

2022 SELOA Annual Lot Owners Meeting Minutes

6-8 PM March 1, 2022, In-person and online via Zoom

Auditorium of the Summit County building, Kimball Junction, Park City

1. 6:13 Call to order by the President
 - a. All board members present: In person: President Roger Bitner, Secretary Lucy Jordan, Director and Road Committee Chair Casey Brown, Director Megan Robinson, Director Justin Bitner, Director Rosie Moore. Remote: Treasurer Ralph Brown, Vice Pres Naomi Williams, Director Steve Cuttitta.
 - b. Attendance: 18 people in person representing 18 lots and 33 people online representing 32 lots for a total quorum of 50 lots.
2. 6:14 Approval/disapproval of 2021 Annual Meeting Minutes. Minutes were emailed to members on Feb 11 and Feb 28 and were not read.
 - a. Elke Touchette lot 2 commented that the minutes contained biased comments. Would like the minutes to be changed to remove the comments. Megan Robinson suggested we remove all comments and insert a link to recording instead.
 - b. Rosie Moore motion to approve the minutes with the edit suggested. Lucy Jordan second. All in favor. Minutes approved.
3. 6:17 Executive Summary of 2021 Association business presented by the President and member vote for approval/disapproval.
 - a. Roger Bitner summarized 2021 business: Engineering evaluation of road conditions and needs, New bylaws, Draft Rules and Fines, Legal opinion on easements, New delivery shack, Estimates for cameras for gates, Church camp traffic to be rerouted, Gate repair, Gate on North Church to Preserve fabricated, Committee work.
 - b. Lucy Jordan moved to approve the summary. Rosie Moore second. All in favor. Summary approved.
4. 6:22 Balance Sheet for 2021 presented by Treasurer Ralph Brown.
 - a. Operation account \$60,711, Savings account \$16,051 (up \$5K since last year), Reserve account \$30,764, Deposits account \$33,735.
 - b. Megan Robinson motioned to approve. Justin Bitner second. All approved.
5. 6:26 Committee reports presented by committee chairpersons
 - a. Road Committee chair Casey Brown. See slides 9-14 in the annual meeting presentation
 - i. We hired engineering firm PEPG Consulting to evaluate the condition of our roads and give us options for how much it would cost to maintain or improve.
 - ii. Went over the 4 alternatives evaluated by PEPG plus the short term fix with rotomill like we've been doing. The 4 alternatives range in price from \$3.50 per square yard to \$25 per square yard

- iii. Double chip seal for everywhere \$350K. Asphalt the entire subdivision ~\$2M. Rotomil some areas. Can do a combination of treatments based on how good the road base is and high traffic need areas.
 - iv. Elke Touchette lot 2, explore the treatment done on Silver Creek road because it is holding up well.
 - b. 6:38 Architectural Control Committee chair Kathy Borden. See slides 15-18.
 - i. Reminder - Adding a garage, barn or structure; paving driveway (if > \$25K); doing improvements >\$10K (using heavy equipment); painting a house? – must get ACC approval
 - ii. ACC is fielding many calls from prospective buyers – expecting extremely busy building season!
 - iii. 14 projects currently active
 - c. 6:42 Fire Committee Chair Drew Jordan. See slides 19-26.
 - i. Roads need to be cleared of vegetation 20 feet wide and 13 ft 6 inches high.
 - ii. Please record your fire preparedness efforts including hours and amount spent on preparing your lot to resist wildfire. Go to the Stagecoach Estates homepage (www.stagecoachestates.com), scroll half way down the page and click on the fire icon.
 - iii. Total investment by Stagecoach lot owners in 2021: \$84K
- 6. 6:45 Presentation of budget for the fiscal year and member vote for approval/disapproval by Treasurer Ralph Brown. See slides 27-29.
 - a. We are carrying forward about \$44K from last year because we were waiting for the engineer's evaluation of the condition of our roads. Ralph went over the various items of our budget.
 - b. Lot 2 Elke Touchette asked where is the income statement and complete balance sheet from 2021? Ralph Brown answered that as a non-profit we don't have a profit or income. Ralph said you can go back to the budget vs actual for 2021 presented at the January board meeting. Elke also asked if we have any liabilities? Ralph Brown answered that the deposit account is really our only liability account since that money is deposits held until completion of builds. We pay all our bills quickly so we don't need to put the bills into a liability account and track it.
 - c. Motion by Elke to start including an income and expense statement and balance sheet at future board and annual meetings. Carolyn Bitner lot 88 second. All in favor. Motion carries.
 - d. Rosie noted a typo on the budget.
 - e. Carolyn Bitner lot 88 asked when our last audit was done? Ralph Brown replied that it was likely when Lynn Steging was treasurer. Elke Touchette is very concerned that we are not following the bylaws that require an audit. Megan Robinson noted that board members are volunteers and this would be an excellent reason to hire a management company to help keep up with these types of tasks so the board can attend to the tasks pertinent to the community. Elke Touchette believes it is not acceptable to not run an audit two years in a row.
 - f. Motion to approve the budget for FY 2022 as presented by Rosie Moore with one correction of "carryover from 2020" to "carryover from 2021". Second by Fred Trujillo lot 50. All in favor.

