



**Silver Springs Master Association
Board of Trustees Meeting Minutes
February 16, 2010 at St. Luke's Episcopal Church**

Verify Quorum: 1) Quail Meadows II (Anthony Sands), 2) SouthShore (Steve LoRe, lake view), 3) Meadow Wild (Rosemary Craighill), 4) Park Place (Jeff Nielsen, nominee, lake view), 5) SSSF (Bill Gunter), 6) NorthShore (Gaylynn Mooney, lake view), 7) Willowbend East (Isa Wright).

Not Present: 1) Silver Meadows (Phil Tisovec), 2) Willowbend West (Mark Rasmussen), 3) Meadow Springs (Whit Logan), 4) Park Place (Jane Hamilton).

Resigned Members: 1) The Springs, 2) Ptarmigan, 3) Quail Meadows Townhomes.

Guests: 1) Bill Noland (SSSF), 2) Ted & Mickey Palomaki (SSSF), 3) Doug Porter (Park Place, lake view), 4) Julia Loughlin (SSSF, lake view) , 5) Robyn Bailey (SSSF, stream) , 6) Lyn Cier (SSSF), 7) Chet Chmeilewski (resigned- Ptarmigan), 6) Linda Galindo (Park Place, lake view), 7) Mike Washington (NorthShore), 8) Jim Harsh (SSSF-Little Lake, lake view), 9) Michael West (SouthShore, lake view), 10) Kelly Snyder (Meadow Wild), 11) Bill Chamberlin (resigned subdivision- Ptarmigan).

Meeting to Order: 6:40 p.m.

Approval of Previous Minutes: Steve asked that we change the internal audit entry to indicate that they are still having trouble accessing the savings account on line. Rosemary motioned to approve last month's minutes Steve seconded the motion all were in favor.

VOTE TALLY	
1-Meadow Spring 19 SF	A
2-Meadow Wild 14 Condos	M Y
3-NorthShore 90 SF	Y
4-Park Place 13 SF	Y
5-Quail Meadows 18 Condos	Y
6-Silver Meadows 18 Townhomes	A
7-Silver Springs 189 SF	Y

8-SouthShore 67 SF	S Y
9- Willowbend East 22 Condos	A
10-Willowbend West 26 Condos	A

Membership Comments: Members are still wondering how Bill Noland continues to think he is the MHOA president when he is not an elected member of his subdivision board and his subdivision is being represented at these meetings by an elected member of his subdivision so that does not even make him qualified to serve as a non-elected nominee (which is also not legitimate representation.) Why have there not been 2010 elections for MHOA board officers?

1) Rules & Regulations Committee: Bill Noland, a guest, briefed the committee members on their responsibility. Bill asked the group to meet among themselves and to report back by April 13, 2010 to the board. He reminded them that they are not writing a resolution, just giving the board a draft of ideas that address all the MA properties. Linda Galindo asked if we needed rules and regulations in writing because we didn't own the properties before. [And the MHOA is being challenged for dissolution.] Gaylynn (lake view property owner) wanted it clarified that not everybody has had input on the draft resolutions [majority are lake view property owners?]. Steve LoRe (lake view property) wondered how Rosemary could be on both the Masters board and a community representative for the Rules and Regulations committee. Steve motioned that no person that serves or sits on the Masters board in any capacity can sit on the Rules and Regulations board. There was no second and the motion failed. Item Continued.

2) Standing Committee Reports

a) Lakes Gaylynn reported that the big lake is ok for now. Stinky lake smell may start next month. Bill Gunter asked if we could shave off or add to the drains to make both drains even on the big lake. [Last summer the drains were altered to increase flow on the east side to NorthShore.] Jim Harsh (lake view owner) reported that the little lake is frozen and that the decay from the lake milfoil and coon grass decomposition is making the stream smell ripe.

b) Dams The dam safety committee has come up with a format which will be useful for tracking the corrections needed to the **dams and other shoreline property**. The committee has looked at **every lot along the dam** and has come up with a plan for each lot as well as the shoreline property. Once approved, **each affected lot owner** will be consulted on required fixes to the land. **The dams are the shoreline property**. Item Continued.

