



## ***Eagle Bend West Community Association, Inc.***

*In the greater Harbor Village community- a great place to live!*

### **Board Meeting**

**5:00 PM Montana Time, Monday, September 26, 2022**

## **Minutes**

### **Open & Recording Announcement**

President John Cannon opened the meeting at 5:00 pm.

Vice President and Secretary Bill Whitsitt announced that the meeting was being recorded for minutes accuracy.

Board members attending were:

Dena Brunskill

John Cannon

Kevin Kleckner

Chris Walthall

Bill Whitsitt

Also attending were Property Manager David Roberts and residents Chuck and Derry Weyerhaeuser.

### **Agenda Adoption and Notice Approval**

There being no objection, the meeting agenda was adopted. By all Board members being in attendance, President Cannon said that by all Board members being in attendance, notice of the meeting was deemed received.

### **Adoption of Minutes and Membership Communication Drafts**

Minutes of the Board Meeting of July 17&18, 2022, that had been circulated in draft form five days in advance were considered. Upon answering of several questions and agreement with Mrs. Brunskill's suggestion that the resolved "MAC lighting issue" be further explained, she then moved adoption of those minutes. Mr. Whitsitt seconded the motion and the minutes were unanimously approved.

The Memo-to-Members newsletter draft summary of the 2022 Annual Meeting and organizational Board meeting, also circulated in advance, was considered. Several questions were raised and discussed.

Mrs. Brunskill suggested that the specific number of Annual Meeting attendees be included. (Subsequently it was determined and discussed with Mrs. Brunskill that there was no official count made, and the informal number used was probably by the best available.) Mr. Walthall raised several points about comments by resident Jayne Noel and Mr. Kleckner that he thought should be included in the Annual Meeting and Board organizational meeting summary sections. He claimed that minutes were being “sanitized”. He said that “problems” were not being mentioned. Mr. Roberts asked for a list of them, in case he should be addressing any. It was explained that the summary was not “minutes”. Mr. Kleckner objected to singling out one person’s comments for minutes inclusion, mentioning several residents who had spoken at the Annual Meeting. He also objected to the characterization of his comments. Mrs. Brunskill said that, “If it was said in the meeting, it should be in the minutes.”

Returning to the Memo-to-Members newsletter summary, President Cannon asked if anyone objected to sending it out. There were no objections. On a motion by Mr. Whitsitt, seconded by Mr. Kleckner, sending of the Memo was approved unanimously. Mr. Whitsitt said that the final version would be made available for signature.

Action on Minutes of the August 12 Board organizational meeting was postponed, with President Cannon requesting that “...anyone wanting to suggest changes provide them to the rest of the Board so they could read them”. He stated that specific suggestions should be in writing and they would be voted on at the next meeting. There was no objection.

### **President’s Report**

President Cannon said he had nothing in particular to report and would allocate his time to the remainder of a full agenda.

Mrs. Brunskill asked him to send her a copy of the community directory sign-up form to which he agreed.

Mr. Cannon recognized the Weyerhaeusers’ presence and welcomed them.

### **Property Manager’s Report**

Property Manager Dave Roberts reported that over the next several weeks the community irrigation and pumps would be turned off and the system blown out for winter. Signpost protectors researched by Mr. Kleckner have been put on, said Mr. Roberts, and the Harbor Drive/Canal Street sign had been moved to be more visible. Mrs. Brunskill had made that recommendation on the spring walk-around.

Storm drain problems were discussed, including past experiences, along with options for investigating and/or improving flows with newer technology.

Board Member Kevin Kleckner also explained and answered questions about his work to investigate solution options.

Mrs. Brunskill raised the possibility of liability issues related to drains not properly maintained.

There was general agreement on “pushing forward”.

### **Drain Project Authorization**

President Cannon moved to authorize Mr. Kleckner to “...meet with, authorize, get a firm quote from, retain (an appropriate company) to a pre-authorized amount of \$2,000 and push forward with the drain project as soon as we can. Mr. Walthall seconded, and the motion passed unanimously.

### **Treasurer’s report**

Treasurer Kevin Kleckner reported on successful transition discussions with former Treasurer Stuart Cole. He reported that finances look good - with 67% of the year behind us we are 58% spent on the budget. He said that a portion of the amount of money set aside for irrigation repairs was not spent, and that there were other under-runs. For August and beyond, things look pretty normal aside from some hail clean-up.

On the landscape shale maintenance project, it was “shaped” a bit and refined. It went well, and should be billed as \$1,200-1,300 against estimates prior to the project of \$1,000-\$1600.

It was noted that the Landscape Committee had provided the Board with an update report (and it is attached to these minutes).

Mr. Kleckner said that reserve accounts are on track with projections.

Mr. Kleckner stated that we have a first-draft 2023 budget.

Mrs. Brunskill suggested possibly adding a per-lot budgeting numbers to the next budget. Mr. Kleckner agreed if the Board thinks it would help explain the next budget.

