

## Timbrshor Board Of Directors Meeting

February 16, 2017

### Via Conference Call

#### I. Call To Order

- Tom Cox opened the meeting at 4:33 pm (MST).
- Board members attending:
  - Tom Cox, Jim Cole, Dan McCarthy, Blake Johnson, Doug Rotondi
- Guests attending:
  - Rob Erickson (The Association's Attorney)

#### II. Motions

- Motion 1- Dan moved and Blake seconded that the Board promptly address and resolve all issues pertaining to the septic project ("Project") to move the Project forward and not lose the opportunity to get the Project completed before the end of May.
  - Approved by a vote of 5-0.
- Motion 2- Dan moved and Blake seconded that because Directors are precluded from receiving any "compensation" under the HOA's by-laws, that no Director should have their privately owned septic tank costs covered or reimbursed under the septic plan, and further suggested that: (a) the HOA should continue to pay for the privately owned septic tank costs of the other owners shown on the tank modification list in the draft contract ("Tank Modification List") since that work needs to be done in order to secure State and County certification for the new system which is critical to the Project ("Certifications"), but that we ask those owners to voluntarily consider paying for all or a portion of those costs since they will be receiving a significant benefit from the HOA; (b) that the costs of drain field dose tanks should be paid for by the HOA since they are drain field expenses; (c) that we ask HEI to promptly provide the Board with a full description of the work and plans for all septic tanks that need to be modified in order to obtain Certifications; (d) that we ask the HOA's attorney to promptly provide the Board with the short agreement mentioned in Motion 7 below; (e) that two Directors take on the responsibility of providing the aforementioned plans and agreements to the effected owners and obtaining their consent and approval to do such work; and (f) that each Director take on the responsibility of doing whatever septic tank work needs to be done at his unit, and that they coordinate with HEI to make sure that such work will enable the HOA to receive the necessary Certifications.
  - A discussion was held regarding the voluntary payment proposal in the motion. Clarification was provided by Blake. Further discussion was held regarding the handling of unit 311's drain field shift due to the system design.
  - It was agreed that all Directors will share in contacting members as assigned.
  - It was agreed that the official demarcation point between what is owned/maintained by a unit owner and what is owned/maintained by the community system occurs after the septic tank.
  - It was agreed that a diagram showing the proposed tank location will be provided with the HEI description of the work.

- Approved by a vote of 5-0.
- Motion 3- Dan moved and Blake seconded that all septic tank work requiring Certification should be identified in a single document so that it can be treated in a consistent fashion, with the caveat that Directors pay for their work and that the other owners are asked to voluntarily contribute.
  - Approved by a vote of 5-0.
- Motion 4- Dan moved and Blake seconded that Tom provide an explanation to the Board as to why he believes that the HOA's interests are best served by entering into a fixed price contract with TCI to do the Tank Modification work for \$70,000.
  - Tom stated that the primary reason was to avoid having multiple contractors on-site working simultaneously, yet independently from TCI, all trying to get their work done per specifications.
  - Approved by a vote of 5-0.
- Motion 5- Dan moved and Blake seconded that we get bids from local contractors for the Tank Modification work, and recommend that he and Blake take responsibility for getting those bids and reporting back to the Board so that the Board may evaluate and make decisions that are in the best interests of the HOA.
  - Approved by a vote of 5-0.
- Motion 6- Dan moved and Blake seconded that the User Agreement not interfere or intrude upon the private property rights of owners and that we ask the HOA's attorney to promptly make the appropriate changes and provide a revised draft of the User Agreement to the Board for review and approval.
  - Approved by a vote of 5-0.
- Motion 7- Dan moved and Blake seconded that we have a short separate agreement with owners that will be having their septic tank costs paid for by the HOA, and that we ask the HOA's attorney to promptly prepare and provide that document to the Board for its review and approval.
  - Approved by a vote of 5-0.
- Motion 8- Dan moved and Blake seconded that the Board promptly receive and consider a report from the HOA's attorney on the pros and cons of proceeding with the Project regardless of whether the Rys Sikora appeal to the DEQ is resolved, while recognizing that all owners have every right to pursue and exercise their legal rights.
  - Discussion was held in regards to the Rys Sikora's response before the Board of Environmental Review filed on February 16, 2017 pertaining to the procedural requirement for additional information specific to their claim appealing the DEQ approval.

- Rob provided the Board with his pros and cons associated with proceeding considering the current situation. It was noted that this situation would not preclude us from proceeding with the project.
  - Approved 4-0 (Doug had to depart from the meeting shortly before this vote was taken).
- Motion 9- Dan moved and Blake seconded that, as decided at the last Board meeting, that all owners be promptly updated on the status of the Project and significant issues, particularly the increase in the Project's costs that are nearing an average of approximately \$14-15,000 per unit, and are looking forward to seeing a draft briefing report from Tom as soon as reasonably possible.
  - Tom will provide an updated version of the proposed member communication to the Directors for a final review.
  - Approved by a vote of 5-0.
- Motion 10- Dan moved and Blake seconded changing TCI's contract so that Tank Modification work is optional, which will allow us to use local contractors if their bids are significantly below the \$70,000 quoted by TCI.
  - Rob will review and update the contract accordingly.
  - Approved by a vote of 5-0.
- Motion 11- Dan moved and Blake seconded that while Tom will continue to lead and coordinate matters with TCI and HEI, he shall keep the Board advised of all significant issues.
  - Approved by a vote of 5-0.
- Motion 12- Dan moved and Blake seconded that to ensure that the Project is properly supported at this critical phase, and to prepare for Tom's transition off of the Board, that other Directors, with Tom's assistance, should take on additional tasks and responsibilities.
  - Approved by a vote of 5-0.
- Motion 13- Dan moved and Blake seconded that the Secretary shall post all minutes to the HOA's web site promptly after they are approved by the Board so that members have prompt access to Board actions.
  - Chairman agreed to provide the Secretary the necessary information for such posting
  - Approved by a vote of 5-0.
- There was also a discussion that after changes are made to the construction contract with TCI to make the Tank Modification work optional, that a final version of the contract will be sent by Tom to the Board for final review and approval so that the contract may be executed in sufficient time to ensure completion of TCI's portion of the Project by May of 2017.

### **III. Meeting Adjournment**

- Dan motioned, Blake seconded, and Tom adjourned the meeting at 6:06pm.
- Approved by a vote of 4-0 (Doug had left the meeting prior to this vote).