

Approved  
April 21, 2020  
as corrected

PINE MEADOW RANCH OWNERS ASSOCIATION  
MONTHLY BOARD MEETING  
RANCH MANAGER'S OFFICE  
MARCH 17, 2020

In Attendance: Pamela Middleton - President; Nick Jackson – Vice President; Michelle Suitor, Secretary; Andrew Pagel, Treasurer; Tom Brace (Area 1); Bennett Wetch (Area 2); Joe Pagel (Area 3); Nicole Irving (Area 4); Bruce Hutchinson (Area 5); Paul Suitor (Area 6); George Sears (Area 7).

Ex Officio: Robert Rosing, HOA Counsel

Excused: Nicole Irving (Area 4)

Guests: Dale Slaughenhaupt, Lot FM-D-157.

The meeting was conducted virtually.

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

### **Approval of Minutes**

February 18, 2020

Pamela Middleton referred to page 5 of the Minutes and the sentence “Someone had spoken with McNeil Towing.” She believed it was actually **Paul Suitor** who had spoken with McNeil Towing. At the end of the same paragraph Ms. Middleton changed the word response to correctly read responsive.

Ms. Middleton referred to page 8, last paragraph, first sentence, and inserted the word this to correctly read, Ms. Middleton stated that she has been thinking about **this** as well.

Ms. Middleton noted that the word approve is capitalized in all the motions and she did not think the word needed to be capitalized.

Ms. Middleton did not think the word county should be capitalized unless it is used with Summit as in Summit County.

Bennet Wetch stated that the emailed corrections from Nick Jackson were correct. It was Mr. Wetch and not Mr. Jackson who had made the comments referenced in the email.

MOTION: Pamela Middleton moved to approve the Minutes of February 18, 2020 as corrected. Nick Jackson seconded the motion.

VOTE: The motion passed. Michelle and Paul Suitor abstained from the vote because they had not read the Minutes.

### **Ranch Manager Report**

Ms. Middleton had spoken with Jody Robinson and she was prepared to deliver the Ranch Manager's Report.

Jody has been doing runoff control. Material was purchased from Home Depot and he filled potholes last week. He was doing snow removal as needed. Earlier today he was assisting the Water Company with a leak on Bull Moose.

Randy Larsen was still out for medical reasons.

Jody would like to purchase a truckload of asphalt to do more road repairs on some of the paved areas. He thought the cost would be a couple thousand dollars. Ms. Middleton asked Jody to send her a cost estimate for the Board to discuss. Proactive maintenance will make the paving last longer. Ms. Middleton thought it was important to be proactive with repairs on the paved areas rather than waiting until it becomes necessary to completely repave.

Jody had scanned his receipts and sent them to Carol.

Everything else was going well. Jody was canceling his vacation next month and Ms. Middleton told him to still take the time off.

### **Water Company Board Meeting**

Mr. Hutchinson stated that the Water Board held a very short meeting and primarily discussed bills.

The issue the HOA Board would be discussing in closed meeting was not mentioned, nor was the parking issue that was raised at their last meeting.

Mr. Hutchinson had nothing further to report, other than the leak and repair on Bull Moose that Ms. Middleton had mentioned.

Paul Suitor asked if the repair was the leak on Bull Moose the Water Company had tried to locate all winter. Mr. Hutchinson stated it may be part of it, but the leak had just

happened. It was too recent for the Water Managers to know at that point.

### **Parking Updates & Signs**

Nick Jackson reported that it was still uncertain whether Summit County would give Pine Meadow permission to enforce parking restrictions right off the highway. Last week he, *Ms. Middleton* and Mr. Rosing met with the Summit County Attorney's Office and Eric Cylvick from the Water Company. Mr. Cylvick's plan to move forward with the new parking lot at the base is currently stalled. Promontory has an open space easement on that land, and they are not willing to give up the easement to add new parking lots. Mr. Jackson told Summit County that the HOA was not ready to accept a new parking lot plan at this point. He understood that Mr. Cylvick intended to continue to talk with Promontory to see if it was even a possibility. Mr. Jackson requested that Summit County consider turning over enforcement to Pine Meadow right away to make it a safe area. He thought Summit County appeared to be receptive of the idea and he hoped to hear back from them very soon.

*Ms. Middleton* thought it was helpful to meet with Summit County and explain the HOAs point of view. She believed the county understood their message that improved safety at the bottom of the mountain is the main concern for wanting enforcement. *Ms. Middleton* stated that the next step was for Mr. Rosing to prepare a formal proposal to give to Summit County.

