

TALL PINES RANCH HOA
Board Meeting Minutes
November 5, 2008 6:30 p.m.

- I. Call Meeting to Order - The meeting was called to order by Priscilla Hudson at 6:32 p.m.
- II. Roll Call – Board members present were Priscilla Hudson, Derek Powell and Barb Schlinker. Michelle Peck was present representing TMMC Property Management. Elina Hindley, PC, Hindman Sanchez was present as well as the following owners: John & Letha Wilbur, Don Hudson, Lori Powell, Doug Parker, Gary King, Monika & Peter Maerky, Gary & Candy Torrence, David Hicks, Gregg Moran, Derrell Schreiner, Kim Shugart, Stephen Polland, Larry & Sue Lawrence, Jackie & Ruben Dinkel and Harold Blomquist.
- III. Homeowner Forum – Members who signed up to speak at the meeting were offered an opportunity to discuss concerns and ask questions of the Association’s legal counsel. The following were items discussed:
 - a. The cost to the Association for conversations and meetings with legal counsel.
 - b. Owners expressed their wishes to have the neighbors be truthful in their correspondence with other neighbors.
 - c. Discussion of the findings of the evaluation from the Forest Service. There were 4 houses found to have pine beetle. Each of the houses have been advised of the trees that need to be removed.
 - d. Discussion of water meter readings. The Board advised the readings are almost complete and it does not appear that the Association will be over the allotted usage for the year.
 - e. Discussed questions regarding conflicting provisions in the Association’s documents.
 - f. Owners discussed their concern of the division in the neighborhood and would like to see increased communication, announcement of when the Board meetings are held, a newsletter to be sent to the owners and email communications.
 - g. Owners discussed that in the past it was difficult to get 3 members on the Board. The Board has never been a 5 member Board due to lack of interest in running for a Board position.
 - h. Discussed the need for a management company and why the prior management company was released.
 - i. Discussed that at the annual meeting the members voted for 5 Board members. If the Board were to increase the Board members from 3 to 5, would the Board be required to fill the open positions with the owners who were elected at the last meeting. The attorney advised that the Board appoints the positions, but are not required to appoint the people who were elected at the annual meeting as the election for two additional members at the annual meeting was not valid. Three owners further expressed their desire to have the Board increased from 3 to 5 members.
 - j. The question was presented if it is permitted to require potential Board members to state their reason for running. It was noted that you can request this information; however, it is not required by law.
 - k. An owner advised of their desire to ensure that the covenants are enforced to ensure their property values are not affected.
 - l. Discussed the Association’s Directors and Officers insurance.
 - m. Discussed who is responsible to ensure the governing documents are not in conflict. It was noted that it is the Board’s responsibility and that the Board can adopt rules and regulations to clarify ambiguous provisions of the documents.
 - n. Discussed amending the documents due to conflicts and ambiguity. Also discussed the cost to amend.
 - o. Discussed procedural questions regarding Board meetings.
 - p. Discussed covenant enforcement, specifically relating to parking. It was recommended by legal that the Board adopt a policy to clarify ambiguous provisions in the documents.
 - q. Discussed Board member conduct.
 - r. Discussed the neighborhood watch program and neighborhood directory.

- IV. Approval of Minutes – Motion to approve the minutes as presented Priscilla, 2nd Derek – all in favor, motion carried.
- V. Discussion/Vote of Directors to Increase the Board from 3 to 5 Members – Barb moved to rescind the unwritten policy of having a 3 member Board and increase the Board to 5 members. Priscilla advised that she was initially opposed to the idea of increasing from 3 to 5 Board members; however, after discussing the matter with owners, is now open to the idea, but not ready to vote on the matter without further discussion. Priscilla advised that she would be willing to second a motion to increase the Board but not as presented in Barb's motion. As such Barb withdrew her motion and the following motion was made: Barb moved to increase the Board from 3 to 5 until the next annual meeting, 2nd Priscilla. After discussion and clarification with the attorney, the motion was withdrawn. Barb then moved to increase the Board from 3 to 5 members, 2nd Priscilla. Derek moved to table the vote to allow for further discussion at the next meeting, 2nd Priscilla. Barb advised she was not in favor of tabling the motion. Priscilla questioned if Barb would like the vote at this meeting. Barb indicated she would like the Board to vote on the matter at this meeting. As such, Derek voted no, he was not in favor of increasing the Board from 3 to 5. Priscilla voted no, she was not in favor of increasing the Board from 3 to 5. Barb voted yes, she was in favor of increasing the Board from 3 to 5. As such, the majority rules and the motion to increase the Board from 3 to 5 was rejected.
- VI. Appoint Two Additional Board Members if Item V is Approved – As the motion to increase the Board was rejected, no appointment was required.
- VII. Election of Officers
 - a. Priscilla moved to nominate Derek as President, 2nd Derek – Barb opposed, majority rules – motion carried.
 - b. Priscilla moved to nominate Barb as Vice President, 2nd Derek – all in favor, motion carried.
 - c. Derek moved to nominate Priscilla as Secretary/Treasurer, 2nd Barb – all in favor, motion carried.
- VIII. Old Business
 - a. 2008 Well Readings Tabled
 - b. Perimeter Fencing Tabled
 - c. Covenant Enforcement – Open Violations Tabled
- IX. New Business
 - a. Legal Services and Fee Summary Agreement Tabled
 - b. 2009 Management Contract Tabled
 - c. Next Meeting Date Tabled
- X. Monthly Correspondence
 - a. Financial Reports and Bank Statements Tabled
 - b. Legal Status Report Tabled
- XI. Adjournment – The meeting was adjourned at 8:35 p.m. All old and new business as well as the monthly reports were tabled due to lack of time.

Next Meeting - To Be Determined