

PINE MEADOW RANCH OWNERS ASSOCIATION
MONTHLY BOARD MEETING
VIA ZOOM VIDEO CONFERENCE
AUGUST 18, 2020

In Attendance: Pamela Middleton, President; Nick Jackson, Vice President; Michelle Suitor, Secretary; Andrew Pagel, Treasurer; Tom Brace (Area 1); Bennett Wetch (Area 2); Nicole Irving (Area 4); Bruce Hutchinson (Area 5); Paul Suitor (Area 6); George Sears (Area 7).

Ex Officio: Jody Robinson, Ranch Manager; Robert Rosing, HOA Legal Counsel

Excused: Joe Pagel (Area 3)

Guests: Randy Huntress, Lot PI-F-46; Chris Price, Architect for Lot PI-F-51; Samantha and Drew Lange, Lot PI-F-51; Nolan Mitchell, Lot F-17; Greg Morrell, Lot FM-D-116; Amy Wright, Lot FM-C-57; Brad Sofronas, Lot PI-E-61; Mike Ochtebec, Lot PI-B-24, Raquel Donati, Lot FM-D-87-B.

Pamela Middleton called the virtual meeting to order at 6:34 p.m.

Approval of Minutes

July 21, 2020

Pamela Middleton referred to page 4, second sentence of the Water Board Report, and changed Carol Groot to correctly read Cheryl Groot.

Ms. Middleton referred to page 5, second full paragraph, second to the last sentence, and changed broadcase email to correctly read **broadcast** email.

Ms. Middleton referred to page 9, second paragraph from the bottom, and changed “Mr. Suitor pointed out there were several properties with horses down by Mr. Jackson’s lot” to correctly read “...**fences** down by Mr. Jackson’s lot”. On that same page, the second paragraph, and changed “If Mr. Jackson could use a horse locker...” to correctly read **horse walker**. The same correction should be made in the second sentence.

Ms. Middleton referred to page 11, middle of the page, which reads, “needs to amend the rules months before the meeting”. She clarified it was an Annual Meeting.

Ms. Middleton referred to page 14, second paragraph, second sentence, and changed “below where Oak Roads come up to correctly read Oak **Road**. At the bottom of the same paragraph, which reads, “if that happens, they call the ranch owner. She pointed out that it should correctly read call **the rancher**. Ms. Middleton referred to the last sentence and changed “Blue Sky Ranch if cattle is on his property” to correctly read, **are** on his property.

Nick Jackson referred to the full first paragraph on page 10, which read “Mr. Jackson asked if there was anything in the guidelines that would prevent the fence” and noted that the minutes should be corrected to reflect that Bennett Wetch was the one who asked the question.

MOTION: Pamela Middleton moved to approve the Minutes of July 21, 2020 as corrected. Nick Jackson seconded the motion.

VOTE: The motion passed. Michelle Sutor, Tom Brace, Bruce Hutchinson, and Andrew Pagel abstained from the vote. Nicole Irving and George Sears were not present for the vote.

Ranch Manager Report

Jody had obtained two slurry and crack seal bids. He and Randy contacted several companies and only two responded. One bid for on-site asphalt for the crack sealing and slurry sealing was \$105,143. Andersen Asphalt, which is the company who did it three years ago, bid \$64,700. Ms. Middleton thought they should go with Andersen Asphalt since that bid was closer to the amount Jody expected. Jody stated that he needed Board approval so he could schedule it for September.

MOTION: Pamela Middleton moved to approve the bid from Anderson Asphalt in the amount of \$64,700. Bruce Hutchinson seconded the motion.

VOTE: The motion passed unanimously. Nicole Irving and George Sears were not present for the vote.

Jody reported that they were still graveling the roads. He is not able to get dump trucks for the next couple of weeks and he was still using the small dump truck to haul gravel so they can keep working.

Jody stated that he and Randy were cleaning bar ditches. Jody was still working with Mr. Rosing on getting the Internet company to repair the asphalt. Mr. Rosing stated that the amount to hold the internet company liable for was approximately a few hundred dollars. Mr. Rosing had encouraged Jody to work with the internet company instead of charging legal fees for his time. Jody was willing to contact the company to see if they would help with the cost. Jody pointed out that the asphalt needed to be repaired regardless.

Jody noted that he previously informed the Board that the tractor needed transmission repairs and he had scheduled it for August 28th. He had no idea what the repairs would cost. Ms. Middleton pointed out that there was repair money in the budget.

Mr. Jackson assumed the grading was done for now while the fire danger is high. He was still receiving questions about Bull Moose just past Forgotten Lane. Jody stated that he was not able to grade unless it rains. He noted that they were using the water truck sparingly so they can keep water in the Bobcat pond in case of a fire.

Mr. Brace stated that he was getting the same question from the same people. He recalled asking for a priority road list from Jody. Jody stated that he has his own list, but he never compiled a list to post on the blackboard. Mr. Brace thought it would be helpful if Jody would share his list to the Board. When the Board members get questions, they would have a reference to help them explain to the owners.

Mr. Wetch stated that he was getting questions about Porcupine Loop and he agreed that a priority list would be helpful.

Ms. Middleton asked Andrew Pagel if there was additional money in the budget for road base to cover some of the areas discussed. She also gets emails about the roads. Ms. Middleton noted that the Board prioritizes to the top of the list roads, and some of the lower roads still need road base. She understood that Jody was trying to make the road material go as far as possible, and she would like to increase the budget an extra \$10,000 for gravel if it is possible.

Mr. Pagel stated that he would review the budget to see if any line items are below budget. Mr. Wetch thought that should be prioritized quickly and the Board should vote through email rather than wait until the next meeting.

