

**Mountain Springs Ranch Homeowners Association**  
**Board of Trustees Meeting Minutes**  
**September 8, 2021**  
**6-8:30 p.m.**

**Attendance:**

Carrie Clark, President with proxy from Chris DeSantis for two items for vote today  
Julie Coy, Co-Treasurer and Secretary  
Tom Heald, Trustee at Large  
Tom Warnes, Trustee at Large  
Gary Starr, Trustee at Large

Also Present at the meeting:

Peggy Hill  
Micah Embrey  
Tim O'Sullivan  
Christy Milner  
Ben Young  
Justin McGrigor

**Call to Order:** Carrie Clark called the meeting to order at 6:05 p.m.

**Meeting Expectations, Approval of Meeting Minutes from 9/1/21**

Those wishing to speak may request recognition by the Chair by raising your hand. Once recognized, speakers 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.

Christy Milner let Carrie Clark know via email that a portion of the minutes did not accurately reflect what she said during the 9/1/21 meeting. Approval of the minutes will be tabled until the Board can review the recorded meeting and correct the minutes appropriately.

**Member Comments – 3 minutes per person**

- Tim O'Sullivan: Updated his progress on the work on his lot. Soil testing is his next step. He may need to adjust his building plans based on these results. The house plans will not be available for at least a month, once available he will submit his package to the Architectural Committee and neighbors for approval in accordance with the Covenants.

## **Revised Draft Articles and Bylaws – Discussion Before Sending to Members for Input**

***Legal Counsel Input:** The HOA's attorney suggested sending out the current draft articles and bylaws to members as soon as possible, with sections highlighted that are still under discussion and addressed in the member survey. The attorney said as the Capital Reserve Fund – there should actually be a study and plan that sets forth the per annum spending for this account and that would be incorporated into the annual budget. There shouldn't be authorized spending out of that fund except for what is already planned.*

Tom Heald asked how feedback from members should be captured when offered on the draft bylaws and articles (outside of the issues addressed by the survey).

- **Post meeting note:** Carrie created a feedback form that members can respond in, and return to the Board via email

Discussion took place on the pros and cons of section 6.2 g, placing spending limitations on the Board for use of the Contingency Fund: It was agreed to only have one question for member feedback about spending limitations in the survey and to reference it back to the Bylaw draft. Christy offered to check CCIOA on what the required notice is for an emergency special meeting (24 hours' notice or more?). The discussion turned to Contingency Fund spending on road maintenance this year. Christy Milner disagreed with Julie's synopsis of what happened with road maintenance expense and its coverage. Carrie Clark called the meeting back to a focus on the bylaws.

Tom Heald recommended releasing the current draft of the bylaws and articles of incorporation simultaneously with the survey so members can see the trend in the thinking going into it and reflect on it for themselves.

Carrie moved that the Board should send the DRAFT Articles and Bylaws to members highlighting topics we know are challenging and that will be addressed in the member survey and that the member survey be Sent out to all members at the same time. The draft Bylaws will be amended to include language from our attorney and will include the language about limiting the authority of the Board for spending from the contingency fund. Julie Coy seconded the motion. Chris DeSantis left a proxy with Carrie Clark voting approval on this motion. All Board members present voted approval. Motion passed.

## **Snowplow Committee Update**

Louisa Morrissey sent an email to the Board suggesting that the subcommittee membership should not be limited. Carrie read her email in its entirety.

Discussion took place of the pros/cons of limiting sub-committee members to one person per lot. Not all roads have a volunteer representative as of this date. It was noted that all the issues seem focused on Saddle Drive and South and North Marsh Lanes, so as many owners on those roads as possible should participate. It was suggested this is an opportunity for these members

to talk through issues and work out an agreeable approach rather than voting with majority rule. Carrie clarified that the snow plowing policy has to apply to all the secondary roads because the community is growing, and the policy has to work going forward for all. There is a draft of a snowplowing policy that can serve as a starting point for input.

So far, Ben Young and Louisa Morrissey have volunteered to be on the committee, representing their two lots. Micah Embrey and Christy Milner have also volunteered to serve, representing their one lot. Gary Starr has volunteered to serve. Sean Elias had volunteered for the subcommittee during the last Board meeting but has since withdrawn. Julie Coy volunteered to represent her road section.