7. 7:00 Member comments and constructive criticism for the good of the Association. 1.5 minute time limit per Lot Owner.
 - a. Elke Touchette lot 2 on behalf of Tim Charlwood. Concerned about 2021 bylaws not being recorded. Lucy Jordan secretary replied with dates the bylaws were recorded in Morgan county and attempted to be recorded in Summit County and the reason Summit County rejected the document.
 - b. Elke Touchette lot 2 Why was the previous bylaw committee not included on the rewrite of the bylaws this year? Megan Robinson replied that we discussed these at every board meeting, which all lot owners are invited to attend.
 - c. Fred Trujillo lot 50: has served on various committees and on the board for over 25 years. The Board is made up of volunteers that do the best job they can as volunteers.
 - d. Director Justin Bitner pointed out that last year we had 39 lots vote on approval or disapproval of the 2021 bylaws and 69 lots voted in the board elections. That is an alarming difference and the current board thought we needed to address the problems in the 2021 bylaws to get better board support and ultimately lot owner support. The board has the right to appoint a new committee and we wanted to address some of the issues we knew were problems in the 2021 bylaws.
 - e. Carolyn Bitner 88 brought up that an audit of the books protects board members. Lucy Jordan pointed out that if we hired a management company, they could stay on top of things like audits.
 - f. Megan Robinson pointed out that by hiring a management company, for which she got three estimates and they were reasonable fees, it would take some of these important details off the shoulders of the volunteers. Toll Gate HOA was in the same boat two years ago. All three management companies were shocked that we don't pay the secretary and treasurer.
8. 7:10 Presentation of the Bylaws adopted by the board and member vote for approval/disapproval. 1.5 minute time limit per Lot Owner for comment. See slides 31-33
 - a. Mike Garbett chair of the committee presented 9 key points of new proposed bylaws.
 - b. Justin Bitner pointed out that last year, the board was 6 to 5 in favor of the bylaws submitted to the membership for approval. This year, the board worked on the document collaboratively after the attorney wrote a draft.
 - c. Lucy Jordan said that a very compelling reason to vote for these bylaws was to avoid the very complicated voting process being used this year. And that these bylaws are not perfect but it is relatively easy to make small fixes at a lot owner meeting.
 - d. Briana Allred lot 78: submit your comments for future edits.
 - e. Fred Trujillo lot 50 thanked each board member and committee members.
 - f. Teller Committee Erica Cuttitta, Briana Allred and Mike Garbett will count the vote. Must be present to vote. Voting to remain open for 10 more minutes.
9. 7:20 Unfinished business presented by the President: none
10. 7:20 New business. Rules and Fines DRAFT document presentation by Kathy Borden ACC chair and discussion. 1.5 minute time limit per Lot Owner for comment. See slides 35-46.
 - a. If the Board does not enforce the rules uniformly, the entire SELOA association is open to lawsuits

and other legal actions.

- b. If your Board continually allows rules and regulations to be broken, you will lose your ability to govern the Association. This will generally lead to turmoil and a very ineffective governing body in the community.
 - c. If the board feels that a rule, regulation or covenant is not fair or just anymore, the Board can take steps to begin the process of amending or changing these.
 - d. The ACC committee took a look at neighboring communities rules and fines structures in creating this draft.
 - e. Carolyn Bitner lot 88 asked what the procedure would be to fine a lot owner. Kathy Borden stated that there is a notification procedure. Lucy Jordan noted that the Utah Community Association Act has a specific procedure that has notification requirements.
 - f. Tom Williams lot 6 via zoom need to decide
 - g. Megan Robinson commented that we should re-do the covenants first to decide on the rules before we install fines.
 - h. Justin Bitner lot 66: this is not an action item for tonight and the board is not in total agreement yet.
 - i. Lucy Jordan: according to state law, the board has to notify the membership any time rules and fines are to be discussed
 - j. Brian Bitner lot 88: suggest an easy rule to implement right now is that contractors need to have Stagecoach Estates as a named insured. They cannot step on Stagecoach Property without being insured in Stagecoach. Agreement from many that this would be a good idea.
 - k. Elke Touchette lot 2: Rules should not reiterate covenants and cannot be more restrictive than covenants.
 - l. Lucy Jordan: Thanked three lot owners for submitting detailed comments via email. Suggest other lot owners do the same.
11. 7:45 Announcement of scheduled functions or events open to members of the Association
12. 7:45 Election of open Board of Director positions.
- a. Thanked outgoing board members Lucy Jordan, Casey Brown, Steve Cuttitta, Justin Bitner
 - b. 7:48 Everyone in the room has voted via paper ballot. Asked everyone online if they needed more time to vote since we need to close voting and get the votes counted and swear in and we have 13 minutes until we are kicked out.
 - c. Results of bylaws vote from 46 ballots cast: 41 in favor, 4 opposed, 1 abstention. Feb 27, 2022, bylaws pass.
 - d. Results of board of director elections from 49 ballots cast.
 - i. Secretary: Elke Touchette 25, Julie Hall 10, Cara Murphy 2, Lucy Jordan 1. Elke Touchette winner.

- ii. Director and Road and Gate Committee Chair: Fred Trujillo 27, Natalie Shein 21. Fred Trujillo winner.
 - iii. Director and ACC Chair: Kathy Borden 45 votes. Kathy Borden winner.
 - iv. Director: Brian Tiley 27, Suzanne de Jager 18, Amy Englebrecht 3. Brian Tiley winner.
 - e. New board members Elke Touchette, Fred Trujillo, and Kathy Borden in person and Brian Tiley online sworn in by Roger Bitner.
13. 8:06 Adjournment by Roger Bitner.