

Glastonbury Landowners Association, Inc.
Board of Directors Meeting Minutes – Final
February 13, 2017
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1. Call to Order

The meeting was called to order by Dennis at 7:00 p.m. at Emigrant Hall.

PRESENT: Dennis R. (President) Dan K. (Vice President), Mark S. (Treasurer on the phone), Charlene M. (Secretary), Newman B., Ed D., Gerald D., Richard J., Leo K., Charlotte M., Kevin N., Paul Ranttalo.

Also attending: Iona Y. (Administrative Assistant)

Landowners: Miriam B., Claudette D., Sally M., Dorothy K., Alan P., Kristen P., Jeff R., Joe T., Ia W., Regina W., Walter W.

2. Set Agenda

3. Visiting Landowner Input Period

Landowners asked why committee meetings were being held at Liberty Hall again, despite the NG Teaching Center's request to discontinue use in December; if they'd be allowed to speak after each topic was addressed; and concerns were expressed over damages to Dry Creek and Capricorn Roads. One-inch grooves that skimmed down to the old asphalt were observed throughout Dry Creek. Attendees speculated the cause was snow plowing, but could not determine who caused - or would be responsible for- the damages. Flooding had created ditches across Capricorn; Paul suggested creating culverts would solve the problem.

4. Unfinished Business

4.1 Discuss ownership of NG 39 & NG 65

In an email sent the prior week, Leo and Dan presented attorney Rick Landers with the issues and requested a conference call with the legal committee to determine what was needed for the GLA to proceed forward with collections of outstanding assessments. Charlene asked and Leo acknowledged that general questions about collections could also be addressed during that call.

5. Officer and Committee Reports

5.1 President's Report – DR

5.1.1 Phone line in Emigrant Hall

Action item- *Dennis will follow up with Rose Rigler.*

5.2 Project Review Committee Report – GD / KN

5.2.1 NG 54-D Pole Barn New Project

Gerald declared he intended no conflict of interest in creating the plat map for this property; that he received no compensation for the service; and that his intention was to create something that could be used as an example with the checklist the project review committee had been working on. The landowner was concerned there was no representative he could contact to speak for his subdivision association; however, he had contacted the four other members of the subdivision. Discussion included the necessity of receiving subdivision association approval; producing a document stating the association was no longer in existence and a document that neighbors in the subdivision could sign to approve the project; the board's responsibility to recommend rather than enforce adhering to subdivision covenants; and the board's power to reject a project application based on lack of subdivision approval. **Motion:** Paul motioned and Richard seconded to approve the project upon payment of the outstanding \$165, with the caveat that the GLA will approve the project because it meets the GLA Master plan and covenants; but that the GLA was not stating that the project meets the Emigrant Vistas Minor subdivision covenants. All disturbed land will be reseeded and all necessary permits would be required. **Motion carried** (11 in favor; 1 abstention - Mark who had difficulty hearing the full discussion over the phone).

Action Item: *Charlene will email the landowner to explain the motion and caveat.*

Action item: *Iona will complete the subdivision section of the application.*

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5.2.2 Discuss driveway/walkway on SG 39-E and SG 38

Ed reported he took out 4' of the culvert, but felt it wasn't the association's place to tell the landowner to remove the entire walkway. This raised concerns since Ed had indicated at the last project review committee meeting that he would remove the entire walkway and the walkway was currently blocking water flow.

Action Item: *Ed to ask Damian K. to clean the culvert since this was his project.*

Action Item: *Ed to notify Lyda that if the culvert remains in place, she will be responsible if it floods in the future.*

5.2.3 Discuss Ed's actions related to SG 39-E

Some members of the board felt Ed was not at fault because there were no project review requirements for walkways. Some directors questioned the consistency of Ed's explanations regarding his knowledge and involvement in the project. Dennis and Dan requested Ed to exercise more caution and discernment in the future before proceeding with projects: to hold a higher standard as a representative of the GLA board. **Motion:** Mark motioned for Ed to not be reinstated to the project review committee. **Motion withdrawn.** Mark withdrew his motion since this was being discussed under 5.2.4.

5.2.4 Vote Ed on the PR committee

Motion: Charlotte motioned and Gerald seconded to reinstate Ed onto the PR Committee. Discussion included defining walkway standards in the future so clear parameters were set. **Motion carried** (8 in favor; 3 against – Leo, Dennis and Mark; 1 abstention – Ed).

