

MEETING MINUTES February 8, 2024

(These minutes have been reviewed and approved by the Cedar Highlands HOA Board and serve as the official summary of the meeting which includes the official audio file)

Cedar Highlands HOA Board Meeting Agenda
Thursday, February 8, 2024, at 6:00 pm
Cedar City Library, 303 N 100 E, Cedar City, Utah

START RECORDING

1. **WELCOME** (Establish Quorum of the Board)
2. **APPROVAL OF THE AGENDA**
3. **PUBLIC COMMENT:** During Public Comment members may address the Board on any matters under the authority of the HOA including items on the agenda and items not on the agenda. The Board is not authorized to act on items not on the agenda. Public comment is limited to 3 minutes per person (yielding time to others is prohibited) and 10 minutes per topic, unless extended by the Board officer presiding over the meeting. Members requesting to speak during public comment will state their name and residential address for public record. In accordance with our Cedar Highlands HOA Bylaws, any other discussion or comments from attendees must be approved by a majority vote of the Board.

Debra Hartman asked to speak in rebuttal to comments made at the January 18th meeting during Public Comment by Rick Silva. Rick spoke in direct response to a request from LynAnn Imlay in her follow up email after the January 11th meeting asking that an explanation be given for comments made about \$34k dollars of HOA money expended for roads repairs without a legal vote by the HOA Board. Rick responded to LynAnn's request as the member that worked most closely with Mike to execute that decision to spend \$34K without a legal vote. Rick had recounted the circumstances and confirmed that the Roads committee discussed concerns for doing this work in August because of the seasonal monsoons that come in August/September and fears that any repairs done this early would be washed away. The Roads committee then exchanged a series of emails/texts regarding the repairs and finally agreed to Mike recommendation that the repairs be done in August. HOA Board member Lori Silva did not support this expenditure and never voted on the matter which is required for any action by the Board taken without a meeting. During the committee's email exchange requesting a vote, Tom Wootton also clarified that the Board had discussed back in April and agreed that due to the extensive road damage from construction trucks the HOA would retain the lot owners impact fees. In that email exchange Lori did concur that this decision was previously agreed upon in April to retain impact fees. She did not vote to approve the \$34K which Mike Brask pushed through anyway. Lori spoke to Mike later by phone, and she asked about the \$34K expense and if she could cast her vote on this and Mike replied that it was too late for any more votes, the check was already being processed. This illegal vote by the members of the Board at that time resulted in the loss of \$34K after the seasonal monsoons washed away all of the repairs made in August. Rick further explained that following the illegal vote to approve \$34K Mike then shared that this action by the Board would enable Pierce Excavation to "make their monthly payroll for August." Lori and Tom also learned of this detail after Mike called for a vote. Tom expressed concern/disappointment that this was not disclosed before the vote was attempted and as was shared previously Lori did not vote in favor of that action at all.

Debra's comments spoke to Rick Silva's previous examples of how HOA members mistreated our previous vendor for roads repairs. She spoke of "Julie" being blocked by road obstructions and unable to get through the road enroute to her granddaughter's recital. Debra Hartman expressed concern that Rick did not show more support for "Julie" when helping the roads to be cleared for passage. Debra Hartman further spoke about an incident involving former HOA Board member "Reggie" who confronted an elderly woman serving as a flag person on duty during the road repairs. According to Debra, "Reggie" was holding her accountable to do her job in service and protection to the members of the community. In Rick's accounting of the incident the flag person was reduced to tears and was also the mother of the person in charge of roads repairs. Rick offered these examples of why Pierce Excavation was frustrated in trying to serve Cedar Highlands. While sharing his examples Rick never mentioned other members names. Debra Hartman chose to provide the names of "Julie" and "Reggie" and stated she was there to speak for them because they could not attend. Debra Hartman then characterized Rick Silva's actions in these two incidents as harassment against women and questioned his character in this regard. Debra Hartman continued her comments by criticizing Lori Silva for calling "Reggie" asking questions and history in fulfilling the role of Secretary on the HOA Board. Debra Hartman further described an incident where "Reggie" was contacted by a local escrow company for HOA information because her name was still listed as the HOA contact on the Utah state HOA Registry. Updating the state registry was Lori's responsibility as Secretary and had not been done yet. Debra Hartman then cited Stan Carrizosa as having created an "HOA Calendar" when "Reggie" had already created one. Debra mistook Stan's "Calendar of Annual Board Meeting Dates" for a list/calendar of required HOA responsibilities created previously by "Reggie." Debra Hartman characterized these contacts with "Reggie" as disruptive and bothersome to a person who was "fighting for her life."