Carrie moved that anyone who wishes to serve on the snowplowing committee should be allowed to volunteer and participate. Gary Starr seconded the motion. Chris DeSantis gave his proxy as a no vote on this motion as he wants one lot, one volunteer representative to the subcommittee. Tom Warnes, Gary Starr, Julie Coy, Carrie Clark voted yes. Tom Heald recused himself from the vote. The motion passed.

Gary Starr asked why Tom Heald is recusing himself from votes. Tom Heald indicated that as chair, he wishes to emphasize his role as assuring receptivity to and inclusion of all views. He will develop a process with the subcommittee that will allow all members, including himself, to express views.

### **Survey Update**

Tom Heald has sent out a couple of versions of the survey and invited Board members to take the survey as a test-run. He thanked people for taking time to offer input and has incorporated that input into his most recent version. He suggested focusing time tonight on issues where there was the most input such as snowplowing and dues.

Tom shared his screen to show the different sections as gone through. He pointed out revisions made. As comments were made and discussions took place, he made changes and notes.

Snow left on road: Tom Heald said that he will work on the language with this input. He has found a useful resource on the University of New Hampshire's website on dirt roads and snowplowing. Ben Young asked if the question pertains to the total snowpack on the road, or the snow left from each storm and suggested more clarity. Tom Heald said he would reword it. Gary Starr said it could read how much snow should plows leave on the road following a snowstorm. Carrie Clark suggested asking how much of a snow base should be retained on the road. Gary Starr said it is challenging to retain the desired base given variations in temperature, different sun exposures on different parts of the road, etc. Gary agreed that it is important to create and keep a base of snow on the road.

Ben Young thanked Tom for excellent moderation on the digital platform. Indicated that it is hard to maintain a specific quantity of snow pack due to variation in wind exposure, sun exposure, etc. Perhaps rather than asking for input from members on the number of inches of

base desired it would be more productive to ask questions to define the goals, needs, uses, and what the aims are for travel safety and road maintenance or quality. Have questions focus on developing standards and guidance rather than prescriptive depth of snow base.

Micah Embrey asked if it would be helpful for those who do plowing to get together and learn from the more experienced plow operators; and agree how to approach plowing given that people use different equipment and have different levels of experience.

With regard to member input on supporting development of a long-range plan for the reserve fund. The HOA attorney suggested proposing particular standards and asking for member input about those standards toward which road maintenance plans would be oriented. However, the Board has not yet had the chance to discuss the many options for standards. Could still invite input on how planning should be done. Carrie Clark said the questions on planning refer to the reserve fund, which requires creating a longer-term plan and some sort of study to develop it. Tom Heald said it is important to explain why this is important, how it can be addressed, and what might be done. Needs to be handled well or could be a landmine for the community going forward.

Tom will make final revisions and send version 6 out to the Board in the next day or two, and the survey will be ready to send out with the Articles and Bylaws by September 11 or 12. Tom asked to whom the email should be sent. After discussion, it was decided to send it to all members and spouses and to assume positive intentions that members won't try to over-weight their views by taking the survey many times.

Carrie asked for a time limit for survey responses. Tom Heald suggested a deadline of Sunday, September 19<sup>th</sup>, 2021. That would give several weeks for the data to inform both the Snowplowing Subcommittee and the Board's thinking prior to the annual meeting. He will send reminders to members to complete the survey.

### **Covenant Revision Work – Focus on IX.2 on Snowplowing of the Main Road**

Carrie said we will likely need a special meeting of the membership before November to pass an amendment to the Covenants on this issue. Planning for this will be the focus of the next Board meeting.

### **Other/New Business**

Carrie Clark shared that Christy Milner has let the Board know that her well has gone dry and she needs to drill a new one, and then put in pipes in trench to get the water back up to the house. Shelton Drilling said that the closer the well is to North Marsh Lane the more likely it will be that she will get water. Carrie asked if the Board/Architectural Committee for input. The well needs to be outside of the 8-foot utility easement. The board will do a site visit ASAP to provide feedback and approval so she can get started.

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

September 9/22/21, 6:00 – 8:30 p.m as a regular meeting with committee updates.

**Meeting Adjournment**

Carrie Clark moved adjournment. Julie Coy seconded. Unanimous approval for meeting adjournment at 8:23 p.m.