

Approved Minutes of the Regular Meeting of March 21, 2009

BLUE LAKE SPRINGS HOMEOWNERS' ASSOCIATION  
MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

DIRECTORS PRESENT: President Norm Friberg, Vice President Dave Ryniec, Treasurer Matt Salayko, Secretary Angela Logan, Directors Dick Lawlor, Teresa Rossi-Clay and Doug Rischbieter.

General Manager: Tony Abila

President Friberg called the Regular Meeting of the Board of Directors to order at 9:10 a.m.

1. **Member/Guest Introduction:** Marilyn Larson, Lot 119, Unit 13; Art Blevins, Lot 172, Unit 12; Bob Asher, Lot 468, Unit 3, & Lot 469, Unit 3; Harry & Sherry Tittle, Lot 1, Unit 12; Joe & Lucy Morgan, Lot 282, Unit 2; Mary McCalley, Lot 118, Unit 11; Joanne & Pete Padelford, Lot 70, Unit 11; Luann Baugher, Lot 801, Unit 7; Michele Stahlberg, Lot 128, Unit 10; Bob Podesta, Lot 175, Unit 10.
2. **Member/Guest Forum:** President Friberg summarized the history of the process of developing the proposed By Law Revisions; how the 2009 budget was developed; and the viewpoint of Board members who were not in favor of exempting certain lots from the 2009 assessments. He indicated that Association member's request to reconsider exempting certain lots would be considered today under New Business.

Several members expressed their concern about the following issues:

The exemption of 138 undeveloped secondary lots.

Conflict of interest for one of the Board Members in the vote to exempt certain lots.

The monetary effect in future years from exempting certain lots.

The vote for exempting lots should have gone to the membership.

An explanation specifically describing the changes to the proposed By Laws was not provided.

There was confusion of two important issues, the exemption of certain lots and the proposed By Laws. Some members were confused about what they were voting for.

Director Rossi-Clay responded that in regards to the exemption available for owners of second undeveloped lots, it is crucial to differentiate between 'member' and 'lot' and with respect to the By Laws, while Members had a minimum of 30 days to review the new By Laws and compare them to the old ones if they desired, we recognize a roadmap or highlighted comparison provided more timely would have been helpful to some.

Director Rischbieter stated that he acted solely on behalf of the Association. It was clarified that the vote to "exempt" second payments was unanimous (November); the later failed vote (December) was to "repeal" those exemptions.

Director Rossi-Clay stated that all the Board Members, as Members are constantly affected by the decisions that they make and each Board Member has been affected by the dues structure.

3. **Approval of Minutes:**
  - a) Approval of Minutes of February 2009 meeting.

Director Rossi-Clay stated that Member Forum “Comments” are for just that, “comments” and are not for lengthy diatribes of incendiary (possibly slanderous) statements. We, as a Board have a duty to the entire Membership to ensure these Minutes are not used improperly. For Members of this Board to knowingly approve false and misleading information in the Minutes is egregious. It is a striking contrast that some Board Members have made a concerted effort to restrict and even eliminate Board Member deliberations from the BOD Minutes over the past several months yet expand the Member “Comment” sections to forums for selected personal platforms and innuendo, which is a misuse and manipulation of the BOD Minutes and a distinct disservice to our Members.

President Friberg responded to Director Rossi-Clay’s comments by stating that on numerous occasions his actions or statements have been challenged, criticized or countermanded which is not productive. His obligation in summarizing lengthy member comments is to be as accurate and concise as possible even if the statement contains erroneous information.

**Director Rischbieter made a motion to accept the second revised version of the February 21, 2009 Minutes. Director Rossi-Clay seconded the motion. A roll call vote was taken: The voting results were: Director Rossi-Clay, aye; Director Lawlor, nay; Treasurer Salayko, nay; President Friberg, nay; Vice President Ryniec, aye; Secretary Logan, nay; Director Rischbieter, aye. The motion was denied.**

**Secretary Logan made a motion to accept the February 21, 2009 Minutes as presented with an amendment to page one. Director Lawlor seconded the motion. There were six ayes, and one nay. The motion passed.**

#### **4. President’s Report:**

a) Report on results of By Law Revision Special Election:

There were 801 ballots received; 756 qualified ballots; 659 ballots to approve revised By Laws; 57 Ballots to not approve revised By Laws; and 40 ballots abstained.

**Director Rossi-Clay made a motion to adopt the Member Approved BLSHA Proposed By Laws. Vice President Ryniec seconded the motion. The motion passed unanimously.**

b) Attorney’s Communication: The Board has not received a response from the Attorney to date.

#### **5. Manager’s Report:**

a) Operation’s Review:

Affidavit Certifying Results of Ballot was presented.

A BLSMWC proposal for an alternative Water Supply Study was discussed. The Long Range Planning Committee will review the proposal, which would be costly but would conceivably benefit BLSMWC, BLSHA, Sequoia Woods, CCWD, and perhaps even Pinebrook. Director Rischbieter will act as liaison between BLSMWC and BLSHA.

Due to low attendance at Pasta Night in February, Pasta Night will be cancelled on March 25th & April 22<sup>nd</sup>. Due to a lack of sign-ups for the St. Patrick’s Dinner/Dance, the event was cancelled.