Water Board Report

Bruce Hutchinson had attended the Water Board meeting. He noted that at the last meeting Brody and Trevor were looking for an anticipated leak on Arapaho. Since that meeting, the Water Company hired a company from outside the Ranch to investigate. A leak was not detected, and they were still unable to determine why or where water was being lost.

Mr. Hutchinson stated that the Water Board discussed meter monitoring. Badger and Neptune are two companies that have water meters. The current meters are Neptune. They are old and some have been in for decades. Mr. Hutchinson remarked that Brody and Trevor drive around with a handheld computer to read the meters. The Water Company has proposed upgrading to Badger meters on a SCADA system that would allow owners to be able to access their individual water usage over their phone and computer. Mr. Hutchinson noted that the Water Company has tested 10 trial meters with fairly good success and decided to change to the Badger system and phase it in

over a couple of years. He noted that the service will be available through either Verizon or AT&T.

Mr. Hutchinson reported that the only downside of the new system is that it would cost each customer 89 cents per month to access the monitoring service.

Mr. Wetch asked if the 89-cent charge is only for people who want to use the self-service access. He wanted to know if there would be an additional charge if the Water Company changes to the Badger meter, but the customer does not want the self-service data access.

Paul Suitor had also attended the Water Board meetings and he understood that the Water Company was changing all the meters on the Ranch and the 89 cents per customer would be passed on to the property owner regardless of whether they use self-access

Mr. Rosing asked if the cost of upgrading the meters was a general cost borne by the Water Company. Mr. Hutchinson stated that the Water Company has a fund for upgrades; however, the Board did not discuss how the meters would be funded. Mr. Suitor agreed that the Water Board had left it open-ended, which caused him some concern.

Mr. Hutchinson stated that water conservation was another critical issue. Early in the Spring, the wells were producing approximately 40 gallons per minute. Currently, it was down to 27 gallons per minute. At full buildout on the Ranch, the need would be approximately 140 gallons per minute, which emphasizes the need for a tie-in to Mountain Regional Water.

Michelle Suitor thought there was already a tie-in to Mountain Regional in case there is an emergency, and that both water companies can borrow water from each other. Mr. Hutchinson stated that there is a connection; however, it is in litigation and will be discussed in closed session.

Mr. Suitor referred to the leak they thought was on Arapaho and noted that the experts determined that there is no leak. He understood that the missing 10-12 gallons per minute loss was actually water that was used by people on the Ranch to the increased summer water demand.

Mr. Brace asked if anyone had explained why there was water coming out at Forest Meadow and Arapaho. Ms. Middleton replied that it is a spring. Mr. Suitor stated that chlorine tests were done, but apparently some of the test results were contaminated because they used a cup that previously had chlorinated water in it. That was the

reason why they thought it was a leak.

Nicole Irving and George Sears joined the meeting.

Architectural Committee and New Construction

PI-D-43

Mr. Jackson noted that the Board discussed this item at the last meeting. The owners had asked for permission to put up metal siding along the entire lower third of their cabin. The Board denied that request based on the 10% metal rule. It was also denied because it was a corrugated bright metal as opposed to a weathered metal.

Mr. Jackson was unsure when it occurred, but the siding was put on in spite of the denial. After the owners were sent a warning letter informing them that the siding exceeded the 10% rule, they removed a large amount of siding. The owners calculated the total square footage of the side of the cabin at approximately 2800 square feet. They committed to keeping the siding only on one quarter of the lower third of their cabin, which is less than 280 square feet. Mr. Jackson suggested that if the metal siding is less than 10% the Board grant the request.

Mr. Suitor stated that if it is the same material that he saw on the cabin it would not work. It is galvanized metal, which means it will never have a rough or weathered look. Mr. Hutchinson agreed.

Mr. Jackson pointed out that many houses in the HOA have corrugated sheet metal, including his. The corrugated sheet metal that lines the bottom of his house was approved by the HOA. Mr. Suitor asked if Mr. Jackson's siding was galvanized and if it has rusted. Mr. Jackson replied that it is galvanized, and it has not rusted.

The Board discussed various methods for changing the look of the galvanized metal siding, including painting. Mr. Pagel thought the issue is that unpainted galvanized metal is very reflective and shiny. It disturbs the animals and it does not fit with the mountain vernacular. A metal material should absorb the light and blend in with nature.

Mr. Wetch asked if galvanized metal was specifically prohibited in the Rules. Mr. Pagel replied that it is more about color. It should adhere to the same colors as a painted metal roof or siding. Mr. Jackson did not believe that was clear in the Rules. Mr. Suitor stated that metal that rusts in a few years is acceptable. That is not the case with galvanized metal.

Mr. Jackson was concerned that the rule was not clear to the homeowners. Mr. Wetch

agreed. The Board needs to differentiate between their personal preferences and the actual rule. Unless the rule specifically states “no galvanized metal, there is no rationale to vote against. Mr. Suitor pointed out that color is in the rule. Mr. Hutchinson stated that the rules also adhere to “mountain vernacular”.

Mr. Jackson pointed out other HOA properties with bright red metal roofs. Other properties have galvanized metal or steel siding along the lower floor. Some structures are made entirely of metal. Mr. Pagel assume those structures were built prior to the current Architectural Guidelines.

Mr. Pagel read from Section 4 of the Architectural Rules “Unfinished siding materials like plywood, particle board, Hardie panel, and metal are unacceptable exterior materials. Finished metal is, under the 10% secondary siding, acceptable but it must adhere to the colors stated. Stain and paint colors are earthtone shades of browns, tans, dark greens, and dark grays”. Mr. Pagel emphasized that unfinished metal is not allowed.

Mr. Jackson stated that his concern is less about whether they would be justified suing one of the owners and more about overall fairness. He has heard a lot of complaints from owners about the number non-conforming structures on the Ranch, and the unfairness of strictly applying the rules to the new owners. Mr. Pagel remarked that they cannot change what happened in the past, but they can enforce what occurs in the future.

