

**Mountain Springs Ranch Homeowners Association  
Board of Trustees Meeting Minutes  
September 1, 2021**

**Attendance:**

Carrie Clark, President  
Cyndie Rippy, Vice President and Treasurer  
Julie Coy, Co-Treasurer and Secretary  
Tom Heald, Trustee at Large  
Gary Starr, Trustee at Large

Also Present at the meeting:

Peggy Hill

**Call to Order:** Carrie Clark called the meeting to order at 6:00 p.m.

**Meeting Expectations, Approval of Meeting Minutes from 8/25/21**

Those wishing to speak may request recognition by the Chair, then will be granted 3 minutes to speak. Julie Coy will time speakers and indicate when time is up. When not speaking, mute your microphone. Be respectful.

Julie Coy asked for clarification regarding a comment in the minutes of 8/25 by Louisa Morrissey, who expressed the desire to keep the 30-foot easement along the road. Julie wanted to know if the easement controlled by the HOA is 8 feet from the side of the road or 30 feet from midline, and if that question has been settled. Carrie Clark and Chris DeSantis responded, with Carrie reiterating what our attorney explained earlier in the year. Julie Coy suggested developing a clear statement based on our lawyer's guidance that there is a 30 ft easement from centerline of the road so all members understand. Julie asked that the line in the 8/25/21 minutes offering the Secretary's attempt at clarification be stricken from the minutes.

Julie Coy moved that the minutes from 8/25/21 be approved with the comment from the Secretary stricken. Cyndie Rippy seconded the motion. The Board approved the minutes as amended.

**Survey Update – Tom Heald**

Tom shared his working document titled MSR Road & ByLaws Survey Framework. He indicated he did his best to incorporate all feedback on the survey questions.

Opening:

The opening page describes the purposes for the survey, including language originally crafted by Mary Elizabeth, our attorney. This language can also be included in a cover letter. No comments or concerns were raised.

### Demographics/Usage

Questions in this section will require a response by members. Tom reviewed the items and invited questions or comments on this section. No concerns were raised.

### Survey Questions on Summer Roads

Tom said he had originally planned to use skip logic so that if people indicated they were satisfied with summer road quality and maintenance, they could bypass remaining questions in that section. He has eliminated skip logic so that all will be invited to respond to all questions by using a Likert scale, multiple choice or binary (Yes/No) questions. Road quality and maintenance issues are separated from road safety experience, including speed limits and drivers exceeding those limits.

Carrie asked if we should ask about amount of traffic on the roads since there is very little that can be done about it. Tom suggested knowing how people feel could still inform future decision-making or member education. Julie Coy pointed out the information could be helpful for input if, for example, we were having problems with the gate in the future and it needed to be replaced. Not having the gate would certainly affect the amount of traffic. Carrie asked if we should define what is meant by “road standards.” Tom asked Gary Starr if there is a concise definition of road standards that could be included in the survey. Gary said the Forest Service describes what constitutes different classes of roads and simple maintenance standards for each. Tom asked if that could be condensed into a few words to indicate we are trying to create some equity in our collective understanding of road maintenance standards.

Chris DeSantis asked what we could do if people expressed the desire to meet stated road standards if it's financially impossible. Tom said questions later in the survey outline possible responses and costs and that it is valuable to know member preferences.

Christy Milner stated that she believes these questions don't have anything to do with the Covenants, and that if the survey focused more closely on the Covenants the survey might be shorter. She also suggested that some questions could be more direct. Tom said the introduction could be revised to indicate the survey is collecting feedback to inform work on ByLaws, Covenants and HOA practices. Christy suggested doing two surveys, one that directly addresses the Covenants and another that focuses on other issues. Christy went on to suggest that the introduction should say that the primary reason for the survey is that the Covenants expire in 2025, and an extension will require member approval, as will any proposed changes.

### Survey Questions on Winter Roads

Similar questions are asked and pertain to member experience and views about winter road conditions and maintenance. He noted that he removed skip logic for this section as well and addressed what constitutes 'maintenance' in winter versus emergency interventions and plowing. Tom invited feedback.

