



# Sunlight Waters CC Board Meeting Minutes (Feb 2019)

## Call to order

Call to order at 9:59 Feb 9 2019

## Roll call

Terry Clinton (Treasurer), Kym Codomo (Trustee), Chris Felstad (Trustee), James Ihrke (Vice President), Jeannine Takaki (Secretary), April Streiff (Trustee), Jim Moehring (President/Chair)

## Absent

Bonny Williams (excused for medical reasons)

## Minutes

Passed around the printed minutes sheet.

A motion was made to approve the minutes; seconded and approved unanimously.

## Opening remarks

The Chairman clarified that the meeting procedure is to allow each person recognized by the Chair a maximum of five (5) minutes to speak. No answer will be given immediately, but we will discuss it and give a response soon. Guests should use the sign-up sheet.

## Guests

### Guest 1: Variance requested to keep goats

The resident explained his experience keeping goats and suggested that the goats could be used for fuel abatement for unmowed or steep lots. He requested the Association allow him to keep the goats for this purpose. Some discussion and questions followed.

## Guest 2: Multiple issues

Suggest that Board meeting be moved to larger area to accommodate increased number of guests.

Discussed anonymous letter that caused some problems in the community.

Asked about moderation of the official FB page. Kym (an admin of the site) explained that only the initial post is approved or not; thereafter comments are not reviewed. If the comments get out of hand, the entire posting is removed

Raised issues with use of Executive Session by the Board.

## Treasurer Report

Terry Clinton hadn't had time to completely go over the books but on initial review, reported the following:

- Combined checking and savings balance of \$170,798.44. That includes the checking account, the debit card on that account, the CD, and the savings account for lot elimination.
- Long term liabilities are \$11076.22 (for caretaker's residence)
- \$4460.23 was deposited in January for dues

A motion was made to approve the treasurer's report; seconded and approved unanimously.

## Correspondence

none

## Unfinished business

### Chipper program

The Chair has been trying to contact the Fire Chief for when it is going to happen. No response.

Also, the Fire Department might station one of their fire trucks on our property. This would be great for the community for our fire insurance and to respond to fires more quickly. Still waiting to hear from the new fire chief. Next month we'll have an update.

What is the Chipper Program? It is part of the Firewise program, intended for people to do pruning on trees – like low hanging branches to remove limbs close to the ground. The recommendation is to trim trees up 3-5 feet so that grass fires don't move into the trees. To

facilitate this, the Fire Department sends out a crew with a chipper on a weekend (probably in April). You stack your pile next to road and they chip it up for free.

Last year we had a new Fire Chief who didn't know about the program, so the community did the chipping with volunteers and a rented chipper.

This year, the procedure is to sign up in advance with the Thorp fire department, which lets them plan resources. Information about what you can chip, and where to sign up, will be placed on the Sunlight Waters web site. **Contact the Thorp Fire Dept to get on the list.**

NOTE: The Board cannot do a mailing on this because it costs a couple hundred dollars. For more information, watch the bulletin board, Facebook, or the web site.

### Pool volunteers and schedule

Volunteers are needed for pool opening and closing. The community cannot pay someone to open and close the pool each day.

Generally, it takes two (2) hours to open and one (1) hour to close. Training will be provided if you are interested. See the Facilities Manager in the SWCC office to volunteer.

### Response to issues

A guest had previously provided to the Board a list of issues. The President prepared a written statement addressing these issues. During the meeting, the issues were read aloud, together with the responses. The full text of the responses is available in these minutes as an [Appendix](#).

An issue summary follows:

- **Executive Session** is a common part of any Board meeting, and we have always done it. Executive Session is used if the Board has to discuss something and keep people's names private.
- **Nonuniform enforcement of covenants:** See Appendix
- **Improper covenants:** The Board is in the process of getting a legal opinion and will share the results at a later meeting. The interim report from the attorney will be discussed during Unfinished Business.
- **Removal of treasurer:** The by-laws state that no cause is required. The Vice-President pointed out an oversight in the explanation, which mentions Article 6.7 (Removal of officers or vacancies) but fails to mention Article 4.3 (Removal of trustees).
- A question was asked about the definition of Trustees vs. officers. Removal of an officer pertains only to the President, Vice President, Treasurer, Secretary. Removing a Trustee from the Board is a different process.