Ms. Middleton stated that property owners do not like to be told what to do. Some owners have moved forward regardless of whether their red roof or siding material was approved. It happened and there is nothing the Board can do about it. Ms. Middleton remarked that the Board has the responsibility to uphold the Rules and the CC&Rs.

Mr. Sears stated that as the Rep for Area 7, four people asked him about the galvanized siding on that cabin and whether it was approved by the Board. Mr. Sears pointed out that it was not approved. The owner was told that it was not approved but they went ahead and used it anyway. In his opinion, the Board needs to make the decision on whether they consistently adhere to the rules, or whether they want to make exceptions to the rules. At this point, the owner has violated the rule and the Board needs to decide how to go forward. Mr. Sears stated that all the dialogue this evening has no bearing on the Board’s responsibility to adhere to the rules.

Mr. Jackson believed that mentioning concerns he hears from property owners does have bearing. He understood what Mr. Sears was saying, but the Board is not obligated to enforce any specific rules. Mr. Sears disagreed because the Board members have a fiduciary responsibility to adhere to the rules. Mr. Jackson clarified that he was not

implying that the Board should not enforce the rules. He was willing to move forward and discuss enforcing this rule against this particular owner.

Ms. Middleton thought they could tell the owners it is not an approved material and give them some options that would bring it into compliance. If the owners are not willing to look at the options or work with the Board then the siding needs to come down. Mr. Jackson suggested that Mr. Sears speak with the owners to see if they are willing to remedy the violation. Mr. Sears stated that he would speak with the owners.

Mr. Wetch thought it was valid for the Board to have a regular conversation on whether they are being overbearing, given the feedback they have heard over the last couple of years. He understood the need to enforce the rules that currently exist, and he thanked Mr. Jackson for voicing the concerns of the owners. Mr. Wetch noted that a simple solution for the owner would be to wipe down the siding with vinegar and paint it.

Ms. Middleton asked Mr. Sears to keep the Board apprised of his conversation with the owner.

Mr. Pagel agreed that it is good to voice the concerns of owners, and he thought those concerns should be documented. He believed the correct procedure is to adhere by the current Architectural Rules.

FM-D-165-A – Andrew Hansen

Mr. Jackson reported that this item was new construction of a small cabin on Lot FM-D-165-A. The cabin is slightly over 2,000 square feet. It is a standard cabin with dark gray shingles, cedar plank siding, and a dark metal roof. The owner has paid the impact fee and their plans are complete. Mr. Jackson recommended approval based on the material samples and the plans submitted.

Mr. Hutchinson had reviewed the plans and he agreed with Mr. Jackson's recommendation. Mr. Sears concurred.

MOTION: Pamela Middleton moved to approve the cabin plans for Lot FM-D-165A, Andrew Hansen, as submitted. Andrew Pagel seconded the motion.

VOTE: The motion passed unanimously.

PI-F-51 – Samantha and Drew Lange

Mr. Jackson reported that this was new construction for a structure slightly over 2300 square feet. The plans are different than what is typically submitted. It is not a cabin,

and in his opinion, it is more compatible with the surroundings and thoughtfully designed to blend with the lot. The roof is black corrugated metal with dark gray wood cedar siding and dark gray concrete. All fees were paid, and complete plans were submitted.

Mr. Hutchinson had reviewed the plans. He did not think it looked like it fits in, but he recognized that it might be the only type of structure that will go into the hillside. Mr. Hutchinson commented on the amount of concrete. It did not look like any other structures on the Ranch. Mr. Hutchinson clarified that the design was his primary concern because of the amount of concrete.

Ms. Middleton asked if the colors and the percentages meet the Architectural Rules. Mr. Hutchinson stated that the colors fit with the area but there is a significant amount of concrete. He thought the design was ultra-modern. Mr. Pagel did not believe that black is an acceptable color in the guidelines.

Ms. Lange pointed out that the siding is dark gray. Mr. Pagel clarified that he was talking about the black roof. Mr. Jackson suggested that a very dark gray would be more appropriate. Mr. Pagel double-checked the Guidelines and found that the preferred roof colors are earth tone shades of browns and blacks. He acknowledged that the black roof is acceptable as long as it is not a reflective black.

Mr. Jackson noted that the Lange's and their architect were prepared to talk about the amount of concrete. He recalled that they were requesting a variance, which is allowed in the Architectural Guidelines. Mr. Jackson stated that the concrete is barely visible when viewed from the road. The concrete is on the back and the sides of the structure.

Chris Price, the architect for PI-F-51 stated that they tried to artfully craft the concrete and leave a foundation exposed. They were considering concrete with a darker tint so it does not appear as modern. Mr. Price stated that the concrete was necessary due to the amount of snow and because of where they had to carve out the hillside to get a driveway with less than 10% grade. They tried to craft it into the design versus a secondary option. Mr. Price stated that in terms of the overall style, it is basically one large 6/12 gable. It is as simple as they could go stylistically. He acknowledged that it is more modern, but he believed it adheres to all the guidelines.

Mr. Pagel referred to the square footage and noted that he was having difficulty getting to the 2366 square feet proposed. He stated that 2100 square feet on the main level and 267 square feet on the lower level equals 2,374. There was also reference to a studio and he asked if the studio would be in the main house. Mr. Price explained that the studio is a separate structure. He noted that both structures have concrete because they had to carve into the hillside. The lower level is concrete with a wood structure above. Mr. Pagel clarified that the studio would have storage, flex space, and a future

bathroom. Mr. Price replied that he was correct. Mr. Pagel asked if that entire area was 575 square feet, including storage and flex space. Mr. Price answered yes. Mr. Pagel stated that since they were proposing a studio with bathroom, Summit County may qualify it as an accessory dwelling unit, which is another layer of regulations. Mr. Price replied that she spoke with Molly at Summit County and she said they could do an accessory building on this lot. Mr. Price stated that he would double-check with the Summit County if this moves forward.

