

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

Date/Time: **Wednesday, June 22, 2022**

Call to Order. Roger Bitner, the president, called the meeting to order at 6 pm.

1. Roll Call.

1.1. A quorum was present with the following directors in attendance virtually

Roger Bitner, President	Elke Touchette, Secretary
Ralph Brown, Treasurer	Rosie Moore, Director
Kathy Borden, Director	Naomi Williams, VP
Brian Tilely, Director	

1.2. The following director was absent: Megan Robinson, director.

1.3. This was Ralph Brown's last board meeting as he resigned a couple months ago and said he would stand in until the end of June, 2022 until the Board appointed a new Treasurer.

1.4. Others in attendance: Lot 117, Lot 119, Lora Smith & Grant Anthony, Lot 78

2. **Secretary: Approval of Minutes.** The minutes of the 5.25.22 **Regular Board Meeting Minutes** were read and unanimously approved.

3. Treasurer Financial Report

3.1. Brown presented the four (4) SELOA bank account balances as of 6.21.22: Operations Account (4145) - \$160,421.75; Savings Account (8151) - \$16,053.16; Reserve Account (9704) - \$30,766.58); and Deposits Account (3642) - \$40,600.08. The Operations Account is at the high water mark and Bitner Ranch Road Association needs to be paid \$27,540 from that.

3.2. Brown presented the Approved 2022 Budget versus Actual as of 6.23.22. There's not much going on yet. We have not spent much yet. Touchette asked if Lot 93 is included in "Assessments - Annual Dues and Late Fees" since the budgeted amount shows \$108,000, the actual amount shows \$106,400, with the difference only being \$2,600. Ralph does not think he included Lot 93 invoice in the budgeted amount because of all the controversy surrounding this Lot 93 at the annual meeting. Lot 93 asked Ralph for the SELOA attorney telephone number, which he gave to the owner of Lot 93. Ralph says the budgeted amount would be \$109,000 if Lot 93 had been included.

3.3. Lot 11 and Lot 42 are late on 2022 Annual Dues and Lot 21 is far in arrears.

3.4. Ralph was planning on dropping off 2 boxes with treasurer files, a smaller filing box, the QuickBooks back-up drive and the PO Box keys at a 2 pm meeting tomorrow with Sea to Ski, but Touchette brought up that we do not yet have a signed contract with Sea to Ski or privacy policy. Who on the board is leading the charge with Sea to Ski? The bank accounts also need two (2) signatories and Ralph was one. SELOA Board needs one or more liaisons to work with Sea to Ski. Touchette says she will call Teri at Sea to Ski tomorrow. Touchette will email the SELOA board what Teri conveys about procedures to move forward with them.

4. Committee Reports

4.1. **Road & Gates** – Natalie Shien presented a report that included an Opinion and an Organization Development Strategy that consists of five (5) phases:

- Entry - Expected duration: 3 to 4 months. Work Product: White Paper detailing the consensus expectation of the project
- Diagnosis - Expected duration 6 to 8 months. Work product: Monthly reporting of interviews, technical/schematic/engineering findings, budgetary feedback, (some of this has already been done by Casey Brown. I'll include her findings along with Drew Jordan and other former, committee members findings)
- Feedback - Expected duration: 10 to 12 months. Work product: Action plan of Road/Gate solution set or "Master Plan"
- Solution - Expected duration: 12 to 14 months. Work product: Board implementation or community ratification of 'Master Plan'.

- Evaluation - Expected duration: ongoing

This proposal does NOT address the 3-year interim enforcement of Rules, regulations and maintenance of Roads and Gates. This should be discussed, and action agreed upon prior to engagement.

Natalie stated she is the only one on this committee right now.

Touchette - can we move as a board to appoint Natalie as Chair of the Road Committee? Moore made a motion that Natalie Shein take on the role of the Chair of the Roads Committee and we (the board) will work on filling out the Committee with other interested volunteers who will roll up their sleeves and work. Touchette seconded and motion was unanimously approved.