Julie Coy suggested removing the option to plow to the ground (zero inches left on the road), since that restricts people's access to their properties who rely on snowmobiles and that snow plowing to the ground may not be good for the road. Tom Heald said he could make that option read 1-2 inches instead. Gary pointed out that in Spring, sections of the road melt down to the ground and nothing can be done about that.

### Survey Questions on Secondary Roads

Questions are asked about plowing, maintenance, ingress/egress following snow removal, recreational opportunities (e.g., access to BLM trails), preferred method for accessing your property in winter, and an open-ended item for input.

Chris DeSantis asked if we want to add a direct question about if the HOA should be responsible for plowing secondary roads. Tom said that is addressed in the next section.

### Survey Questions: Miscellaneous

Questions pertain to short and long-term planning, use of dues for different purposes, current definitions of primary and secondary roads, expansion of those definitions and options for data that could be used to inform those expanded definitions, and an open-ended question for general comment.

Carrie Clark asked that the language be changed from 'using dues' to 'raising dues'. Tom suggested adding a question, with one being "using dues" for each purpose, the next being "raising dues" for each purpose.

Gary Starr said he is thinking the question is referring to paying outside consultants to help develop definitions, plans, or standards, but that purpose isn't explicit.

Carrie Clark reminded the Board that Tom Warnes said he believed we have the expertise within membership to develop short and long-term road maintenance plans and budgets. If we ask members and they say they want dues raised to hire outside expertise, we probably couldn't afford it anyway. What we really want to know is if members are willing to pay significantly more in dues to have particular services provided by the HOA, like plowing secondary roads.

Tom said the next section asks about members' willingness to pay more in dues for various additional HOA-funded services.

Julie Coy said we need to provide information about what it cost last winter to plow the main road and how many miles that covers; and how many miles of secondary roads exist beyond

those points where HOA-funded plowing stops (e.g., 16 miles). Information should also point out the variability in cost based on snowfall. Carrie agreed that numbers need to be included.

Jerry Fedrizzi asked about secondary roads like Forest Glen, where most of the HOA members who live there aren't interested in paying for plowing since they rarely come up in winter. In that case, he thinks those who want plowing should pay for the plowing and not increase the financial burden on members who don't want plowing. Carrie pointed out that the survey is designed to get thorough input and won't substitute for voting on issues like dues increases for any added services.

#### Survey Questions on Use of Dues

Based on input, Tom said these questions may need to be reworded for clarity with cost estimates added.

Julie Coy said she opposes asking about plowing the primary road with member dues, given that members have been approving use of dues for plowing for many years.

Carrie Clark said that since we are getting ready to clarify the language in the Covenants addressing plowing the primary road, this question should only pertain to secondary roads.

Gary Starr agreed that membership has already approved use of dues to plow the primary road and we shouldn't open the question.

Louisa Morrissey suggested that Walters Company might be able to share what his bills have been for plowing secondary roads in recent years that have been paid privately by members living on secondary roads who want plowing to be done.

Chris DeSantis expressed the view that asking the question about plowing the primary road is important because the current language in the Covenants indicates that despite past practice, the HOA is not responsible for plowing the primary road. Tom offered language to address that point.

Christy Milner stated she agrees that members should be informed that the current Covenants do not indicate the HOA is responsible for plowing of any roads, then indicate that historical practice has been to have the HOA pay for plowing of the main road, then state the cost as it is going to take at least 2/3rds of members to agree to continue to approve to plow the main road.

Gary Starr reiterated that input from our attorney indicated that plowing the primary road as approved by members is legal, even under the current confusing Covenant language.

## Survey Questions on By-Laws

Tom described questions pertaining to governance and procedures, including use of excess funds. Tom asked Cyndie for language to define the terms “contingency” “capital” “reserve” and “operating” funds.

Gary Starr and Cyndie Rippy stated that reference to a “capital” fund should be removed. The survey should only refer to “reserve”, “contingency” and “operating” funds.