Mr. Wetch asked if some of the Board members could take a first pass at the draft and have Mr. Rosing provide edits or give his approval. *Ms. Middleton* thought it would be more effective to have Mr. Rosing draft the proposal since it will be a legal document. Mr. Rosing stated that Summit County only wanted one or two paragraphs at this stage. If the county agrees to the proposal, that will require a longer and more comprehensive document. Mr. Rosing thought it would be appropriate for the Board members to draft a short proposal to articulate the main intent. Mr. Jackson offered to draft the initial proposal since he had attended the meeting with Summit County. He would draft the proposal and send it to Mr. Rosing for review before sending it to Summit County.

*Ms. Middleton* reported that Nicole Irving was delayed in ordering signs. They still needed to draft the protocol for parking stickers. *Ms. Middleton* and *Ms. Irving* had intended to work on it over the weekend, but other things came up and they were not able to get together.

*Ms. Middleton* remarked that even with the delays, she felt they were making good progress on parking. Joe Pagel thought they were following the right channels and

doing the right things. Ms. Middleton referred to comments from Mr. Sears at previous meetings regarding stickers on cars. She thought his comments made sense and should be included in the protocol. It is a good way to contact people and if a car does not have a sticker, it is a good indication that the car does not belong to a Ranch owner. Ms. Middleton felt it was a good policy to reinforce.

### **CC&R Update**

George Sears stated that as of last Friday there were 151 votes in favor of the CC&Rs and 223 votes against the CC&Rs. He noted that 378 owners had voted; but some of the ballots were not complete, which is the difference between the counted votes versus the voted items on the ballots. Mr. Sears thought they should contact those owners to let them know that they did not complete the process and ask them to validate their vote. He noted that the number of votes were below 20% in favor of the CC&Rs. Mr. Sears reiterated his previous comment on the importance of finding a way to get at least 67% of the owners engaged if they expect to make modifications of any kind.

Mr. Sears noted that there were 138 votes in favor of rentals and 205 votes against rentals.

Mr. Sears stated that messages were sent to the owners who had not voted. The last time he reported on the votes, there were 144 approvals and 200+ against. The reminders included on the bills had some impact, but the percentage had only increased 1% from 46% to 47%.

Ms. Middleton asked if anyone had compiled a list of those who still needed to vote so the Area Reps could contact them. Mr. Sears stated that Carol had sent a list to all the Area Reps with the names of everyone in their area and whether they had voted or not voted. The list did not provide information on how anyone had voted. He recalled from the last meeting that the intent was to provide owner information to each of the Area Reps so they could remind owners in their area to vote if they chose to contact them.

### **Architectural Committee and New Construction**

Mr. Sears stated that he had reviewed the plans for Lot PI-F-31 and FM-D-157 and found no issues. Both property owners had paid the impact fee. The question was whether others on the Architectural Committee had reviewed the plans and were comfortable with what was proposed.

Mr. Sears stated that Nick Jackson had done a good job interacting with one of the

property owners to get clarity on some of the items.

PI-F-31

Mr. Hutchinson noted that the Architectural Guidelines specifically limits the use of metal siding to 10% of the total structure.

Mr. Pagel did not think it would fit with the mountain vernacular and the surrounding area. Mr. Hutchinson stated that the Board would be going against the Architectural Guidelines if they approved it. Whether it meets the mountain vernacular was a separate issue.

Ms. Middleton stated that a few years ago a proposal came before the Board for a house that was built with rusted corrugated metal. The owners wanted to do an addition and cover the addition with rusted corrugated metal. The Board did not approve the plans because of the 10% rule. She recalled that it was a difficult decision because the Board liked the plans and wanted to help the owners move forward, but they had to adhere to the Architectural Rules.

Mr. Wetch thought there were several cabins where the line is blurred between where the roof ends and the siding begins. A lot of cabins appear to have more than 10% metal siding, but it might only be the angle of the roof. He also thought metal siding would be preferable for fire prevention. Mr. Wetch asked for the rationale of the 10% rule in general.

Mr. Pagel stated that when the Board discussed building materials a year ago, metal was considered a fire hazard because it generates a lot of heat. Mr. Wetch asked if metal was more of a fire hazard than wood siding. Mr. Pagel replied that metal is conductive heat.

Ms. Middleton stated that the original reason for limiting metal was because in the past, people would build houses that looked like warehouses and it does not fit with the mountain vernacular. Ms. Middleton clarified that she was not opposed to metal because some of the newer homes that have it look better. The Board can have that discussion a later time, but the issue is implementing the changes. She reiterated her suggestion to keep a list of the things they would like to change so it can all be done at one time and not every year. Ms. Middleton emphasized that the reason for the 10% rule was to keep houses from looking like warehouses. She understood that the Board was open to discussing other options and materials, particularly related to fire safety.