- 4.2. **Fire Committee** – Drew Jordan presented a 12-page report that included Fire Committee updates for the period 5.25.22-6.22.22. He highlighted: 1) volunteer hours and lot owners who contracted with a commercial forestry management company; 2) urged the Board to come to a resolution on the rocks next to the road on Lot 2, which road transits their lot. Jordan would like space to be a minimum width of 20' to meet current Summit County fire road access codes. Jordan presented a slide with Summit County current fire code road clearance requirements and emphasized the requirement that fire apparatus access roads are required to be maintained and passable at all times and in all weather conditions, not just in summer, not just in wildfire season, winter, snow-clearing, everything. He needs the board to understand and he needs a ruling as soon as possible. 3) Jordan met with Park City Fire District Battalion Chief and District Fire Marshall, Mike Owens, personally and Owens drafted a letter (slide presented). Jordan said that as the District Fire Marshall they are not going to get involved. Meeting the Summit County current fire code road clearance requirements are issues Stagecoach needs to address itself. Jordan stated that the first paragraph of the letter has a lot of gray area. Jordan put focus on the last paragraph in the letter: "Failure to maintain access will result in PCFD notifying insurance companies that our access abilities have changed and may result in an increase in insurance rates, stoppage of insurance coverage, and/or invalidation of insurance claims." Jordan stated that the insurance companies are starting to develop databases on fire risk assessments that he maintains will affect our insurance rates. While Jordan understands the issues with our roads, he concludes that fire mitigation in Stagecoach must be a higher priority and we need to spend more money on fire mitigation. He thinks we have a 1 to 3-year window before the insurance companies address the fire risk issues in Stagecoach that could result in threat to human life, threat to personal property, an increase in homeowner insurance premiums, or cancellation of homeowner insurance coverage. Jordan said we currently spend only \$32.11 per Lot on fire mitigation, a total of \$3,500 is budgeted for 2022. Jordan mentioned a group texting effort for roads in Stagecoach to volunteer with road clearance efforts. "We've had members of the HOA talk to Ben Lieberman (Attorney for SELOA) and asked him about liability with those rocks. And Ben advised us that if he was a lawyer going after compensation for a client that was injured due to those rocks, whether they slid off the road due to the snow, or fire trucks couldn't come up, they would go after the lot owner and the HOA."

Tiley added that insurance companies are starting to cancel insurance policies up in Tollgate.

Agreement was reached that the Fire Committee Newsletter be distributed on a regular schedule to the Lot Owners.

- 4.3 **Architectural Control Committee Report** – Kathy Borden presented.

- Activity report has not changed since the last board meeting.
- Borden sent board notice of violation to owners of Lot 100. Lieberman approved another letter Borden wrote to David Verhagg. She mailed today.
- The Sheriff Department said they would patrol Stagecoach periodically at our request.

5. **Executive Session: Rules & Fines Document - Ben Lieberman legal Q&A (separate Minutes)**

Note: Lot owners mentioned above were present during this online session as recording was not shut off. The board also wanted this to be heard by those attending. However, the minutes are subject to attorney-client privilege.

After Lieberman completed his presentation, Moore and Borden would like to still add some more rules. Moore wanted a red-line version. Touchette said nothing much changed since the last work session on 6.8.22. Touchette suggested, and the

board agreed, to email any more comments regarding the Rules & Fines draft by 7.1.22. Moore said maybe we will make some small amendments to it.

6. **Comments by Lot Owners - No comments were made by any lot owners**

- Lot 119: What would the Sheriff be patrolling for? Borden explained use of a firearm within Stagecoach Estates. Patrolling could provide a deterrent.
- Lot 119: We could use some “Dead End” signs. In most jurisdictions you are required to put in such signs or “No Outlet”. Trespassing issue on Lot 119.
- Borden suggested all signs be approved by the Board.
- Moore asked if Mountain Trails could use the concrete deposit that is on Lower Cove Road.
- Tiley brought up cameras for gates. Some people think they can just push the gates open. There will be a proposal later in the meeting for \$8,200. Moore said it’s more than we budgeted for but could reduce gate costs. Touchette suggested we vote on at the next board meeting since we did not see the proposal yet. It was just sent prior to this meeting. It was agreed to vote on at the next board meeting.