5.2.5 Updated checklist for use by both GLA admin assist and PR committee members

Action Item: *Kevin will email the checklist to the board for input and review it at the March board meeting.*

5.3 Treasurer's Reports – MS

5.3.1 Highlights: P&L, Bal. sheet, Dep/Check Details, Customer Bal Sum. Jan 2017

Mark felt there was not much to report for January, since statements were recently sent out and assessments were still coming in. For this reason he did not run the customer balance summary.

5.3.2 2016 End of Year Reports

Posted on website: 2016 assessment payments were at 89% compliance, \$12,000 were prior land assessments and \$4,000 in prior dwelling assessments collected in 2016. Fund Report-almost \$1300 was in the NG chip seal fund; \$40,000 in NG road fund; quality chip seal in NG will cost \$150,000. \$25,000 was in the SG road fund; some extra money went into gravel; working on some roads not well graveled last year; \$13,000 moved into snow removal fund.

5.3.3 2017 Budget

Motion: Mark motioned and Charlene seconded to adopt the draft budget for 2017. **Motion carried unanimously.**

Motion: Charlene motioned and Charlotte seconded to accept the January 2017 treasurer's report with one correction on the balance sheet: the money given as a construction bond be moved out of reserve cash and into 004 savings; and also to approve the end of year reports scheduled to be mailed to the membership. **Motion carried unanimously.**

Action Item: *Mark to ask Micah to move the funds appropriately.*

5.4 Finance Committee Report – MS

5.4.1 Collection Attorney, Rick Landers, Demand Letters

The board reiterated the need to meet with Landers; additionally, to give him the list of delinquent accounts and ask his advice on course of action.

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Action Item: *Legal committee will meet with Rick Landers to discuss multiple things: the interest rate change; steps of moving in collections; ownership of HG 39 & NG 65 and who to collect from; and how to get all information documented to prevent problems in the future.*

Action Item: *Move 4.5.1 under legal committee for March board meeting.*

5.5 Secretary's Report – CRM

5.5.1 Treasurer / Admin work flow

A new system was developed to compensate for Mark being long distance. Iona had taken on the treasurer's tasks of picking up checks and creating spreadsheets; Charlene was depositing the checks.

5.5.2 Resident as a representative for an individual landowner

The board questioned if a landowner could create a trust and that trust could designate a representative, why couldn't a landowner do that and appoint another landowner, since proxies and representatives of trusts could both be non-landowners?

Action Item: *Add this question to Rick Landers' list of questions.*

5.6 Road and Weed / Mgmt Committee Report – PR / ED

5.6.1 Contractor snow plow guidelines

Tabled for in-depth discussion at the road committee meeting and to be readdressed at the March board meeting.

5.6.2 Generic snow plow contract for back up plow contractors

The contract would need to be customized with specific terms per contract. Walter W. suggested the contract could be applied to all contractors, not just plowers; the contract would be further developed at the road committee meeting.

5.6.3 Non board members to dispatch plow drivers

Instances were cited in which snow coordinators could not reach appropriate road committee members to notify them of dangerous road conditions and dispatch plowers. Dan cited Bylaws 6, Article 6: that stated the board could appoint agents for such positions. **Motion:** Dan motioned and Charlene seconded that if the snow plow coordinators couldn't get a hold of a board member on the road committee or an officer, and snow conditions met the threshold of our snowplow guidelines for safety or depth of snow or ice, they were authorized to call out the plow or sander as needed. Concerns over safety, communication, responding in a timely manner, the budget, and authorizing specific individuals instead of authorizing a position were discussed. **Motion amended.** Dan motioned and Charlene seconded that if Walter or Claudette couldn't get hold of a board member or officer that is on the road committee to report dangerous conditions that met the threshold of our snow plow guidelines, they were authorized to call out the plower or sander as needed. **Motion carried** (9 in favor, 1 opposed – Ed, 1 abstention – Paul).

Two new snow plow drivers, Todd M. and Halt R., were recently hired and would be trained by Fred C.

5.6.4 GAV Road maintenance

Leo explained that the GLA liability insurance was property-ownership based and only applied on lands owned by the GLA or that the association had a property interest in, such as the road easements and common lands; that when the GLA was established, every lot dedicated an easement to GLA, so GLA held an interest in all the original roads; and that GLA had no property interest in GAV even though it was part of the GLA. In regards to the truck insurance, damages to the GLA vehicle and damages to another vehicle directly caused by the GLA vehicle while it was in operation were covered. However, the liability

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insurance would not cover damages that resulted from the road maintenance done by the GLA vehicle.