Mr. Walthall said that with prices going up, it may make sense to “bite the bullet” and look at raising dues.

## **Budget Development for 2023**

The preliminary draft 2023 budget that was provided in advance, and the capital expense projection/plan were explained. Mr. Kleckner said that comments are invited going forward.

The Road Reserve was discussed, including types of future road surfacing that would affect costs.

Landscaping, property management other line items were discussed, as were unknown costs for some things, like irrigation repairs.

Mr. Kleckner said that the proposed new budget includes a new item for drain work. He noted sidewalk repair money is included.

There was significant explanatory discussion of budget items, contractors and backups, the pros and cons of contract types, etc.

During discussion of tree maintenance and its costs, it was agreed that the landscape Committee need no longer investigate the number of common area trees being treated by Okamoto Arbor-Care.

Two road sweepings will be planned for 2023 in the budget, compared with one for 2022.

Pavilion expenses allocated to EBWCA will be budgeted at \$75/yr/lot (from today's \$65/lot). It was noted that all lots in the five former Harbor Village HOAs contribute the same per-lot amount.

Income items were also explained, along with projected net income estimated for 2023.

Mr. Kleckner asked for people to think about, and provide comments on, the draft. Mr. Whitsitt suggested an email vote before the next (October 24) meeting so that it can be ratified on October 24 meeting, and a Memo-to-Members newsletter worked-on in advance for approval at the same meeting.

## **Election Improvement Project**

Mrs. Brunskill led the discussion of matters that might be considered to improve the EBWCA election and election reporting process. She thanked all Board members for providing input.

Topics discussed for possible consideration were:

- Improved ballot documents with advance personalized lot and proxy information printed for each lot owner (or owners). Each ballot would also have a privacy envelope provided with it.
- Proxies would need to be required to be provided far enough in advance of the Annual Meeting to be able to calculate individual numbers of votes to be noted on each ballot. Other improvements would include clear instructions about delivering proxies, making voting instructions, etc.
- On reporting of election results, improvements might include more transparency. Mr. Whitsitt cited the need to report on votes and proxy votes in more detail, especially as long as we have cumulative voting. He said that that is important in knowing how many owners voted for or against, as opposed to how many had aggregated multiple votes across different candidates.
- Cumulative voting was identified as perhaps needing reform, with Mr. Weyerhaeuser joining the discussion and arguing strongly for eliminating it. Mrs. Brunskill agreed. Mr. Whitsitt said that there has been a lot of HOA sector work to evaluate the need to eliminate cumulative voting. He volunteered to work on a proposal that might be presented in connection with the next Annual Meeting.
- Director terms were discussed as perhaps being changed to staggered two-year terms.

Mr Whitsitt said that the above would be summarized in the minutes (as shown).

Mrs. Brunskill then raised the issue of ensuring that the property management company has updated emergency contact information for owners. Mr. Whitsitt said that a reminder to provided it would be put in the next Memo-to-Members newsletter.

### **Street Sweeping**

Bob Riddle had asked Dave Roberts that the streets be swept again. During the Board discussion there were comments about chip seal gravel, dust and other items in the gutters normally. Builders' causing loose gravel by using tracked vehicles, and coming landscape cleanup and winter salting and sanding were discussed, with Treasurer Kleckner offering the opinion that sweeping is budgeted twice for 2023 and may not be a good value currently. Mr. Whitsitt mentioned that he had swept his gutters in five minutes and would offer to help Mr. Riddle in the meantime. He said he would call Mr. Riddle with suggested thanks and information on the new budgeting for sweeping.

### **Renschler Matters**

President Cannon noted that the Design Review Committee had given prompt approval of an outside standby generator installation request by the Renschlers. Mr. Whitsitt reported that the Renschlers appreciated the quick turnaround. He said that the next thing needing to be addressed is permission the Renschlers would like to have for an

expert (possibly a hydrologist) go on common area property to get elevation for a proposal on the pipe (that they've talked about perhaps putting from their sump pump water outlet across their land and common area to the adjacent pond). He said that that seemed a logical first step and that any matters such as EBWCA indemnification if a pipe is actually proposed could be dealt with at that time.

President Cannon suggested that if that is their only current request on the table, that's fine. He cautioned, however, that we need to be careful not to "get ahead of ourselves". There was no objection to giving informal permission. Mr. Whitsitt said he would notify the Renschlers.

### **Design Review Matters**

President Cannon said that he had had some out-of-meeting calls with Mr. Walthall and obviously there had been some issues raised about the Design Review Committee. He said that since there have been allegations made against the Design Review Committee, the Board needs to hear from the Committee. He said it would be imprudent to not hear from not only Chair Dawn Underwood, but all members of the Committee.

In response to a question from Mrs. Brunskill, Mr. Cannon said that he had had a telephone conversation with the Committee to see if they would be agreeable to presenting to the Board. They said they would.

Mr. Cannon then proposed a special meeting of the Board and the Committee so the Board can be better informed about some of the things that have come up about ongoing construction.