Mr. Hutchinson reiterated that this is an ultra-modern design and it does not fit in this area. It will be the exception and it will stick out quite dramatically. For that reason, Mr. Hutchinson did not believe it meets the mountain vernacular, even though it could potentially be considered appropriate for the mountains.

Ms. Lange noted that there are other houses on the Ranch that are built into the hillside. Mr. Suitor knew of at least three modern homes that were similar to the one being proposed. He was comfortable with the design and he liked the colors.

Mr. Pagel understood Mr. Hutchinson's point, but overall, he believed the structure objectively meets the guidelines. He appreciated the fact that the owners and the architect read the guidelines and followed them.

Ms. Middleton thought the structure would be tucked in and would stand out less than some of the other modern structures. She did not think it would be an eyesore or cause consternation with other owners. She noted that it is always a balancing act to design a house that blends in and works with the lot.

MOTION: Andrew Pagel moved to approve the proposed plans for PI-F-51, Samantha and Drew Lange, contingent upon the siding material and color being definitively stated in the Lot Improvement Plan and Agreement.

Mr. Pagel noted that currently the Lot Improvement Plan says, "wood cedar or similar". He would like the material to be definitive. Ms. Lange clarified that the reason for saying "or similar" is because they might not be able to afford wood cedar. If that happens, they would like to use a material that looks like the cedar.

Pamela Middleton seconded the motion.

VOTE: The motion passed. Bruce Hutchinson abstained from the vote.

PI-E-59 Nanette Palmer

Mr. Jackson noted that the Board approved an application from Nanette Palmer a few

months ago. However, after receiving the approval, Summit County asked her to confirm that the Board approved the retaining wall because it is within the 55' setback. Mr. Jackson pointed out that it is like one wall, but two walls are stacked on top of each other. He thought it was strange that Summit County would ask her to confirm when the HOA had already approved the plans.

Mr. Jackson stated that based on the plans submitted, he had no issues with the placement of the retaining wall. Mr. Hutchinson had reviewed the plans and he thought the location was marginal, but he did not believe it would be a problem. Mr. Hutchinson noted that Summit County wanted a letter from the HOA stating that the Board had reviewed it and it was not a problem. Mr. Hutchinson recommended approval. Mr. Jackson clarified that the confirmation being requested could be an email stating that the HOA approves of the retaining wall as shown on the site plan.

MOTION: Nick Jackson moved to provide the confirmation of approval email to Nanette Palmer. Bruce Hutchinson seconded the motion.

VOTE: The motion passed unanimously.

Architectural Committee Communication

Mr. Jackson stated that the Architectural Committee was not as efficient as it could be in coming to the Board with recommendations and full approval. He did not think the Board would need to act at all if they have a better functioning Architectural Committee. Mr. Jackson thought the Board should think about reforming the committee, getting volunteers, and coming up with a schedule of when to discuss applications so they can come to the Board with full information. Mr. Pagel asked if Mr. Jackson was suggesting that they see if additional people would like to be on the Architectural Committee and potentially schedule pre-meetings. Mr. Jackson clarified that he did not believe it was a good use of the Board's time based on how the Architectural Committee currently functions. He suggested that they choose a day for the Architectural Committee to meet, review plans, and provide a written recommendation for the Board.

Mr. Pagel stated that as of January 3, 2020, the Architectural Board Members are Andrew Pagel, Nick Jackson, Bruce Hutchinson, George Sears and Joe Pagel. He would ask Joe if he wanted to continue as a member of the Architectural Committee. Andrew Pagel, Nick Jackson, and Bruce Hutchinson wanted to remain on the committee. Mr. Sears stated that he has been reviewing all the architectural documents when they come on to the dropbox. He agreed that the committee has not had prior meetings or a mechanism to communicate as a committee. Mr. Hutchinson recalled that Mr. Jackson was appointed to be the committee chair. He asked Mr. Jackson to communicate with each of the committee members and let them know the best way for

them to communicate with him.

Mr. Jackson stated that he would send out a summary of applications a week before the Board meeting, and the committee can commit to reviewing the applications either by phone call or email no later than the Saturday before the Board meeting. That would enable them to be more efficient and come to the Board meetings with a committee recommendation. The other committee members were comfortable with that process.

Increased Community Involvement

Ms. Middleton stated that Mr. Jackson requested to have this item on the agenda for the discussion.

Mr. Jackson stated that he has had a lot of requests to proactively provide the Zoom link for the Board to the property owners. People have tried to participate in the past but have been unable to find the link. He noted that one idea proposed is to send the Zoom link to the official email list every month prior to the Board meeting. Mr. Jackson believed that would resolve the issue of non-Board members getting involved. He thought it would be beneficial if the Board could have more public input in their decisions. Mr. Wetch supported that idea.

Mr. Rosing stated that the Board would need to set up the meeting in a way that does not allow people to just speak during the Board discussions. He noted that some Boards have done that, however, the concern is about people who join the meeting who are not owners in the subdivision. Mr. Rosing thought encouraging public participation was a good idea because it helps people understand what the Board does, and the work involved in being a Board member.

Mr. Wetch thought it also made sense to post the link on the website, as well as sending an email. In his opinion, the risk of having non-HOA members finding the link and joining the meeting is miniscule.

Mr. Sears stated that he was approached by people who were concerned that their emails were being made public. He thought it was important to make sure that Carol puts it in as an BCC to avoid other people getting access to personal emails.