3) Unfinished Business

a) Open Secretary/Treasurer Position: Guest Noland explained that these offices are unfilled, and the functions are being performed under contract with Greenleaf mow and blow company. He asked if anyone on the board wanted to volunteer to fill the position(s). No one replied. Anthony asked if we are allowed to operate without the office

being filled. Bill Noland said we can. Lucy Archer volunteered a few months ago via email to perform the duties of MHOA secretary. Noland’s response was: “Lucy, Thank you for volunteering to be Association Secretary. The Association Secretary is an officer of the Board, and an officer is required to be an elected Board member who, by definition, is either the president or the designated representative of a member subdivision HOA. Thus, without becoming a member of the Board, you could not be considered for the position.” Noland ignores the fact that he is not an elected member of any board much less an officer of his respective subdivision board therefore he is not eligible to be the president of the MHOA board in the same way that he is telling Lucy Archer that she is not eligible. One of the current MHOA board members should be performing this office, but performing the duties as a board trustee goes unanswered.

b) **Tennis Court Title**: Rosemary reported that Whit Logan of Meadow Spring has been very busy and that the Meadow Wild members want only to give the Master Association a long term lease rather than a deeded right to the court these two subdivisions seem to own together. Noland reminded them that they need to present a proposal to the board. Members have suggested that the Tennis Courts be titled together and deeded to the 126 Silver Springs Condos that surround them after MHOA dissolution. Example: The MHOA assessment is \$357 per year times 126 condos collects nearly \$45,000 per year. That amount will go a long way toward maintenance and insurance of the courts. Item Continued.

c) **Internal Audit**: Steve reported that he still can’t access the MHOA savings account on line. He noticed that the board didn’t put any money for the audit in the 2010 budget. Steve asked that we consider identifying \$1,000.00 to do the internal audit. Steve then made the motion that the board approve up to \$1,000.00 to pull statements and get bank copies for the audit. Jeff seconded the motion. Gaylynn asked where we are getting the money. Steve said that he would suggest taking it out of reserves. Anthony wanted more hard and fast numbers. Steve replied that he didn’t think it would take a lot of money to do the audit but they want to go back seven years and that we don’t know how much will need to be copied from the bank since the online only works through 2008. Anthony said that Robyn has all of this on Quick books and he is certified with Quick books. Steve then amended the motion to allocate \$1,000.00 from the reserves to do the audit. Jeff seconded this. [Other discussions have indicated that the bank statements are not on Robyn’s computer and that Wells Fargo will charge the MHOA \$5,000 to pull digital statements for the last 5 or 7 years.] Motion passes. Item Continued.

VOTE TALLY	
1-Meadow Spring 19 SF	No board rep. present
2-Meadow Wild 14 Condos	Y
3-NorthShore 90 SF	Y
4-Park Place 13 SF	S Y
5-Quail Meadows 18 Condos	

6-Silver Meadows 18 Townhomes	No board rep. present
7-Silver Springs 189 SF	Y
8-SouthShore 67 SF	M Y
9- Willowbend East 22 Condos	No board rep. present
10-Willowbend West 26 Condos	No board rep. present

d) Lake Front Possibilities: No Input.

e) Legal Expenditure Guidelines: Bill Gunter brought a draft on authorizing contact with legal counsel. Anthony expressed concern that authorizing 2 hours of conferring without approval was too long. Steve reminded the board that sometimes there are multiple topics that are related to the subject being discussed. Jeff said he felt that the intent is to limit the legal spending. Bill Noland said that the intent is to get the most for your money. Anthony asked that the lawyer state his views in writing not a verbal opinion. [There was a resolution made regarding this in August 2008] Item Continued

f) Assessment Procedures Resolution: Our attorney said we should have one, but not necessarily prior to the current assessment cycle, since there is precedent established by past MA practice that the individuals have assumed responsibility for the assessments. Jeff said he would like to put it off until it is included in the new Bylaws. Anthony agreed. Bill N said when the assessment is sent out we will have to inform the HOA's. They need to know what is expected of them when we send out the bill. Jeff asked why we would need this now. Bill N. said to be fair each HOA should know what is expected. Anthony replied that he would like to focus on the Bylaws. Steve said that if we do nothing we could regret this down the road. Gaylynn thought we would be fine. Item Continued.