Mr. Wetch thanked Mr. Pagel and Ms. Middleton for clarifying the intent.

Mr. Sears noted that the siding shown on the plans does not appear to match the 10% criteria. He asked if they should request further clarification from the owner before moving forward. Mr. Pagel thought they needed to talk to the owner before approving the plans. They should also talk to the owner about the massing in comparison to the surrounding homes.

Mr. Jackson thought this house was slightly under 4,000 square feet. Mr. Sears noted that the application indicates cedar and fir as the siding.

#### FM-D-157

Mr. Hutchinson stated that size was his only issue. A log structure would fit well with the vernacular, but the house is very large. Mr. Sears thought the 5,000 square feet includes the garage. He recalled from a previous discussion that only the living space, and not the garage, was counted in terms of size. Mr. Sears stated that even though the owner had paid the \$6,000 impact fee, he believed they owed more based on the square footage of the house.

Mr. Pagel explained that the intent is to keep the size to 4,500 square feet or less in the total housing area, including an unfinished basement. The garage is not included.

Mr. Jackson noted that Dale Slaughenhaupt, the owner, of FM-D-157 had joined the call. Mr. Slaughenhaupt stated that the 5,011 square footage he identified in the agreement includes the garage. He had also paid the additional \$2.40 per square foot above the 3,500 square feet covered under the normal fee. Mr. Sears asked for the actual square footage of the living structure. Mr. Hutchinson asked if there is living space above the garage. Mr. Slaughenhaupt replied that the garage has storage underneath it but there is no living space in the garage. The total cabin is 3,051 square feet. The garage is 1,960 square feet. The total square footage is 5,011. The garage is split between two floors with 980 square feet on each floor.

Mr. Hutchinson clarified that he was misled by the storage area because he thought it appeared to be additional living space. He thanked Mr. Slaughenhaupt for the clarification. Mr. Slaughenhaupt stated that if the impact fee is only based on livable space, he would appreciate being refunded the additional fee paid for 1,960 square feet at \$2.40 per square foot. Mr. Jackson understood that there were two different standards. The impact fee applies to the total improvements; however, the question of living space and the 4,500 square foot standard is a separate question. Mr.

Slaughenhaupt clarified that the livable space is 3,051 square feet. The garage is 1,960 square feet. He was comfortable with the additional \$2.40/square foot he had already paid. Mr. Slaughenhaupt further clarified that the basement is 1,245 square feet. The main floor is 1,245 square feet. A second-floor loft is 561 square feet. The total square footage is 5,011 square feet.

Mr. Slaughenhaupt stated that he had not had feedback on the engineering plan. He had been working with Mr. Jackson, but no changes or updates were indicated.

Mr. Jackson had reviewed the application and he believed the application was complete. The owner had provided samples of siding material and paint. Mr. Pagel wanted to know the siding material on the backside of the garage near the lower garage door and the exposed foundation. Mr. Slaughenhaupt replied that it would be an earth tone brown stained concrete. He intended to use the same brown on any of the exposed concrete so it will blend.

Mr. Hutchinson stated that his issue with the size had been clarified and he was comfortable with the proposed plan.

Paul Suitor asked if the forms needed to be wood forms on the concrete. Mr. Hutchinson replied that the forms would be stripped. Mr. Slaughenhaupt stated that he was talking about using a stained concrete. Mr. Pagel noted that per the Guidelines, concrete is a secondary siding material, even if it is painted. He thought the amount of concrete on this structure is borderline of the 10% of the surface area. However, he pointed out that Mr. Slaughenhaupt specifically called out satin concrete foundation on the Lot Improvement Agreement. Mr. Pagel was comfortable with the amount of concrete as long as the concrete is painted a low contrast brown. Mr. Slaughenhaupt explained that the plan was to use a stain mixed in the concrete to give it the brown color. It would not be painted brown. Mr. Pagel was in favor if the color would be infused in the concrete.

Mr. Sears was comfortable with the submitted plans. Ms. Middleton stated that the most important aspect is that everything meets the Architectural Guidelines.

MOTION: Bruce Hutchinson moved to approve the 5,011 square foot log cabin for Lot FM-D-157 as submitted. Joe Pagel seconded the motion.

VOTE: The motion passed unanimously.

Ms. Middleton summarized that the Architectural Committee would obtain clarification

from the property owner on the plans for Lot PI-F-31 regarding the issues discussed this evening. Once everything has been clarified, the Board would vote via email. Mr. Sears thought it was important to clarify the siding issue. Mr. Jackson offered to email the property owner. He would email the entire Board once he has the answers.