Mr. Rosing remarked that Utah is a one-party consent State, and people should always assume they are being recorded. Ms. Suitor thought it would be easier to just post the information on the website. When people ask her for the Zoom link she only sends it if they email her with that request. Ms. Suitor stated that she was more than happy to send it out or post it on Facebook.

Ms. Middleton was comfortable putting it on the HOA Facebook page. She was not opposed to putting it on the website; however, her concern is that the website is a public facing page which gives the impression that anyone is invited to participate. Mr. Wetch stated that very few people visit the website and he thought that risk was minimal. He preferred to err on the side of transparency rather than create barriers for people to join in the conversation. Mr. Wetch recommended posting it on the website and on Facebook. If they see an influx of non-HOA members linking into their meetings, they can make an adjustment when necessary.

MOTION: Nick Jackson moved to post the information on the HOA website for the next meeting and supply it freely to those who want to participate. Michelle Suitor seconded the motion.

VOTE: The motion passed unanimously.

Real Estate Signs

Ms. Middleton remarked that this item is a follow-up from backlash mostly on the neighborhood Facebook expressing displeasure about real estate signs. Ms. Middleton asked if the Area Reps have heard feedback from people in their areas regarding the Board's decision regarding real estate signs.

Mr. Hutchinson stated that the only objection he heard was from a realtor. The owners he spoke with seemed to applaud the decision. Mr. Jackson stated that he heard a mix of comments. Some people like it and other people do not. Mr. Sears remarked that one person reached out to him who was very supportive of the decision. They were amazed at how many real estate signs were on the Ranch this year. Mr. Suitor stated that the only feedback he heard was from a realtor. Ms. Irving remarked that the only feedback she got regarded the stipulations they implemented, such as a 4 x 4 post. A few people thought it was unfair and a little extreme. Mr. Wetch had not heard from anyone in his area on this topic. Mr. Brace stated that he was asked questions about what size sign is appropriate and what signs should be allowed or not allowed. Mr. Wetch agreed that the rules on signs needed to be more standardized and clarified.

Mr. Jackson pointed out that the Board made the decision to begin enforcing the CC&Rs rule that was already in place and that people agreed to when they purchased their property. He thought the criticism was overblown and unfair. He remarked that the 4 x 4 post was an effort to compromise and find a solution that meet the concerns of different members. Mr. Jackson believed the biggest problem is the lack of community trust for the Board. He was not in favor of making new rules at this point until they fix the primary problem of gaining back the community's trust. Mr. Jackson clarified that he was not in favor of enforcing the current sign rule at this time. He did not believe it was

a bad rule to enforce, but he was concerned about their ability to govern given the current feelings of the community.

Ms. Middleton stated that the community has always been like this and they have never trusted the Board. She believed people moved to the Ranch thinking they could do whatever they wanted without realizing they were part of an HOA. Ms. Middleton remarked that the Board has the responsibility to enforce the rules.

Mr. Jackson stated that he was in favor of the Board doing their job; however, he would like to get community support for their decisions before making changes. Ms. Middleton was under the impression that there was community support for this enforcement because people have been asking about real estate signs for years. Ms. Middleton stated that people have different opinions, and the Board needs to find a balance because they will never make everyone happy. She thought it was good to be thoughtful, but the Board has the job of enforcing the CC&Rs, the Rules, and the Architectural Guidelines. For the most part, people do not like rules or enforcement and there will always be opposition.

Mr. Jackson stated that the community has consternation with other matters besides rule enforcement. He would elaborate on that point when they discuss the CC&Rs later in the meeting.

Plow Contract for 2020/2021

Ms. Middleton was contacted by Brian Myers asking if the HOA was still interested in having him plow again this year. Ms. Middleton asked if the Board was still in agreement to continue plowing the main route on Arapaho and the lower section of Forest Meadow to ensure an emergency exit if Tollgate Canyon is blocked in the winter.

Mr. Suitor asked if the HOA had reached out for any other contracts. Ms. Middleton stated that last year the Board put it out for a bid and they could do that again this year. They received two bids last year, and Brian's bid was much lower. Ms. Irving thought they should open it for bids again. Ms. Middleton stated that it would cost money to put out the RFP and advertise, but she recalled that it was fairly inexpensive. They can put it on KSL and the Facebook site. She agreed that it was good to get another bid. Ms. Suitor stated that she would post it on the website and Facebook. She asked Ms. Middleton to put it on KSL. Ms. Suitor noted that she figured out how to set up new email addresses. She could set up an email address specifically for the bids to be forwarded to her and Ms. Middleton. Ms. Middleton stated that generally the bids are sent to Carol because she already has the email set up. Ms. Suitor remarked that if they were forwarded to her and Ms. Middleton, it would eliminate the cost for Carol's time to do it. Ms. Middleton and Ms. Suitor would coordinate at a later time.

Annual Meeting

Ms. Middleton noted that the Annual Meeting is scheduled for November; however, there is still a global pandemic. The Board needed to decide whether they want to conduct the meeting virtually or in person.

Mr. Wetch supported a virtual meeting. He did not think they could have an in-person meeting in good conscience. Mr. Jackson concurred. If they decide to conduct the meeting in person, they should at least have a virtual option for people to participate. Ms. Middleton did think it was irresponsible to endanger the lives of the owners during this time of Covid-19. Mr. Suitor agreed.

Mr. Suitor asked if the Zoom account allows for an unlimited number of people to participate. Ms. Middleton had the same question and asked if anyone was willing to research a platform that would accommodate a meeting of that size. Mr. Rosing stated that Zoom has tiers that can accommodate up to 1,000 people. He recommended that they run the meeting as a Webinar where the Board members and Carol are presenters, and one person manages the Zoom account. People can raise click the raised-hand icon to make comments and the manager unmutes each one to make comment or ask questions.