7. **Identify, Discuss, and Solve Problems**

7.1 Weed Control - Touchette said that Lucy Jordan offered to head a Weed Control Committee that she offered to chair. Suggestions also were emailed by lot owners to the Secretary to NOT use pesticide - pull weeds instead. Moore said if one lot owner does not remove weeds, they will spread. Lot owner of 119 said it is a Summit County requirement to remove noxious weeds.

7.2 Operations transition to Sea to Ski Premier Home Management - already discussed under Treasurer Report

7.3 Bylaws Amendment: Quorum Change & Treasurer position - Touchette suggested we don’t really need a Treasurer since Sea to Ski is taking over the bookkeeping responsibilities and it is our job as board members to review the financial statements. Moore said she brought this up when we first decided to go with Sea to Ski and would the Secretary be willing to serve as Secretary/Treasurer, assuming the Bylaws allow for it. Touchette responded, “yes.” Touchette said that Lucy Jordan, prior Secretary, would be willing to be an assistant to the Secretary and help with elections and other tasks under the Secretary’s responsibilities. Moore mentioned the quorum requirement being at four(4) in the current Bylaws and with Fred Trujillo’s and Ralph Brown’s resignations we are now at seven (7) board members, so we meet the quorum requirement of 4 directors. Touchette suggests that the board is required to appoint empty board positions but that the Bylaws are vague on this issue and does not address it. Moore said Sea to Ski is delegated the tasks of a treasurer and some of the functions of a secretary. Moore will review the Bylaws.

Touchette suggests an amendment to Bylaws: eliminate the position of Treasurer. Do we need to take a vote on this - Elke as Secretary/Treasurer? Moore suggested a change in Bylaws: “officers shall comprise up to four (4) people”.

In the interim period for transition to Sea to Ski, who signs the checks? Roger Bitner and Touchette. Williams as a backup.

Touchette suggested she will talk with Sea to Ski to see what their procedures are concerning these tasks and get back to the Board.

8. **Meeting End.** Touchette wanted to close the meeting.

Bitner brought up cameras again and wanted to make a decision.

Tiley presented details. Four (4) cameras at each gate. These cameras do not need internet service. These cameras are designed for our type of environment. The cameras can read a license plate under all conditions. Gate instructions come in a binder and can be passed along to new persons monitoring the cameras.

Touchette asked who is watching this? Tiley said you have to find two (2) stellar people. Consultant says the cameras will be a deterrent. Williams suggested we pre-eminently put up signs that say, You’re on Camera in advance of getting the equipment and Lot 119 brought up putting up fake cameras first. Touchette said this could be a good first option to see if

cameras would work. Lot 78 brought up a camera that uses a sim card for \$9/month. Moore said the consultant says these ~ \$200 cameras do not last.

Touchette asked, in the last year how many incidents of gate damage occurred and what was the average cost of each incident? She would like to see a report on this. Who has this history? The Treasurer?

Borden says cameras could extend to safety issues as well, not just gate damage.

Tiley says he and Moore only got one (1) bid and we could get more.

Bitner made a motion that we put the cameras in and get it over with. Tilely seconded. All approved except Touchette who opposed.

Tilely will contact consultant on gates and inquire about an electrician.

9. **Roger said there are places on the road that need to get cleaned up quickly - overgrowth in the culverts.**
Reach out to Natalie Shein. Moore stated the Board appoints the Committee Chair and approves the committee members. The Committee serves at the Board's request and can dissolve the Committee. (This must be checked against the bylaws.)
10. **Next Meeting Date.** The next monthly Board meeting is scheduled for **July 27, 2022 at 6 pm.**
11. **Meeting Adjourned:** at 8:02 p.m.

The foregoing minutes approved by the Board of Directors on

Elke Touchette, Secretary