

## December 12, 2019 - SCHOA Board Meeting Minutes

Meeting held at Totem Falls Elementary Library at 7:00pm

Members in attendance were: Colin & Kathy Murphy, Grace Jarchow, Chris Birchman, Linda Lillard, Holly Buchanan, Tami Zevenbergen(B), Michelle Haneberg(B), Anthony Rudolph(B).

**Meeting called to order** at 7:03 pm. All three board members were in attendance, quorum met.

### **Concerns about an “Illegal Meeting” due to “Improper Meeting Notification”**

Prior to the start of any business, Michelle announced that the new law requires the board to send an agenda to members as part of what is required to legally notify members of board meetings under the new law. Michelle believes the new law requires this happen 14 days in advance and because it was not, a board cannot take any votes at a meeting that members have not been properly notified of. Michelle has concerns that if the board does not make members aware of what will be discussed via an agenda, then there is no way for members to know if they wanted to attend a meeting or not. Michelle explained that she had tried to get the board to send an agenda at least seven days before the meeting; and later believed the new law required 14 days. Anthony had told Michelle at one point that 72 hours was enough time to send out an agenda, but later stated that there was no requirement to send an agenda.

Michelle also shared a written legal opinion from Phil Bastian, procured by Michelle from Phil as a personal request; not on behalf of the Board. (see email/legal opinion attached). Anthony and Tami were not privy to this legal opinion prior to seeing it alongside homeowners when presented by Michelle at the Board meeting.

**\*\*See further conversation on this matter on page 4\*\***

**A motion was made** by Tami Zevenbergen to accept Meeting Minutes for October. Seconded by Anthony and **passed 2-1**. Michelle opposed.

Michelle shared that the minutes were completely rewritten with no input from her. Tami indicated that the minutes are available to all members for ongoing comment (on a drive accessible by all board members) upon their creation. Michelle, Tami, and Anthony arrived with different versions of the minutes that were either outdated or versions that were not capable of being agreed upon.

**A motion was made** by Tami Zevenbergen to accept Meeting Minutes for November. Seconded by Anthony and **passed 2-1**. Michelle opposed.

Michelle chose to not participate in the drafting of the November minutes. Tami drafted the minutes for the November 14th meeting on November 15th due to the lack of organization presented for the board and members at the previous two meetings. It was at the request of the board that minutes be completed within a week of the meetings, so that information was still fresh in our minds in an effort to avoid the hours of back and forth discussion that they prompt of the board. The drafted November minutes were available for all board comment from Nov. 15th - Dec. 12th. Anthony made suggested

revisions. Michelle stated that despite it being her responsibility to write the minutes per our documents, Tami had already completed a version before Michelle had even had breakfast the next morning.

### **Financial Report by Anthony Rudolph - UPDATE/YTD Spending Summary**

Checking account:

Archev's:	\$4343.06
PUD:	\$134.01
Silver Lake Water:	\$71.00
Transfer to Reserves:	\$2000.00

### **Executive Session Update/New provision and future meetings**

Michelle shared that the new law regarding HOA's requires that an Executive Session be held as part of regular board meetings. The board and members discussed how to make that work. The board decided that the first 5-10 minutes of the scheduled board meeting(s) could be for the Executive Session, and potentially be held in the small room at the back of the library while members waited in the main room. Information discussed in an Executive Session is still to remain private. The board will be required to keep separate minutes for the Executive Session however.

### **"Beautification Committee" Plan** - Linda Lillard (member)

Linda Lillard provided a very thoughtful Beautification Committee Plan to the board (see attached). The plan would be an effort to build positive community. Some ideas included: friendly competitions (e.g.- best Christmas decorations), neighbors helping neighbors, create recommendations for how to spend money on common areas, and more. The board agreed to help make an effort in spearheading such a committee by doing a "call for volunteers"

### **Revision Team Update**

As of 12/12/19 The Board has not received completed documents. Revisions Team Deadline of 11/8/19 passed. Anthony spoke with Phil Bastian (Dec. 3rd), and it was indicated that Phil expected their completion on December 14th. Anthony asked if December 12th would be feasible, in an effort to make it by the board meeting and be able to proceed accordingly. On 12/12, having not received anything prior to the meeting and a notification of additional changes to the documents (after being told at November meeting they were completed) , an additional extension of 12/20/19 was provided; requesting that documents be sent as-is in an effort to proceed.

**A motion was made** by Tami Zevenbergen to Hire Condominium Law Group to review completed document or documents in their current state as of December 20, 2019. Seconded by Anthony and **passed 2-1.** Michelle opposed.

Michelle asked to go on record stating that the vote to hire Condominium Law Group was not a legal vote because an agenda wasn't provided to homeowners 14 days in advance of the (scheduled) meeting and she would like the "new attorney" informed of that.