Ms. Middleton noted that other logistics need to be worked out beyond the platform. Carol sells parking permits and handles the general voting by ballot. There is also a sign-in sheet for the members attendance. She asked for volunteers to figure out how they can virtually cover the things that are typically done in person.

Mr. Sears offered to be involved with a working group. He stated that Zoom has the necessary capacity and it is the least challenging platform for individuals who may not be computer literate. Ms. Suitor was willing to work with Mr. Sears. Mr. Rosing believed that balloting would be the biggest challenge. He thought it would be worth having that discussion outside of a Board meeting. Mr. Sears stated that he and Ms. Suitor needed to bring Carol into the process because she provides extra services behind the scenes and they need to figure out how to do it virtually. Ms. Middleton agreed that it was important to have Carol involved.

Mr. Brace asked how people who are computer illiterate or do not have an internet connection can find the information that is posted on the internet. He asked if they would be able to provide a hard copy of the financials and other pertinent information. Mr. Brace stated that the Board could talk about it after the meeting, but he wanted to make sure they were covering all their bases to include all the owners. Ms. Middleton asked Mr. Brace to work with Mr. Sears and Ms. Suitor to brainstorm his ideas.

Ms. Suitor stated that she was willing to be in a room wearing a mask if some people cannot do the technology and prefer to attend in person. If they can meet at the Sons of Utah Pioneers, she could be in the room and run the Zoom from there. She assumed most people would want to do it remotely, but they could offer a hybrid option. Ms. Middleton thought they should meet within the next week to figure out the logistics. She was happy to be part of those meetings as well.

Election Committee

Ms. Middleton had put together a scheduled timeline for when information needs to be mailed out and how it can be combined with other mailings. She stated that they need a list of the Board positions available, and a request for bios and nominations. Carol had sent her the postcard they typically use, and Ms. Middleton had forwarded it to the two people working on the committee. The information will be updated as it gets closer to being mailed. That mailing will be combined with the announcement for the Annual Meeting to reduce mailing costs.

Ms. Suitor stated that she got the email but not the postcard. Ms. Middleton would make sure she received the postcard. Ms. Suitor reported that a new email, elections@pinemeadowranch.org, forwards to her and Mr. Wetch. People who want to run as a candidate can send their biographies to that email for review.

Parking at the Bottom of Tollgate

Mr. Jackson reported that Summit County was back on board and they need to figure out what to do about Questar's new area. They spoke with Summit County six months ago about the whole parking lot before Questar came in. Mr. Jackson stated that Summit County is ready to move forward with the lease, but they need to address that separate area so the HOA is not responsible for maintaining the pipe and dirt pile on that portion. Mr. Jackson remarked that it was still in process, but they were getting closer.

Mr. Rosing stated that the Summit County attorney did not know about the Questar installation and she was going to check with whoever oversaw that to make sure it was permitted to go in. Mr. Rosing thought the lease was fine, but they need to make it clear that it is now for a smaller area. He believed the county would be ready to sign once that is clarified.

CC&Rs Update

Mr. Sears reported the current totals were 156 for the CC&Rs and 225 against. The

number against the amendment versus for the amendment had not changed dramatically. Mr. Sears stated that the two additional votes received in the last couple of months were votes against the amendment. He noted that 385 total votes were received. Mr. Sears recommended that they send another general email similar to the last one to remind people that they have 5-1/2 weeks left to vote. He wanted to give people one more opportunity to vote before the deadline. Mr. Sears pointed out that the brief email is only sent to people who have not voted.

Mr. Jackson thought they should renounce the CC&Rs effort. He believed it was clear the majority property owners did not support the effort to amend the CC&Rs. It also impacts his view on new rules. Mr. Jackson stated that it was time for the Board to recognize that they would not get the majority of votes needed, much less a majority for one position or the other. Mr. Sears agreed that they were not getting enough votes to take action either way. However, based on what he has seen in his area, the issue among the owners is apathy about why they should be involved. He thought that was the bigger issue. People do not care one way or the other, so they are not voting.

Mr. Wetch believed that a lot of that apathy could be interpreted as being against it. He thought it would engender goodwill if the Board followed Mr. Jackson's suggestion and renounce it. It is clear the CC&Rs will not pass and it is best to just stop the effort. Mr. Suitor agreed. He suggested waiting until the Annual Meeting and then make an official announcement that it is over. Ms. Middleton pointed out that the deadline for voting is October 1 so it would already be over before the Annual Meeting.

Mr. Suitor stated that everyone he talked to agrees that the CC&Rs need to be addressed; however, they did not like the way it was done. He supported having clean CC&Rs that collectively brings everything together. He also favored making one simple rule change by changing from 66% of the owners to 66% of the votes so the CC&Rs can be changed at a future date. Mr. Sears pointed out that the percentage is not a rule. It is in the current CC&Rs and it cannot be changed.

Ms. Middleton asked if the Board has a responsibility to allow the owners the opportunity to submit their vote before the deadline since they did go through the process. The Board discussed their various opinions and the pros and cons of waiting until the deadline or stopping it now.

Ms. Middleton understood that the CC&Rs would not get enough votes to pass. However, she supported the idea of sending out an email reminding people of the deadline to vote and giving them the opportunity to vote if they wanted to. Mr. Jackson agreed that there was no harm in sending out the email, but he thought they would do more with an apology, an acknowledgment of one's fault or error, or mea culpa. Mr. Wetch agreed.

Mr. Wetch stated that this has nothing to do with his personal preference. His opinion was based on the fact the effort was losing by 50% of the vote, and the fact that abstaining is a no vote. They can recognize that the CC&Rs have no chance of winning and take the opportunity to build goodwill with a community that does not trust them. He agreed with Mr. Jackson's earlier comment that building trust should be their number one priority and this was their opportunity to do that.