- **General concerns about adherence to rules:** The list of concerns includes the name “Oversight Committee” and “Advisory Committee.” However, by Article 5, a committee must be formed by the board and must include 2 or more trustees. The Board agrees that we need to play by the rules and use the by-laws, and avoid making exceptions. The Chair asked that the community understand that the Board are volunteers who are doing the best we can.
- **Participation in meetings:** The Vice-President noted that, in the by-laws Article 4.4.4 (Open meetings and executive sessions) anyone is entitled to attend but “is not entitled to participate”. However, this Board has specifically allowed open floor time for guests. The reason is that the Board wants to communicate with the community and keep open lines of communications. There is no intent to prevent people from speaking.
- **Attorney opinion:** An attorney has been enlisted to provide a legal opinion on certain issues raised. The attorney is now writing up a letter, and has directed us to other entities to get specialized information. The community should be aware that this is expensive.
- **Enforcement of violations:** When someone has reported a complaint – for example, junk cars in the yard – the Board is obligated to enforce. The action is not arbitrary. The Board must respond to complaints, but does not want to have to start enforcing all the possible infractions.
- **Removing Treasurer:** The article supporting removal of an officer is stipulated in the by-laws. There is no further need to clarify this legally.
- **Anonymous complaints:** Recently, some people in the community received a letter sent under a fictitious name, detailing complaints and allegations. This is a community issue. We prefer to work out these problems without resort to an attorney, to avoid spending money.

### **Concluding remarks**

Spring is coming, with issues like Firewise, ensuring the pool can open, removing brush, etc. Unfortunately our meetings have been consumed with these legal issues. The Board understands the issues raised but asks that further discussion be terminated, to proceed with meeting business.

## New business

### Baker building

The Fire District has proposed that they station their new fire truck in our community. However, the Baker Building does not meet requirements. Instead, they would put up a building beside the Baker Bldg., leasing our land, and possibly use the bathroom in the Baker Building.

The Chair also notes that the Water Department has been dumping their gravel in the Baker Building yard. This might need to stop if the Fire Department uses the area.

### Poker night

Some members have expressed interest in having a poker night. Kym asked if we might move forward on this and some discussion ensued:

- Can we offer gift cards, given our nonprofit status?
- Shouldn't the community do this, rather than the Board?
- How about if we call it an Entertainment Night, to avoid the gambling connotation?

A motion was made to approve \$50 for a poker night. An amendment was proposed that the name be "Community Entertainment night" instead.

The amendment and motion were unanimously approved.

The Community Entertainment Night will take place on **March 9 at 7:00 PM.**

### Process for and cost of legal issues

A guest asked that Board require people to file a legal complaint before making demands.

The Vice-President explained that a leading nonprofit attorney has opined that the burden of proof is on the person making the complaint and the Board does not need to proactively obtain legal counsel.

## Executive Session

Executive Session started around 11:15 (some delay while people were filing out). Issues discussed:

- Baker building
- security cameras on the clubhouse building
- Possible exception for goats
- Status of the special assessment for road maintenance
- Reserve account

- Change to name of one saving account to make purpose clearer
- Possibility of using electronic voting system rather than plates
- Realtor analysis on caretaker's house

Exited Executive Session at 11:37 AM.

## Open Floor

The Chair laid out the rules for keeping Open Floor productive:

- Guests should raise their hand. When acknowledged, state your name and where you live.
- If you are not a property owner (renter, agent, etc.) you cannot speak.

### Guest A

As a president of an HOA elsewhere, he appreciates the work and accepts the Board's good intentions.

Communication: the home page is good, what happened to the newsletter? I realize they cost money, but perhaps the web site could be used to share information.

By-laws: Knowing the by-laws is essential to be a better member of the community. This is not a for profit corporation; we are all paying members. As a corporation and not an HOA, there are some questions about where the powers and duties enumerated for the trustees are described. Do any portions of RCW 64.36 (homeowners association) pertain?

The Chair said that he would look into it. In general, the Board operates using the bylaws and thus their content is important to us.

### Guest B

Meetings: The Board meeting room is too small, and guests cannot fit in the room or hear what is going on.

The Vice President acknowledged the problem, given the record turnout. The Board would like to accommodate more attendees in future, but please understand that some work is involved in moving tables etc.