Michelle disputes being part of the decision to hire Condominium Law Group. On Dec. 3rd Michelle was explicitly asked prior to making a decision, "Is there one you are leaning towards Michelle that we can review?", to which she responded, "I don't have my heart set on any attorney in particular." On Dec.

5th, Michelle was informed that “We are currently leaning toward CLG.....” There was no dispute about CLG (until the meeting), only an effort to convince us that the meeting was not “legal”. This meeting was made without enough notice for Michelle to attend, but she offered to attend by phone as long as it was before 8:15pm. Michelle was never contacted by phone or informed that this was the decision and would be voted on at the meeting. A meeting was hopeful for the day before and Michelle was available, but the meeting couldn’t be organized. Michelle also stated that with the large amount of money we need to start putting in reserves, that it seemed like it would be a better use of money to take those funds and add them to reserves. A discussion was had about a spending cap and there was a general agreement that a spending cap could be put on the original review of the documents. A specific dollar amount was not provided.

### **Reserve Study Update**

The Reserve Study has been completed and recently returned. It is lengthy and the Board has yet to have a chance to fully digest and circle back with The Reserve Study Group to ask questions and make possible corrections, in order to adequately inform Homeowners. The board hopes to be prepared to do so at the next meeting. The reserve study came back with an error that will need to be corrected, including the wrong chain link fence. The study recommends we begin putting \$4,000 a month into reserves. We are currently putting in \$2,000.

### **“Election Committee” Call for Volunteers**

Homeowners and the Board have expressed a desire in creating an improved election process. It is the hope of the board that an improved election process will: improve anonymity, what to do in the case of a tie, address codes of conduct for campaigning, how to improve voter “turnout,” and more. Chris Birchman (homeowner) expressed an interest in participating on the committee after offering some suggestions during the meeting. The board will also post a flyer in an effort to recruit other homeowners who might be interested in being involved.

### **Discussion and Vote on revised Fine Schedule**

A few final refinements were made to the Fine Schedule and Fine Protocol. A final adjustment was made to “Due Process” and the # of days notice provided. The board concluded that a vote to approve the Fine Schedule was needed to happen at a later date. The board will be sending ALL homeowners notification of the changes, prior to voting. The board needs to confirm the notification requirements if we consider the Fine Schedule a “change to the RULES”.

### **Waterfall Update**

The sump pump at the waterfall failed and needed replacement. The waterfall was running slow; Craig from Avalon Aquatics came out and discovered the vault, where water drains back into the waterfall for pumping had filled up with sand, debris and water. He cleared it out after gaining access. Craig will be getting a key so that he can check on it more regularly.

### **Recording Meetings/Private YouTube Channel for homeowners**

Anthony shared that he would like to begin recording meetings for members to be able to view on a private YouTube channel. This would allow members to be able to view the entire meeting in context without interruption.

## **Meeting Adjourned at 9:05pm**

### **Continued from above- Concerns about an Illegal Meeting**

\*\*Anthony and Tami do not agree with Michelle or Phil's legal opinion. While they do believe providing an agenda, when possible is good practice, it is not required in order to have a regularly scheduled Board meeting and conduct business. Tami and Anthony feel the RCW (64.90.445) is quite clear, as provided by Michelle, reads "(f) Unless the meeting is included in a schedule given to the unit owners or the meeting is called to deal with an emergency, the secretary or other officer specified in the organizational documents must provide notice of each board meeting to each board member and to the unit owners. The notice must be given at least fourteen days before the meeting and must state the time, date, place, and agenda of the meeting."

As such, Tami and Anthony do not believe an agenda is required for a regularly scheduled meeting, which our meetings are. Homeowners have been well informed of the meeting dates and welcome to observe and participate. Were we actually required to provide notice, we would need to snail mail our 101 Homeowners NOT on email notification prior to EVERY meeting, along with the 209 on the email notification list. This would come at a significant cost to the association and would require us to know what we were going to talk about in order to have an agenda nearly 2.5 weeks before every meeting, as a homeowner in attendance pointed out.

Board Meetings are intended for the purpose of the Board to conduct business and make decisions on behalf of homeowners.

Anthony stated he would have liked to provide an agenda for the last meeting but was waiting to hear back from Phil on the status of the documents that had been indicated as "completed" at the November meeting. Nothing had been heard since 11/18, the last scheduled revision team meeting. Anthony emailed Phil on 12/3 requesting an update for the meeting and inquiring about a 12/12/19 completion deadline vs 12/14/19 in an effort to give homeowners an update.

Michelle started an agenda on Monday Dec. 2nd, hoping to send it out via email (not snail mail) that week, Wednesday or Thursday, 7 days in advance of the meeting. All three Board members actively participated in and had equal access for the creation of the agenda from Dec. 2nd until the meeting, Dec. 12th.