Ms. Middleton understood the point they were making. However, other people on the Board spent a considerable amount of time and effort to do a good job, and there were people in the community who supported their effort. In addition, the HOA laid out a timeframe, and she thought they needed to respect the owners and honor that date.

Mr. Pagel stated that after listening to all the input, if they cancel the vote ahead of schedule, some may see it as an olive branch. At the same time, those same people could complain that the HOA spent money on legal fees to create the CC&Rs and then abandoned them before everyone had the opportunity to vote. Mr. Pagel pointed out that the total number of votes cast is still less than 50% of those who can vote. If they cancel early, they would not be giving all the people who helped pay to create the CC&Rs the opportunity to vote on them. Mr. Pagel thought that could make the Board look even worse by not following the initial course. His personal opinion was to stay the normal course and move forward from there.

Mr. Hutchinson concurred with Mr. Pagel. He thought the Board would be creating more problems by renouncing the process before the deadline. Ms. Suitor agreed, noting that there was not much time left before the deadline. She was in favor of sending one final reminder, but her preference was to send it via email to save mailing costs. Ms. Middleton pointed out that it would only go to the owners who have not voted.

Mr. Wetch believed the Board had three options: One was to end the process now; the second is to let the process continue through its expiration; and the third is to let it go through expiration and communicate a reminder again through email or mail.

MOTION: Mr. Suitor moved to send an email to the owners reminding them one last time they have the opportunity to vote and to give them the deadline date. Once the CC&Rs fail to pass, the Board should follow up with another email informing the owners that the process has ended and the CC&Rs will remain as they are. George Sears seconded the motion.

VOTE: The motion passed.

Rules Changes

Ms. Middleton stated that if the Board wanted to look at changing some of the Rules prior to the Annual Meeting they needed to start the process.

Mr. Rosing stated that the Architectural Guidelines are also a form of rules, but the Board can vote to change those. The Board is obligated to tell the owners that they are considering a change to the Rules and give the owners an opportunity to provide input. This needs to occur before the Board can vote to adopt new rules.

Ms. Middleton agreed that it is a long process and requires a lot of input. The process is costly because of the required mailings and it is important to get it right the first time. The ideal would be to combine it with other mailings. Mr. Jackson read the list of changes for consideration that the Board had been compiling. He noted that the next meeting would be the cut-off for the required 60-day notice to the owners prior to the Annual Meeting. Mr. Jackson stated that additional suggestions should be sent to him or Mr. Wetch, and they would come to the next meeting with an updated list for the Board to decide which changes to push forward to the membership.

Ms. Middleton suggested the idea of a mid-month meeting where a smaller group organizes the changes, sends them out, and requests feedback. She thought that was better than trying to have that discussion during a regular meeting. Mr. Jackson recommended a two-week deadline for putting together a list of basic ideas that the committee could work on. If the Board members want something considered, they should submit it by the first of September. Ms. Middleton stated that it is an extensive process and they should start it soon, so they have adequate time for the proper reviews. Mr. Sears thought two weeks was a good timeframe. He also suggested that whoever submits a suggestion should write the language that Mr. Jackson and Mr. Wetch could use to prepare the document. Ms. Middleton agreed. The Board members should submit fully developed language rather than just an idea.

Mr. Jackson set September 2nd as the deadline for submitting changes to the rules. Mr. Wetch confirmed that it was only he and Mr. Jackson on the committee, and they would convene after September 2nd to ensure they have the language and format they need. They will then distribute it to the Board to review prior to the Board meeting. Mr. Suitor offered to be on the committee if they could use his help. Ms. Middleton offered to help as well.

Benelli Bench Update

Ms. Irving reported that Amy Wright and Jason were building the bench in honor of Bill Benelli. They were trying to find a place to put the bench. Ms. Irving stated that they

were in the process of putting together a proposal to create a new community area and she was waiting for final numbers before completing a formal proposal.

Ms. Middleton stated that she spoke with Sue Benelli a few weeks ago and Ms. Benelli and she thought the bench should be located at Bobcat. Ms. Irving was comfortable with putting it at Bobcat. Ms. Middleton encouraged Ms. Irving to continue working on a community area because the time has come for the neighborhood to have that amenity. Ms. Irving noted that the bench is quite large, and she questioned whether there would be space for it at Bobcat. Ms. Middleton suggested that they ask Sue Benelli to walk around Bobcat to see if she has a location preference. Ms. Benelli also has stone from her front yard that she wants to put around the bench.

Amy Wright stated that Amanda Jo donated beautiful wood for the bench and the bench was ready to be put into place whenever the Board decides a location.

Nicole and Ms. Middleton would walk around Bobcat at a later time to find a location.

Monthly Budget Review

Andrew Pagel reviewed the unpaid bills detail. Mr. Pagel noted that the legal fees exceeded the \$2,000 cap due to additional easement conversations with the Lamberts. Mr. Pagel was comfortable with the \$2500 charge, but he would like Mr. Rosing to send him an email when he gets close to the \$2,000 threshold just so he knows. Mr. Rosing stated that he committed to a \$2,000 cap and he had marked the bill to be reduced to \$2,000. He asked Mr. Pagel to return the bill and he would adjust it to \$2,000.

Mr. Pagel noted that since the Board agreed to a \$2,000 per month threshold, the legal expenses were on track. They had spent \$19,800 of the \$30,000 proposed budget. Mr. Pagel thanked Mr. Rosing for being accommodating.

MOTION: Nick Jackson moved to approve the unpaid bills with the revision to Mr. Rosings bill from \$2520 to \$2,000. Paul Suitor seconded the motion.

VOTE: The motion passed unanimously.