- b) Flex Pass: a Project Plan for the introduction of a Flex Pass was presented. The Flex Pass will allow patrons to purchase the pass for however many days they wish and use it on days of their choice. The Board agreed to try the Flex Pass on a trial basis.
- c) Family Season Card: The Family Season Card has been increased to \$75.
- d) Association Phone Answering System (possible purchase of new system): A proposal for a new phone system was presented. This system will have more capabilities than the current system in use. The current system is five years old but was budgeted in the Reserve Fund for replacement in ten years, though the new system would be less than one-third the cost anticipated in the Reserve Study.

**Director Rischbieter made a motion to authorize the amendment to the reserve plan and accept the Advanced Com Systems Bid. Director Rossi-Clay seconded the motion. The motion passed unanimously.**

**6. Member Forum:** Several Members expressed their concerns about the actions taken by the Board in regards to the proposed By Laws and the exemption of certain lots. In summary, those concerns were reflected in a statement read by Mr. Padelford on behalf of four other members. Their concerns/opinions are summarized as follows:

The Board did not have a legal right to exempt certain lots.  
There was a conflict of interest on the Board when the vote was taken.  
There were items omitted in the proposed revision of the By Laws from the previous By Laws but not noted as part of the changes made to the By Laws.  
The process to get these By Laws approved by the membership was flawed.

Mr. Padelford's entire statement is retained with the audio recording of this meeting in the Administrative Office.

Director Rischbieter responded by stating that the Board should have, could have, posted a comparison between the old By Laws and revised By Laws. However there is nothing "missing" in the revised By Laws. The revised By Laws are sound, they govern the operation of our corporation and they are consistent with the laws that the Association must abide by.

President Friborg acknowledged that there were mistakes made in the process of bringing the proposed By Laws to the Membership, but the end product was good.

A suggestion was made that the Board review the By Laws annually and make recommendations for changes that would keep the By Laws updated.

## **7. Financial Report:**

a) Review February 2009 Financials:

Total income for February 2009 was \$89,009.24, a shortfall of (\$14,281.76) or (13.8%) against the budgeted amount.

Total expenses for February 2009 was \$78,124.04. The expenses exceeded the budget by \$2,843.04 or 3.8%.

P/L for February 2009 was \$10,885.20, a shortfall of (\$17,124.80) or (61.1%).

YTD income for 2009 was \$193,021.34, a shortfall of (\$29,530.66), or (13.3%) against the budgeted amount. YTD expenses for 2009 was \$171,852.31, exceeding the budget by \$11,328.31 or 7.1%. YTD P/L for 2009 was \$21,169.03 a shortfall of (\$40,858.97) or (65.9%) against the budgeted amount.

The beginning balance in February 2009 in the Reserve Account was \$451,946.57 and the ending balance in February 2009 was \$458,414.11.

## **8. Committee Reports:**

- A. Summer and Winter Recreation:** Vice President Ryniec reported that there was a good turnout for the February Potluck. The St. Patrick's Dinner/Dance was cancelled due to lack of attendance but regular dining did well that night.

The revised Guest Policy 1300-1 was presented and a recommendation received from the Winter Recreation Committee to terminate Policy 1300-3, Seating Policy at Social Events as obsolete.

**Director Rossi-Clay made a motion to eliminate the existing Policy 1300-3, Seating Policy at Winter Recreation Functions as recommended by the Winter Recreation Committee as obsolete. Vice President Ryniec seconded the motion. The motion passed unanimously.**

**Vice President Ryniec made a motion to accept the new Policy 1300-1, Guest Policy at Winter Recreation Functions. Director Rischbieter seconded the motion. The motion passed unanimously.**

### **B. Marketing:**

- a) Marketing Review Committee Report: Secretary Logan reported that the committee is continuing to gather information and analyze marketing efforts. A report for the Board will be presented next month.

- C. Human Resources:** Director Rossi-Clay reported that the Committee is researching dental plans with more local participating dentists.

### **D. Architectural Review/CC& R's:**

- a) Status of ARC Reviews: Two plans are pending. There is one more plan awaiting BLSMWC approval, and another awaiting a completed application form.

### **E. Facilities:**

- a) Long Range Planning Committee: Vice President Ryniec reported that all the Planning Committee's small groups have met. Their goal is to look at a plan for improvements for the next ten years.

- F. EPPOC:** EPPOC did not meet due to weather conditions.

- 9. Facilitator:** There was agreement that the Board would leave this position as is.

- 10. Old Business:** None

## **11. New Business:**

- a) Consider member's request to place exempted lots on the Spring ballot: President Friborg stated that

pending a reply from the Association Attorney, the Board's position paper, Explanation of BLSHA Board Position and Conclusions on Recent Decisions and Issues, stands. Vice President Ryniec stated that the legal decision from the Attorney should be the basis on which further action is taken.

**12. Member Comments:** Several questions were posed to the Board:

Is the Board in agreement in the actions they have taken?

Where is the Association going to come up with the \$55,000 not collected due to the exemption of certain lots?

Director Rischbieter answered the above questions.

He stated that the Board wants an answer on the exempt lots from the Attorney before moving forward.

The total income is very close to what it was last year.

We do listen to the membership and every concern presented has been answered.

**13. Adjournment:** President Friborg adjourned the regular meeting at 12:05 p.m.

**14. Closed Session:**

a) Delinquent Accounts:

**Secretary Logan made a motion to proceed with the filing of liens on the delinquent accounts in Units 1, 5, 8, 9, 10, 11, and 12. Director Lawlor seconded the motion. The motion passed unanimously.**

b) Employee Benefits

c) Employee Organization

Respectfully Submitted:

Recording Secretary Marsha Hampton

Approved for Posting: April 18, 2009

