

October Minutes of the High Valley Country Club

Board of Trustees

October 18, 2014

I. Call to order

President Duncan called to order the regular meeting of the **High Valley Country Club Board of Trustees** at **9:00 a.m.** on **October 18, 2014** in the **High Valley Clubhouse**.

II. Roll call

Trustees Present: John Anderson, Judy Ashley-Rice, Bob Conklin, Susan Duncan, Ernie Enz, Toni Just, Jarl Peterson, Dennis Riebe,

Trustees Absent: Johnny Emtman

Employees Present: Rick Jenkins, Koeta Imhof, Amanda Meekhof

Guests Present: Tom Tull, Tom Miller, Dude Sinkey, Jan Anderson, Bill Rice, Clare & Bob Lyon, Larry Fale

III. Quorum Declaration: A quorum was declared

IV. Reminders: Board meetings are recorded.

V. Approval of the Minutes:

Conklin made a **motion** to *approve the September minutes as written*. The motion was seconded and carried.

VI. Financial Report: The financial report was reviewed and clarified.

VII. Secretary's Report- Riebe

- A suggestion was made regarding adding users fees for swimming and golf. That would require a change in the bylaws.
- A member questioned the wording in the August minutes regarding Board members teleconferencing – thinking by the wording that the teleconferences would be private. *Teleconferencing would be for public meetings.*
- An email with many comments was received: suggesting resignations from many board members for not doing their job, demanding an outside audit next year *it was voted at the Annual Membership Meeting to have an outside Audit every 5 years and internal audits in between*, Requesting to see the insurance coverage for catastrophic events *is checking with the insurance company*, questioning the benches on the deck upstairs *verified with Lewis County*, people have been seen using the fire escape *it is posted for emergency use only.*

VIII. Guest Comments:

Guest Tull – questions if the pool contract was in place at the time that the assessment went out and is it legal to charge for the assessment if there isn't a contract? *The pool committee sought bids, used past information to determine an approximate cost.*

Guest Sinkey – still questions the releasing of the attorney, states teleconferencing is not legal, and the President needs to resign for not following protocol.

IX. Agenda Approval:

Ashley-Rice made a **motion** to approve the agenda as corrected. The motion was seconded and carried.

X. Department Reports:

Operations Report – Jenkins

- Meter installation continues – have about 59 in inventory. Once HVP 6 is complete will just have 7, 8 & 11 left.
- Most repairs to installed meters are complete
- The valve repair at Tatoosh & Cannon is on hold right now
- Additional meter parts have been ordered and will cost about \$1384
- Picked up another saws all – with the battery and charger – paid for it out of the tool budget.
- Visa debit cards were compromised, new cards have been activated.
- The golf course has been fertilized, elk fences are up, the porta potty will be picked up on the 28th, the greens mower needs some work but Randi will look at it and see if he can complete the repairs but at some point we are going to need to be thinking about a new one.
- The pool work is going well.
- The basketball net was replaced, will probably need to put a whole new hoop up at some point.
- The exterminator was supposed to spray for flies/bugs yesterday.

1. Water Report – Enz

Use is down again; will probably need another part time person to help with maintenance, the golf course and water next summer; physical security for

the wells is intact and adequate.

2. **Golf Report** – Conklin

The course is in winter mode, the elk fences are up, the dead tree will be removed by B & B Backhoe and the home owner is to pay for the removal.

3. **Clubhouse** – Ashley-Rice

We are in the off season but plan on doing some fall pruning and plant clean up, going to go over the financial information and see where we stand, looking to form a committee for future planning, going to get an ‘as built’ drawing, create a list of budget and safety issues, work with the golf and pool trustees about the common areas, schedule a meet and greet with personnel for input, create a wish list for the Women’s Club, review maintenance items to repair and replace. President Duncan added that the people using the Clubhouse in the off season are not cleaning up after themselves and we need a plan for holding them accountable.

4. **Pool** – Peterson

After completing a walk-through – things are looking good. The water heater for the bathrooms needs replaced before the furnaces are installed and is estimated to cost between \$600 & \$800 dollars – Randi can install it. Jenkins advises that Ace can get it for us at a reasonable cost. Conkin made a ***motion to approve spending \$560 + tax to purchase a new water heater for the pool bathrooms.*** The motion was seconded and carried. Plumbing issues have been identified in the main drains for all 3 pools and will cost approximately \$12,000 to repair – but was factored into the estimates. The process for putting the assessment in place prior to the pool contract was explained by Duncan.

5. **Property Committee** – Ashly-Rice

At the 10/1/14 meeting the Property Committee (PC) reviewed:

- The attorney’s comments in regards to amendments to the 1991 Covenants and requested Board input on Covenant Amendments, Policy & Procedures and Forms to be returned November 3, 2014.
- The HVCC insurance documents and requested additional clarification and definition to the limits/exclusions of the liability coverage which the President is looking into. Request return November 3, 2014.

The PC also replied to the President’s request for documentation that would give it more autonomy with the following statement:

“It only takes one drive through the parks in this community to see the enforcement of the Declaration of Protective Covenants, Conditions & Restrictions has failed.

Numerous Boards of Trustees and Property Committees have come and gone since the formation of High Valley. Upon reviewing our history, our archives indicate numerous committees have attempted to enforce the covenants and numerous times the Board of Trustees have failed to act. The Membership continues to lose faith in our abilities and our home, we call High Valley, continues to decline.