Mrs. Brunskill asked whether he has considered making the meeting an executive session "...so that we can all actually voice what we want to bring up to the Committee...so that we have a game plan". Mr. Cannon said that he was open to that if the Board wanted, but he said that at the same time we need to be transparent with the community about what we're doing and not doing, about what we're hearing and not hearing. He said that there have been a lot of public comments made to the entire community and "...I think the community deserves to know what the Board is doing with those public comments". Mr. Whitsitt said he wasn't sure an executive session was needed, but that he wasn't opposed to it.

After further discussion between Mrs. Brunskill and Mr. Cannon, it was decided that a special Board meeting with the Design Review Committee to get a full record of the facts. Mrs. Brunskill said that she would like to do that before October 20.

There was some discussion of the required number of Committee members, and the status of a Design Review Committee membership application from Pam Layne. It was acknowledged that she had not been responded-to yet, with President Cannon saying

a resume was not provided with Ms. Layne's note. He also said that consideration of a new person should perhaps await the special meeting and Board action.

Mr. Cannon said that he would put out potential dates for the special meeting.

Mr. Whitsitt then addressed the use and distribution of emails. He said he had been called by a resident who had received a copy of an email about our consideration of something and seemed a little surprised. He reminded everyone that blind copying such emails to those outside the Board is, first, unethical. He said that anything we want to communicate about as a Board with our members should go to everyone. If we blind copy only certain members, there is no way there can be a complete discussion of an issue.

He explained that by such actions there is no way people can know what the view of the rest of the Board is. And we don't know who an email has gone to with false, misleading or even mistaken information, so we don't know to whom there should be communication to correct that information. He said this kind of action is disturbing and reminded that we had seen it "in spades" a number of years ago during the Art Jacob lawsuit days. He said that some residents were sending things to the Board and blind-copying others, and some Board members were emailing other Board members and blind-copying constituents, fostering mistrust and divisiveness. He said this should not be done, or blind copy lists should be shared with everyone for communication, so we can all communicate with those individuals. He said that's how you have a good, functioning, collaborative Board.

Mr. Walthall stated that he had asked for a copy of the latest roster. Property Manager Roberts said that he would not give out private information. A question was asked as to whether that wasn't what Mrs. Brunskill was gathering. The answer was "no". Mr. Walthall said, "I am a Board member, sir", to which Mr. Roberts said he did not think that mattered. Mr. Walthall said he was repeating the formal request. Mr. Roberts said he would leave it up to President Cannon to decide on the roster.

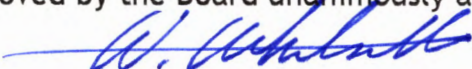
Mr. Cannon said that he was not empowered to make such decisions. That is not the role of the President, he said. But, he noted that Mr. Walthall was entitled to all names and addresses, and Mr. Roberts said that it would be sent.

## Adjourn

By unanimous consent the meeting was adjourned at 7:25 pm.

Submitted by Vice President and Secretary Bill Whitsitt.

Approved by the Board unanimously at its regular meeting on 11/21/22.

 11/22/23

September 26, 2022

To the EBW HOA Board of Directors from the Landscape Committee:

We want to thank you for renewing the landscape contract with Black Magic Landscaping. We think they do a wonderful job and are extremely knowledgeable about all the systems in our community. They are honest, reliable and have worked tirelessly to make our neighborhood look really beautiful. We have received many compliments on how our common areas look this year!

As we expressed in our correspondence with the Board last year, we think it is extremely important that we not only invest in common areas to make them attractive, but then also keep them maintained in order that we protect the original investment. The recent partial application of shale rock to common areas was a necessary maintenance item as it protects the weed barrier layer as well as the ground runner irrigation lines, which of course water each individual plant. The work done for spring clean up (which includes replacing plants that don't survive the winter, dividing perennials, etc) and the dead heading and pruning in the fall to prepare for winter not only makes those areas beautiful but help ensure that plants will grow and thrive.

Last year we mentioned that the pond area on the far end from the waterfall needs attention. With the long, wet spring we just experienced, some of us believe the problem is not that the large rocks are sliding into the pond, but rather that the soil behind those rocks is being eroded. We aren't professionals, but it would be our recommendation that perhaps larger rocks could be placed behind the large rocks to stop the erosion, at which point it would free us to then upgrade the landscaped area beside it to reflect the improvements we have made in all the other common areas. It seems logical that the work be done when the water level in the pond is down. Please let us know if we could be of any help in moving this project forward.

We still hope our mailboxes will be replaced! They are wobbly and continue to break and require repair, not to mention they are unsightly.

As always, perhaps some of these items are already being addressed. If so, thank you, and thank you for all you do to represent our community and make it a lovely place to live.

Landscape Committee

Gee Gee Allred  
Rita Livingstone  
Pat Miller  
Dawn Underwood  
Derry Weyerhaeuser  
Kristy Whitsitt