The Chair also acknowledged that it is difficult for guests to hear and said he would consider some better way to do the meetings.

All guests were thanked for coming out to the Board meeting. This shows good community spirit.

## Adjournment and approval

At 11:47 AM, a motion was made and seconded to adjourn the meeting. Unanimously approved.

## Revision History

2/8/2019	Source document created
2/14/2019	Moved rough notes into Minutes template
2/22/2019	Added Jim's doc as Appendix. Revision. Redacted exec session notes.
2/22/2019	First draft sent to Board for review
3/6/2019	Incorporated review comments from Jim and Terry. Other revisions (removal of personal names, use of passive voice, etc.) per Rules of Order.
3/9/2019	Minutes approved at March 2019 Board meeting.
3/18/2019	Formatted issues summary as bulleted list. Fixed one typo. Converted to PDF and sent to Webmaster

## Appendices

### Appendix 1: Statement from Chairman of Board

The following text is as received from the chair. He read this response aloud in the meeting.

1-20-2019

## Sunlight Waters Country Club

*Lack of Transparency: The reason we didn't advertise the meeting of 12-29-18 was to spare Val Barschaw embarrassment, since the main purpose of the meeting was to have a vote to remove her as Treasurer and Trustee. In hindsight, we would have publicized the meeting.*

*Nonuniform enforcement of covenants: I believe this one is directed at me, Jim Moehring and my Sister in Law Linda Lennon. When Linda decided to put the shed on her property on Morrison Canyon about 3or 4 years ago, I was not a board member. She knew, just like others in the neighborhood, that she was in a risky situation if a complaint was leveled against her; but that never happened. Just for the record, we all know of several people in the Community that are living in illegal structures, so she wasn't alone. The board doesn't typically go after people*

*where there are no complaints and the County codes are what we follow in making decisions one way or another.*

*As far as the caretaker house is concerned, it was offered to two other individuals in the neighborhood before it was offered to Linda and they refused the offer. She has been living there for the winter months and paying 240.00 per month cash and working off the rest of the rent by putting labor back into the house for cleanup purposes (40 hours@14.00hr), for 800.00 total rent per month. The Board has already decided it would be prudent to keep her living in the house to keep it heated (woodstove heated) and attended to while she continues to renovate the interior, with mainly paint, many cleaning products, installing blinds, ripping out carpets, etc. Few people could have had the stomach to spend time there in the first couple of months with all the stench from animal waste and who knows what else. Since the live in Caretaker situation failed, we found that using competent handymen, who would never consider a home of that stature, is the way to go. It will be our goal to sell the home this Spring and are in the process of getting a market analysis. Because Linda has been so diligent in making the Caretaker house presentable enough to put on the market, my goal would be to offer it first to her, at market value, if she could swing it financially and at the same time make her a legal homeowner; with board approval, of course.*

*DCR's: The board has heard you and listened about how the DCR's were changed. It's our position that the vote to make the change was done legally and if you want to change it back to the old, you can do that following the process outlined in the new DCR's.*

*Removal of Treasurer: The removal of the Treasurer was not voted on in Executive session as you asserted in your "list of concerns", but the vote was taken in open session per the Article 6.7 (removal of Officers) of our Bylaws which is the proper method to take that action. You also noted that the board acted "without cause" which the bylaws state can be done; however, we had several reasons to make the move. The most important; we were at risk of losing several of our board members because of Val's condescending way of interacting at the meetings. Val also changed the email address with our bank from the Sunlight Waters CC to her Husband's email address without telling the Board. She had scolded us in the past for sending her information to that email address because she seldom checked it. Val was out of control.*

*You first named your group "Oversight Committee" and now have renamed it "Advisory Committee", but as much as we appreciated a name that is less inflammatory, per Article V of the bylaws a Committee must be formed by the Board and must include two or more Trustees.*

*In your closing you state that it is your desire to promote harmonious coexistence in our community, avoid legal challenges and we need to adhere to the rules to achieve that goal. Unfortunately, your list of concerns condemns the board on each subject before you gave us the*

*chance to respond. Now that we have responded, I hope in the future you can give us the benefit of the doubt and ask for reasons we have done things in lieu of accusatory statements that only serve to incite the Community. As Board members, our desire is to better our community and hope we can all work together to this end.*