Counsel stated: "The individual residential property owners are not the members of the SSMHOA, the subdivisions are the members. This is confirmed by the fact that the assessments for the MHOA are sent to the subdivisions who in turn then assess their members; this is further confirmed by the lack of any exception on property owners title insurance policies acknowledging the SSMHOA. Also the MHOA board has never included the individual property owners in a vote regarding membership, or on policy, budgets, or incorporation of additional common areas (lakes), or for the election of MHOA officers. Any effort by the MHOA to collect individual property assessments or filing of liens on the individual property owners will constitute a slander of title and expose SSMHOA, its directors, and officers, to personal liability."

g) North Shore Entrance: \$15,000 for some bags of bark is out of line. Item Continued.

h) Assessment Execution:

1. Timing: Presented at the February 9, 2010 Annual Meeting

2. Amount: \$357 for 504 units; \$379 for 475 units

3. Procedure: Each HOA to send out assessment on their invoices.

Lyn Cier stated that SSSFHOA has their bill ready to go but they did not separate the MHOA amount from the SSSF amount of \$105, the SSSF invoice is for \$462. SSSF are just waiting on the Masters. Julia would like the bill itemized. Steve would prefer collecting one time. Bill Gunter would like a normal \$175 bill to be billed to their HOA, then the additional assessment money to be billed by the MA to the SSSFHOA. Bill Gunter stated that maybe we might have to call a special meeting. Jeff replied that maybe we could settle this matter now without a special meeting. Gaylynn offered an option A, the budget for 504 Members that includes the 29 condo units that resigned from the MHOA last November, and B 475 Members without them. Jeff said that for about \$21 added to each owner we could still pass an assessment number tonight. Jeff made a motion to add an extra \$22.00 for each lot owner to the HOA assessment for each lot to make up the difference in money possibly not collected while the HOA membership issue is solved. Anthony seconded the motion. The motion failed.

VOTE TALLY	
1-Meadow Spring 19 SF	A
2-Meadow Wild 14 Condos	N
3-NorthShore 90 SF	N
4-Park Place 13 SF	M Y
5-Quail Meadows 18 Condos	A
6-Silver Meadows 18 Townhomes	A
7-Silver Springs 189 SF	N
8-SouthShore 67 SF	N
9- Willowbend East 22 Condos	A
10-Willowbend West 26 Condos	A

*******MHOA Budget Deficit –[Dissolution of MHOA]:** Anthony is worried that the board is \$10,000 behind in the 2010 budget. Bill Noland asked the Board to consider **if it was important that the structure of the MA be maintained.** Bill Gunter said that we have common properties that take money to maintain [and can be deeded to the single subdivisions who owned them before the MHOA was created]. **Is the MA structural integrity worth going to the mat over?** Anthony asked that we **rewrite the old Bylaws** to collectively agree. Gaylynn stated that the **founding documents are outdated.** Steve LoRe **confirmed that they are a mess and out of date** but that is not what Bill Noland was asking. He explained that this could be the tip of the iceberg; we could be closed and sold off. Gaylynn said that this **issue would be a General Membership issue.** **The board should not make these kinds of decisions.** Bill Noland stated that **all of our documents need to be rewritten. Are we willing to defend the MA and are we willing to go to court to do it.** The board needs to be willing to commit. Anthony said that we should try to work it out. Item Continued.

4) **Tiered Assessments:** Bill Noland stated that our documents do not allow us to tier our assessment. In 2005 we tried to amend the document so we could tier but that the single family could not sign the document because it was not compatible with their own documents. Anthony said that the 504 homes should get to vote on the matter. He stated as a past president he doesn't know who is a member and who is not. Gaylynn said that we can change our documents to use tiered assessments. There are a lot of emails going around Silver Springs and a lot of emotion. It is hard if we don't know if we can or not. Of course Bill N said that this is a lawyer question. Steve LoRe said that the lake front people get more value from the lakes but if we had no homes around them then the lakes and the gates and water quality would be kept up without conflict since the General Members would have complete access and use.

Anthony stated that the [private enjoyment easement](#) makes it so we don't have equal access to the property. He believes that both lake front owners and condo owners have valuable yet differing opinions. Jeff said that the emails he has received suggest a tiered assessment at 100% for condos, 300% for homeowners off the lakes, and 600% for lake front owners. Jeff thinks this is more about money. If it were not then the homeowners would be paying the same amount as the condos.