Ms. Middleton asked for a volunteer to begin compiling a list of potential changes to the Architectural Guidelines. She thought it would be beneficial to add items to the list when the Board has these discussions. Mr. Sears thought it would behoove the HOA to go over the Architectural Guidelines and clearly articulate about what is and what is not appropriate. He thought the Guidelines should also demand more detail for some of the elements. Ms. Middleton suggested meeting offline to form a committee to revise the Architectural Guidelines and give all the Board members the opportunity to provide input.

### **Plowing Map**

Ms. Middleton noted that Carol had offered to revise the winter plowing map.

### **Park Update**

Ms. Irving was not present to give an update on the Park.

### **Monthly Budget Review**

Andrew Pagel stated that due to his cyber security issues he was unable to access the financial documents. He will try to figure out another system this evening. Once he obtains the financial documents, he would review them and send out a motion by email to all the Board members.

Mr. Pagel noted that he was having trouble accessing the Dropbox. He also works off his work computer and needs to set up a virtual network to bypass his security settings. Another option is to use his old personal computer.

Mr. Sears stated that Carol had included the balance sheet and the profit and loss statement in the email she sent last week. Mr. Pagel pointed out those financials were not the full financial package he reviews. In addition to the balance sheet and the profit and loss, he reviews the receipts for every transaction. He did not have the receipts to review against the financial statements.

Ms. Middleton thought it was best for Carol to email that information to Mr. Pagel. She



was not able to access the Dropbox with her computer and needed to find a way around it.

Mr. Pagel reiterated that he would try to set up a virtual computer and try to bypass the security setting. He would send out a motion by email to the entire Board to approve the financials, or to specify any issues he found. Mr. Pagel was not comfortable voting on a motion without seeing the actual receipts. Ms. Middleton agreed.

Mr. Wetch stated that he was also having problems with the Dropbox. Ms. Middleton offered to contact Carol to see if there are options for sharing and retrieving information besides the Dropbox. She asked about Google Drive. Mr. Wetch stated that Google Drive is highly secure. He believed other options were available.

Mr. Pagel thought Dropbox should be controlled by a Board member. He was willing to go with Google Drive or Dropbox; depending on which one is more cost effective. Ms. Middleton believed that Carol has a separate folder for Mr. Pagel with the financial information he needs to review. She would get with Carol and see what can be done regarding access.

Michelle Sutor agreed with Andrew Pagel that a Board member should control Dropbox. She has had issues getting meeting minutes posted. She thought it would be better if the Board could set up and control their own access. Mr. Wetch commented on his experience with websites and file management. He was happy to take it on if they would like his help.

Ms. Hutchinson appreciated the input, but he reminded them that the Board members change dramatically every two to four years. He agreed with the Board having input, but for the Board to control the access may not be the best idea. He believed Carol was the only constant. Ms. Middleton agreed. Carol needed access to everything because she is their interface to the owners.

Ms. Sutor clarified that she was not suggesting that Carol would not have access. She was only suggesting that it might be better if the Board had more management over it. Mr. Wetch understood the concern about turnover, but it is no different than employee turnover at a company where someone manages confidential information. He thought the Board could talk about how to set up admin accounts that provide management control but can be handed off as particular board members are replaced. Ms. Middleton believed they could find a good balance.

Mr. Rosing thought it would be best to have two members with Admin control. If

someone leaves the Board and decides not to hand over control, the other Board member would have control. Mr. Wetch agreed that it was one of the Best Practices. Mr. Rosing stated that the Board should control it, not Carol. Ms. Middleton reiterated why she believes Carol needs to have access. Mr. Pagel stated that Carol could be a co-owner with two Board Members. If the two Board members were to leave, Carol would still have permission to remove those Board members and add two new Board Members as co-owners.

Mr. Pagel asked if anyone had a preference of Google Drive or Dropbox. Mr. Hutchinson noted that some of the Board members only know Dropbox because that is what they have been using. He thought they should try to work out the problems with Dropbox before completely changing to a new system.

Mr. Wetch offered other suggestions and commented on the pros and cons and system differences. He offered to follow up on evaluations that his company has done and collect feedback from the Board members who have a preference. Ms. Middleton thought it would be beneficial to have the information Mr. Wetch could provide. They could continue the conversation offline and any interested Board member could participate. Mr. Pagel agreed. He asked Mr. Wetch to email the entire Board with his evaluation and information. Any Board member who wanted to be involved could read the information and send their comments.

### **Public and Open Forum**

Dale Slaughenaupt, Lot FM-D-157, appreciated everyone's time on the Architectural Review Board. He asked for confirmation that everything in his plan was approved earlier this evening and that he could begin building. The Board answered yes.

The Board adjourned the Regular Meeting and moved into Closed Session.

The meeting of the Pine Meadow Owners Association Board adjourned at 7:41 p.m.

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