

I know that everyone involved with the MHOA has worked extremely hard on resolving very complex and contentious issues. I hope that my questions are not misunderstood or misconstrued to demean any individual's dedication, sincerity, or integrity. However, I believe that it is possible, that false conclusions were made particularly during and after the initial attempt to form the MA. I think it is possible that the HOAs failed to adopt the MA documents and as a result it has no regulatory authority over the membership. If this is true then it would be very troubling, unfortunate, and have far-reaching consequences.

I would like to provide some important comments in this regard:

1. In 1989 I supported the need for the establishment of a MA. I have always supported that need for various reasons.
2. The 1989 Developer-Homeowner agreement, to which I am indeed party, **did not establish the MA**. Clearly, this document obligated the developer to initiate the organization of the MA and provide draft documents to that end. The constituent HOAs were then obligated to form the MA. This entailed creating specific documents from the draft provided by the developer, and final ratification.
3. The first step, and it was a good one, was to create Articles of Incorporation for the MA as a non-profit corporation. Even if this document was ever properly filed, in of itself, it does not establish the MA. Once the MA came into existence it would simply be a non-profit organization.
4. The next step is where the problem rests. In 1990, Lynn Stevens, who was then president of the WWHOA as well as manager of the Silver Springs Water Co acting in concert with the developer, created a draft of the Bylaws as it was obligated to do. This was good. However, I believe the constituent HOAs never provided input or ultimately ratified the draft. That's why Article XIII Adoption is incomplete. No meeting of the Board of Trustees was held and no vote of adoption was ever taken. [This was confirmed in conversations with the Developer and the assisting attorney.] Aside from the difficulty of getting each HOA to provide specific language or organizational changes, the last step proves to be problematic due to vesting the authority of each HOA trustee to bind its HOA to the MA. That is, there was never a vote to adopt the MA Bylaws.

I can't prove that the MA doesn't have authority. However, since the MA is privy to all the documents, I think it is reasonable to request that the MA prove that it is legitimate.