Funds have already been collected in 2007 and 2008 to repair the drains and gates on the little pond/lake. Easement or not, water runs through this community and the members need to be educated on the matter. A management company, the lake front owners, or the County can maintain the waterways without the need of a MA. Rosemary said that the issue is drainage and polluted lakes. The many years of drought have minimized the flow and the waterways are becoming stinky ditches. This is a maintenance item so maybe all the waterways within our community should be addressed the same. Anthony said it's a cost benefit and private enjoyment issue. Bill Gunter said that in keeping harmony in the community, it is clearly a liability to fix up these lakes and it would be a good gesture if we tiered [or drained them?]. Isa agreed with Bill Gunter. Doug Porter stated that he could not understand the private enjoyment easement, as it's a narrow strip of land that people can't use as a picnic spot by his house. Everyone can use the lake; he believes this is a jealousy problem. Bill Noland drew a [picture explaining the private enjoyment easements](#). We all have access through the Park, not through lake front owner's yards. People that live around the lakes have the exclusive rights to the lake through their property. Kelly Snyder stated that he thinks that people that live around the lake should pay a little more. He also liked the Bill Gunter harmony thinking. Bill Noland stated that if you are a member then it is not a question of how much you use the property. Linda Galindo [lake front owner] stated that when she drives through the neighborhood she sees it as a whole. She is thankful for all the hard work that the board has done, [and the twenty years of tolerance by the residents], and that it is not a lot of money. She believes that the tiered thing is being blown out of proportion.

Steve is concerned that we are classifying the community into individual neighborhoods.

Mike Washington would like to see about giving them (the Lakes) to the 54 lake front owners to fund and maintain. Bill Gunter said that we could look into selling the easements to the lake front owners. Some think these owners have already absorbed this property into their lots. Steve is concerned with the dams and thinks it is better to have the dams owned by one owner. [Who would want to own a long strip of land, 15' wide, between the water and the lake front owners properties?] Gaylynn stated that the lake view homeowners should maintain the easement along the dam as the dam is the water front area already a part of each lake front property. Lyn suggested that a tiered assessment structure should apply where there is a maintenance problem. She bought into this neighborhood for affordability. As the years progressed and homes were built around the lakes the expectations, use, access, and enjoyment potential changed for everyone. Item Continued.

5) New Business

a) Discovery Channel Proposal: The discovery channel spoke with Julia Loughlin on an unrelated story and saw that we have a lake. They then contacted us about using the lake for a rescue story. Steve commented that he was only interested if a rescue service would be there. Gaylynn's concerns were the hole they would be putting in the ice and the timing being key. Bill Noland stated that the kids on the ice in warmer weather might be a problem. The discovery channel was willing to pay \$300.00. Bill Gunter motioned to nix the Discovery Channel from using our lakes. Isa Seconded the motion. Motion carried we will not pursue the Discovery channel using our lakes. Item Closed.

VOTE TALLY	
1-Meadow Spring 19 SF	A
2-Meadow Wild 14 Condos	A
3-NorthShore 90 SF	A
4-Park Place 13 SF	Y
5-Quail Meadows 18 Condos	A
6-Silver Meadows 18 Townhomes	A
7-Silver Springs 189 SF	M Y
8-SouthShore 67 SF	Y
9- Willowbend East 22 Condos	S Y
10-Willowbend West 26 Condos	A

b) Recording Device for Meeting Minutes: Robyn will look at Staples for a tape recording device and report back to the board. Item Continued.

c) Send Full Budget to all Members: Gaylynn asked if we could send out a full budget with the billing to each member. The Members and some subdivisions have been requesting this for years. Steve LoRe said that the profit and loss needs to be cleaned up first. Bill Gunter thought it might confuse people. Steve said that the short version of the budget, the minutes, and other documents are all on both web sites. We should encourage members to use the web site as much as possible. Jeff suggested a reminder about using the web site be sent out with the assessments. There was general agreement, but no vote taken. Item Continued.

Confirm Next Meeting: March 9 will be the next meeting.

Adjourn Bill Gunter motioned to adjourn the meeting, Isa seconded the motion all were in favor. Adjourned at 9:10 p.m.

VOTE TALLY	
1-Meadow Spring 19 SF	A
2-Meadow Wild 14 Condos	Y
3-NorthShore 90 SF	Y
4-Park Place 13 SF	Y
5-Quail Meadows 18 Condos	A
6-Silver Meadows 18 Townhomes	A
7-Silver Springs 189 SF	M Y
8-SouthShore 67 SF	Y
9- Willowbend East 22 Condos	S Y
10-Willowbend West 26 Condos	A

Revised 4/16/2010: “11) Tracy Phillips (resigned subdivision - Quail Meadows Townhomes)” is moved to the “**Not Present:**” paragraph. Tracy Phillips confirmed 4/16/2010 that she was not in attendance at this Feb 2010 meeting. Correction entered.