Dan had spoken with William S. who was the original road engineer. William mentioned that in 1997 CUT and GLA had made an agreement regarding GAV road maintenance; and that Sirius and Aries may be prescriptive easements.

Action Item: *Dan to research the 1997 agreement between the Church and GLA / GAV and the proper legal easements on Sirius and Aries.*

5.6.5 Plowing Dry Creek Road

Discussion included the 2008 Road Policy and if it prohibited GLA from maintaining Dry Creek Road; the necessity of talking to the insurance company; seeking legal advice; the benefit of GLA snowplowing Dry Creek; and the need to get things in writing from the County. **Motion:** Dan motioned and Leo seconded for the road committee to complete and submit the Park County Road Work permit application, signed by Dennis, and also to contact our insurance for clarification. **Motion passed unanimously.**

Action Item: *Iona to copy and submit signed work permit application to Parks Frady.*

5.7 Communications & Technology Committee Report – NB

5.7.1 Complaint Research SG 53-B

The complaint was made in 2015 and never finalized. LEO, KEVIN, and Dan had met with Craig L. and some of the landowners involved; there were many issues to deal with, more landowners to meet with, and significantly more work to do.

5.7.2 "Confidentiality Stamp" on BOD emails

As per the January action item, the legal committee developed and emailed a set of questions to attorney Alanah Griffith that questioned the "stamp" as well as the confidentiality & conflict of interest agreements. Alanah had yet to respond.

5.7.3 Oversized Sign on NG 56

The landowner was sent a letter requesting that the oversized for sale sign be removed or replaced with one that met association size requirements.

5.8 Legal Committee Report – DR / DK

5.8.1 New lawsuit by Chrystal O'Connell

Dennis had nothing to report at this time; the board awaited Judge Gilbert's decision.

5.8.2 Vexatious Litigant lawsuit

Dennis had nothing to report at this time; the board awaited Judge Gilbert's decision.

5.8.3 Confidentiality and Conflict of Interest agreements

The topic was addressed under 5.7.2.

5.9 Governing Documents Committee Report – LK

5.9.1 Change of interest rate, landowner survey

Leo explained the terminology, "the highest allowable by state law," lacked specificity because there were three different MT laws that had different interest rates: two that used 18% and one that used 15%. Attorney advice was being sought. The committee produced a draft governing document amendment that was adjusted. The highlighted changes ratified everything up until January 1, 2018: the date to have the new change become effective. The previous interest rate and penalties would all be applied until that date, and the changes would bring it in compliance with the law. Leo asked the board to identify changes needed to have a draft letter emailed to Rick Landers; that the letter highlighted the intent of getting something in writing that could be shared with landowners; and asked Landers if he had any

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hints of how to get the membership to vote affirmatively. The committee's goal was to have this ready for a vote at the next annual meeting in November.

Action Item: *Dan to incorporate suggested edits in preparation for sending to Rick Landers.*

5.10 Election Committee Report – CRM / KN

During the last meeting, the committee looked more closely at proxies for corporations. As per Covenant requirements, the association would require proxies for Corporations, including annual renewal. The next election committee meeting was scheduled for Monday, March 20th.

Action Item: *Charlene will draft a letter to Corporations, Trusts, and LLCs.*

6. NG and SG Ombudsman Report

6.1 Discuss Ombudsman receiving board emails

Charlotte felt the ombudsmen could advise the board better if they received board emails and were aware of issues. Disagreement arose since the ombudsman's role was not mediation, but to represent landowners who didn't feel comfortable coming directly to the board themselves and to communicate on the landowner's behalf.

Action Item: *Mark will expand the ombudsman information on the website by defining the position, indicating they are available and willing to help, and providing contact information for each.*

7. Approve Meeting Minutes of 01 16 2017

Motion: Leo motioned and Dan seconded to approve the minutes with the correction under 5.3.1 to change "\$27,00" to "\$27,000". **Motion passed unanimously.**

Action Item: *Iona to make the above correction.*

8. Visiting Landowner Input Period

Landowners commented on Ed's conflicting statements that caused revisiting issues and taking time.

9. NEW BUSINESS

10. Adjournment

The meeting adjourned at 10:30 p.m.

11. Next Board Meeting: March 13, 2017