Carrie Clark asked if we could replace the question referring to capital funds with one that gives the Board the option to divide excess dues revenue among the three funds as needed. If we include the option to roll over excess dues money into the next year’s operating fund, that has to be expressly allowed in the Covenants, not the By-Laws. Tom will change the heading of the section to cover By-Laws and Covenants.

Tom asked how many response options should be in the response structure. Carrie Clark indicated it is fine as is and no others disagreed.

Cyndie Rippy concurred that we need an introductory paragraph defining each category of funding. A reserve fund is for special projects planned over time. A contingency fund is a rainy-day fund to deal with unexpected costs like legal fees to deal with a lawsuit or repair of a catastrophic road slide.

Julie Coy said that the reserve fund could be used for work that is part of a long-term plan including planned fire risk mitigation work.

Christy Milner said that the language should be ‘put to the reserve fund’ for clarity, not ‘returned to’. She believes that funds not spent in a particular category like weed maintenance cannot be directed to another category in the budget in a given year; and that excess funds moved to operating in the next year would have the effect of reducing member dues in that subsequent year.

Carrie asked that language be added to the survey inform members that CCIOA requires a reserve fund.

Cyndie Rippy said that the terms should just be “Contingency Fund” and “Reserve Fund” not “contingency reserve” with the words together.

Gary Starr expressed his view that the questions pertaining to approvals and percentage required for a Board to spend funds over certain levels are leading questions. He thinks they should be removed or changed. Tom explained what constitutes a ‘leading question.’

Louisa Morrissey asked if the language about limiting the expenditures to \$5,000 is required by CCIOA. She commented that a few years ago, the road washed out and it seems crazy that we would have to hold a special meeting requiring many days of advanced notice before action could be taken and necessary contingency funds spent to respond to emergencies.

Christy Milner stated that limiting response to emergencies is not the intent of this language. Contingency funds are fully available to the Board to use to handle such situations. The reserve fund is for future, planned expenses and should not be used for routine maintenance or emergency response. She urged retention of questions about placing some set of controls on the HOA's Board's authority for spending.

Gary Starr indicated that the question could be clarified to refer only to the Reserve Fund and not to the Contingency Fund.

Chris DeSantis said the \$5,000 isn't a limit but says the Board can spend that much without Member input. The option in the survey says that if the Board needs to spend more than \$5,000 they have to call for Member input in a special meeting to make sure the people in the community support the expenditure.

Cyndie Rippy said we have to get the language differentiating reserve and contingency funds clear. Can't have the Board limited in their ability to respond to emergencies by requiring a special meeting and 67% approval to use the Contingency fund.

Julie Coy referred back to the current DRAFT of By-Laws and said the \$5,000 limit referred to the capital reserve fund. The Contingency fund in this draft does not allow any use of funds without a Special Meeting of the MSRHOA. Agreed with Cyndie Rippy that we can't limit the Board from using the Contingency Fund as needed for emergency repairs. No contractor is likely to commence work if payment in full is contingent on member approval at a special meeting with a 67% approval level required.

Carrie Clark pointed out the time, said members will need to vote on this and it isn't up to the 11 people on the call tonight to decide what should happen. She asked that the group refocus on the survey questions. She added that the question should indicate approval would be by 67% of those present at a special meeting not 67% of all members. She urged that we settle language on this survey item and move on.

Louisa Morrissey asked how much of this language for the proposed changes to our governing documents is required by CCIOA. Carrie indicated that the only issue that must be addressed in Covenants is the use of excess funds. The other questions are not required by CCIOA but some members have asked for the issues to be addressed.

Gary Starr reiterated the need to be clear to which fund these potential limits on Board authority pertain. Agreed with Cyndie and Julie that limits on the Board's ability to use contingency funds are not appropriate.

Chris DeSantis said the language should already be amended to say 67% of members present, not 67% of all members. He also said that contingency funds were recently used for cost overruns on road maintenance (along with donations from MSR members) as well as emergency response in the past that others have cited. The question should be focused on if the Board

should have any limits imposed on them to allow for member oversight and greater accountability.

