerns over the length of years without an audit. She doesn't think it is wise to spend so much money on the NS entrance at this time. She thinks that bark is all we need right now. Concerning the budget she would like to see some hard numbers from real bids not just potential costs.

Verify Next Meeting: Nov 3, 2009

Annual Meeting Nov 17, 2009

Adjourn 10:50p.m.

Silver Springs Master Homeowners Association Board Meeting Minutes are the property of the Association Members. In this manner the Board is held accountable for their actions. The Association Members hold the right of free access, perusal, and use of these documents and chose to do so at the Member website at www.silverspringscommunity.com.