Mr. Pagel referred to an earlier request to purchase more road base in order to continue the road improvements. He noted that the Board had budgeted \$50,000 in aggregate for roads this year. That does not include the \$33,000 for plowing and \$23,000 for asphalt. Mr. Pagel stated that \$25,000 of the \$50,000 was spent, and \$10,000 was pre-allocated towards purchasing sand for the winter months. There was still \$15,000 to spend on road base.

Mr. Suitor noted that the Board gave permission for Jody to spend up to \$2,000 on

asphalt that was not purchased yet.

Mr. Hutchinson referred to the Profit and Loss and noted the Insurance line item under expenses. He asked why they paid truck insurance in the amount of \$13,060. Mr. Jackson thought it was mislabeled. He believed that amount includes the Board insurance, property insurance, liability insurance, and vehicle and equipment insurance.

Ms. Middleton asked if the Board wanted to allocate \$10,000 for Jody to purchase additional road base. Mr. Hutchinson stated that this time of year using the grader is very concerning due to fire concerns. He recognized that it would be nice to have gravel on the roads, but sometimes Jody will not use the grader for fear of starting a fire. Ms. Middleton stated that if Jody is not able to use all the road base on the roads, he can allocate the remainder for the sand shed. Mr. Hutchinson pointed out that Jody already has the remaining aggregate budget and he could use it without additional authorization from the Board. Mr. Sears assumed that Jody knows the budget was there, but he was asking for approval to use it.

Ms. Middleton will let Jody know that he can spend that money for road base. Mr. Hutchinson clarified that he only raised the issue of the grader because people are expecting certain roads to be graded and that might not be possible this Fall even though there is money for gravel.

Mr. Hutchinson requested that Ms. Middleton add the two parking lots to the next agenda for discussion.

Public and Open Forum

Ms. Suitor noted that Andi Harris was on the line earlier in the meeting. She had her hand raised to speak but the Board did not get to the public forum before she had to drop off. Ms. Harris wanted to let the Board know that she is willing to volunteer on the Architectural Committee. Ms. Suitor will get Ms. Harris' information and add her to the email. Mr. Jackson stated that he would also reach out to thank her.

Mr. Hutchinson pointed out that Lee Merryweather also needed to be included as an Architectural Committee member. Mr. Jackson stated that Mr. Merryweather called him the other day to apologize for not being involved, and he is still interested in being on the committee. Mr. Hutchinson asked that Mr. Merryweather be included on the communique and the invite to attend the architectural meetings prior to the Board meeting.

Mr. Pagel stated that when Carol sends out emails asking the Board to follow-up on pending architectural items and Lot Improvement items, he thought it was important to

make sure that only actual Board members visit someone's property. In the past, Lee Merryweather visited a property and took pictures. Mr. Pagel commented on a legal issue that occurred when a Board member visited a property. He did not think non-board members should be visiting another property owner to speak about violations or other issues on behalf of the HOA.

Rocky, a new resident on Forgotten Lane, thanked the Board members for volunteering their time. As leaders of the community, she thought it was imperative that they not continue with the attitude she heard in this Board meeting about how no one likes the Board. She agreed with Mr. Jackson and Mr. Wetch that the effort should be to continually get buy-in from the community and work towards evolving this whole mountain to bring people together. Past behaviors should not hinder further progress. She liked Mr. Sears' idea where community members are part of the rule making process. It makes people feel like they are heard, and it changes the perceived idea of the Board versus owner. She listened to this meeting in hopes that she can have weigh in and be helpful. She heard snarky comments shutting down those ideas and that is not productive. She encouraged the Board to discuss how they can bring people together. It is not easy, but it is a highest priority and she only sees a handful dedicated to that endeavor. She does not intend to just sit back, and she will run for a Board position when a relevant position is available to ensure that she can be part of the solution. In the interim she hopes the Board considers moving forward with less negativity and openness to connect the people who live there.

Nolan Mitchell, Lot PI-F-17, agreed with Rocky. He understands how much time they spend on the Board and he appreciates the Board's efforts. However, he thought they needed to be forward looking on a couple of issues. If they want buy-in from the Mountain they need a forum to get it. One forum could be surveys. For example, if they had done a survey on the signs, people would have understood what signs they were talking about. Mr. Mitchell thought it was good for the Board to continue to run out the time on the CC&Rs, but they need to be ready to answer the question of what comes next and how the people on the Mountain can help them move to the next step. Mr. Mitchell stated that he had more suggestions and he would submit them to Mr. Hutchinson and Mr. Jackson. He offered his help on any committee if they let him know where they need his help. Mr. Mitchell stated that he was still thankful for their efforts. He did not want the Board to think he was only complaining. He lives here and he wants everyone to continue to protect this wonderful community they all love.

Ms. Middleton stated that the Board is always open to having people volunteer on any committee, or to create additional committees. They also encourage everyone to run for office if they are interested.

Mr. Jackson liked Mr. Mitchell's idea of a survey. Ms. Middleton noted that the HOA has

done several surveys over the years and it was done on Google. Mr. Pagel stated that if the Board wants to represent their membership and make sure the rules and their decisions represent them as well, the best way to accomplish that is through data.

Regarding the CC&Rs, Ms. Middleton stated that they will learn from the mistakes that were made this time. It will be a much longer process that begins and ends with the community. It will be more involved and follow the change management process that involves people more than last time. She thought they had a good plan, but in retrospect it did not create the conversation appropriately and in way that spoke to everyone. Mr. Pagel thought the best way forward would be to ask the community members for their ideas on the best way to communicate with them. If the majority of the Board agrees on a path forward and owners decide not to respond, then that is on the community because the Board listened to their feedback.

One suggestion was to post the recording of the meeting the next day, so the community members do not need to wait two months for the Minutes to be posted. They can listen to the recording and address any concerns with their Area Reps immediately.

The meeting of the Pine Meadow Owners Association Board adjourned at 9:07 p.m

The Board moved into Closed Session.