Carrie Clark suggested we remove the questions as written that pertain to Board oversight of expenditures exceeding \$5,000 and instead simply ask if members want to have limitations placed on the Board's authority to spend funds in the reserve fund and a second question asking if members want to limits placed on the Board's authority to spend contingency funds. Several people noted that there are objections stated already to limits on Board authority to use the Contingency Fund.

Cyndie agreed with Carrie's suggestion.

Gary Starr stated again that we should not limit the Board's access to contingency funds for responding to emergencies.

Tom introduced the question about using HOA funds for managing the HOA website. Carrie responded by indicating that a member of the Board can and should be the web manager and there aren't expenses associated with keeping a website.

Louisa Morrissey indicated that there are yearly expenses to maintain a website (between \$100-200/year) and that they have paid those as a donation every year.

Peggy Hill pointed out that depending on the platform, website maintenance may require paying someone to do the coding, even if the Board does have controlling authority over it. There could easily be a Board comprised of people who do not know how to code and don't care to learn how to file information or make changes to the website.

Tom indicated that the survey closes by thanking members for their time.

Louisa Morrissey thanked Tom for all his work and his thoughtfulness in sharing his expertise with the community and thanked the Board for being inclusive of member input given that the community is changing.

Christy Milner reiterated that if the focus of this survey is not on revising the Covenants, the intro should state the purpose as addressing the anticipated expiration of the Covenants in January 2025. She added that extending the Covenants beyond its current expiration date requires  $\frac{3}{4}$  member approval. And that there are other issues that have a lower level of approval required. She expressed concern that there are pressing issues like snowplowing that need to be addressed quickly and that getting member approval of all the issues being introduced may take too long.

Carrie clarified that we will do a separate survey on the Covenants and that this survey is focused on matters that affect Bylaws, members and HOA management like snowplowing. She acknowledged that we may not be able to get the entire Covenants revised with survey input and approved at this coming annual meeting. If this happens, our attorney has recommended

amending Article 9.2 regarding Snowplowing to make it clear that the HOA can use dues to plow the primary roads.

### **Bylaws Review and Consensus on 6.2b, d, f, g, h**

Deferred.

### **Covenant Revision Work**

Deferred.

### **Snow Removal Policy**

Carrie shared that Tom Heald has volunteered to facilitate a committee to work on review of the snow removal policy. Tom recommended that we allow as many members to participate as have interest in the issues and expressed optimism that recommendations to the Board can be developed that reflect shared values. Members of the committee will be asked to do homework, potentially do some technical reading, even go on a road trip to see how others deal with snowplowing communities. Carrie acknowledged that this has been a hot issue for many years and is close to producing divisions among neighbors in the community; and we need a process to develop a policy that all can accept.

Julie Coy let Tom Heald know that she recently found her own records of HOA annual meeting minutes from 1994 through 2008 if minutes on prior discussions of snowplowing might be valuable.

Louisa Morrissey said she and Ben would like to be on the snowplowing committee. She also said that before he left, Tom Casperson left Louisa with his records. Louisa also said that Nancy Culkin has a wealth of information that might be helpful. Carrie Clark asked if Louisa could follow up with Nancy Culkin about what information she has available.

Sean Elias commented that he thinks the discussion should include how snowplowing will be done, for example, with a blade, etc. Sean volunteered to serve on the snowplowing committee.

Micah Embrey volunteered to be on the snowplowing committee.

Gary Starr said he has a thumb drive with roughly 10 years of records that Nancy Culkin also has and offered it to whomever might need it.

Carrie Clark said that a time limit will be placed on the committee to get recommendations to the Board.

### **Other/New Business**

Deferred.

### **Next Meeting of the Board:**



Wednesday, Sept 8<sup>th</sup>, 6 pm. to 8:30 p.m.

**Meeting Adjournment**

Julie Coy moved adjournment. Carrie seconded. All approved. Meeting adjourned at 8:34 p.m.

DRAFT