Today empowered by the Membership of High Valley, the Property Committee acts independent of the Board of Trustees. According to the Membership vote, we are a standing committee, whose members are elected to conduct meetings in conformance with Robert's rules of Order for the sole purpose of enforcing the Declaration of Protective Covenants, Conditions and Restrictions. The Property Committee was founded to perform this ongoing function and remain in existence for the life of the membership that established us. Therefore we are and will continue to operate as per the Resolution adopted by the Board on August 16, 2014 and the 1991 Declaration of Protective Covenants, Conditions and Restrictions to enforce the Covenants. We will correspond with the Property Trustee passing reports and information to the Board. However be assured we report and take direction from the Membership of High Valley.

The Property Committee asks for co-operation from the Board of Trustees and must recognize the value and contributions of each other's governing body. We must mutually work towards the greater good of the High Valley and the Membership which oversees all of us and has placed their trust in us to act on their behalf."

The PC has received 4 reports regarding 2 properties. The County is involved in one property and the other property is under review.

Anderson made a **motion** *to approve adding Property Committee Inquiry or Report of Covenant Non-Compliance form to HVCC website (with additions or deletions to the form as noted) and to place brochure cases in 2 locations (Clubhouse & Maintenance Office) for 24 hour membership access.* The motion was seconded and carried.

Anderson made a **motion** *to allocate up to \$400 to the PC to be used for expenses, submitted with receipts for replenishing.* The motion was seconded and carried.

The PC would also like to have some office space to keep information on premise, confidential and secure.

XI. Reserve Analysis Committee – Riebe

We need to determine how we are going to set this up – 1 fund or several? Anderson **moves** *to separate water from the other departments in the reserves account.* The motion was seconded and carried.

Each department is to provide Trustee Riebe, within 2 weeks, with replacement/repair estimates for the next 10 years.

XII. Budget Committee/Special Projects – Anderson

- The remodel upstairs will begin next week. Ashley-Rice will assist in moving and storing items.
- The Budget Prep Information booklet was shared with the Board. The plan is to use 3 years of data to project costs.
- Would like to have access to the file/drive kept in the CH safe to prepare reports and proof.

Ashley-Rice made a **motion** *to allow John Anderson access to financial records on a flash drive, supplied by the bookkeeper.* The motion was seconded and carried.

Just made a **motion** *to accept the Confidentiality Disclosure Agreement for the Budget Committee.* The motion was seconded and carried.

XIII. Old Business/Action Pending

1. Riebe proposes clarifying the August minutes regarding the Hillard release from liability to read:

“Based on research and advice of legal counsel, the Board has determined that it will not release any outside consultants from liability for their work. This is true for consultants that have performed work for HVCC in the past, and for consultants that will perform work in the future.

The reason for this decision by the Board is that if HVCC acted based on a consultant’s professional advice, and that advice is not correct, the consultant could be potentially liable for providing that information. To release the consultants would prevent the HVCC from pursuing a liability claim in the future, should one be warranted.”

Anderson made a **motion** *to approve the water shutoff policy.* The motion was seconded and carried.

Changes:

Line 113 - Give a receipt if paid in the field.

Line 121 – change commission to board

Lines 152-154 has typographical errors

Line 161 – out of the bylaws

Items 8 & 9 on the last page should move to page 1

Lines 125 – 130 – reverse the paragraphs

Line 19 – retitle the paragraph or the policy

Line 142 – How to make arrangements – 12 % interest, unable for most, change so that there is no interest if repaid within one year and remain current.

Imhof would like to turn the water off on foreclosed lots and unoccupied properties with past dues.

Peterson made a **motion** *to approve the Water Shut Off Policy with corrections*. The motion was seconded and carried.

2. The webmaster has had ill family members, but things should be moving along soon.
3. Future Planning/Goals – need to complete a SWOT analysis – Strengths, Weaknesses, Opportunities, Threats
4. Lewis County Property – Member donation to purchase – no word from the county yet.
5. Policy Manual Update – copies will be provided at the next meeting.
6. Annual Meeting Voting Process – proposal given to the Board for review.
7. Proposed By-Law changes – provide a heads up in the January newsletter and the ballot in with the new trustee ballots.

The existing By-Law group was improperly formed and is no longer functioning. A formal committee will be formed by the Board. A call for members will be added to the January Newsletter.

Just made a **motion** *to have an Assistant to the Treasurer*. The motion was seconded and carried.

Just made a **motion** *to nominate John Anderson to be the Assistant to the Treasure*. The motion was seconded and carried.

8. Imhof found the secretary notebook from 2003/2004 and provided to the Board.

XIV. New business

1. Records – Thank you to Dude Sinkey who provided 2 years of missing records.

2. A notebook of motions will be assembled. From 2010 to the present will be provided by Amanda; from 1960 – 2010 is needed.

XV. Other

- There will not be restrooms available for the golf course after 10/28/14 due to the removal of the porta potty and the winterization of the restrooms.
- Enz suggests considering a membership card with the household members printed on it.
- The Christmas Potluck is going to be on 12/13 at 6 p.m. and people should bring their own place settings.

XVI. Adjournment

President Duncan adjourned the meeting at 12:28 p.m.