Even though Linford Nelson and Mike Brask were both in attendance at the meeting and Mike had already indicated he wanted to speak during public comment, Debra Hartman asserted to speak on their behalf and continued her comments by offering complimentary and gratuitous support for Linford Nelson as a successful developer who has been building on the mountain for 20+ years and asked why the HOA would question his knowledge, expertise, and intentions. Debra Hartman also went on to describe Mike Brask as a successful businessman who has lived on the mountain a long time and served as an excellent leader during his time on the HOA Board. Debra Hartman questioned how/why the Board lost confidence in his leadership abilities.

After two additional extensions of the 3-minute speaking limit Stan Carrizosa thanked and dismissed Debra Hartman from Public Comment.

Mike Brask addressed the Board in defense of the \$34K decision to do the road repairs in August of 2023. Mike provided hard copies of email and text exchanges related to the Roads committee discussion and processing of the board action taken without a meeting. He did not want to review them in detail at that time but asked Stan Carrizosa as President to vet this evidence. Mike claimed that he did have support from the Roads committee and conducted a legal vote and he has been mischaracterized for acting illegally and feels he is owed an apology for such treatment.

Per Mike's request Stan Carrizosa did vet these documents. Mike provided trails of emails and texts where the Roads committee members were in discussion about the \$34K in roads repairs. There were concerns discussed for the timing the possibility of monsoons washing away this valuable work and expense. There was discussion that Pierce already had equipment necessary for the repairs staged up on the mountain and to delay now would mean he would have to remove and return his equipment if done later and that could be more expensive. The document trails do support that the Roads committee finally agreed to support this decision. Then Mike moved on to call for an official vote by the Board via email. Jeff Hartman, Board Treasurer at the time voted yes. Board member Tom Wootton responded by implying a yes vote and clarifying that the Board had discussed back in April a decision to withhold lot owner's impact fees for new home construction due to the extensive damage to the roads. In the next email response Lori Silva concurs with Tom's recollection of withholding the impact fees. Lori never voted at all on the matter of the \$34K and continually expressed her disagreement with this proposal. In a subsequent call between Lori and Mike she asked about the status of the \$34K vote for road repairs and if Mike wanted her vote on that. He replied that it was too late to vote, and the check was already being processed. In short, Mike did have a majority of the Board vote in favor of the \$34K expense but to take action without a meeting, a unanimous vote of all board members is required. As such this was an illegal action by the Board. It was later shared by Mike and Jeff that this August payment to Pierce Excavation was approved just in time to help them make their monthly payroll. This detail was disclosed only after the illegal vote was conducted and caused Tom to feel taken advantage of as this fact would have caused him to vote differently. Lori was equally disappointed even though she never voted on this action but she and Tom both felt that withholding that detail put the needs of the vendor above the needs of the HOA and was unethical.

Chad Atkin addressed the Board with comments regarding the "Public Comment" section of the meeting agenda. He shared that he supports the new structures and protocols for conducting board business at our meetings and processing community member input. He described his understanding of the Public Comment section to be a courtesy to HOA members who wish to address the Board on any matters of HOA business. He expressed concern that the Public Comment section be allowed to serve as a microphone for members to air personal disagreements or dislikes of each other and this would not be acceptable public comment in his opinion. He urged the Board to be more restrictive during public comment and adhere more closely to the time limits for public speakers and that the content be relevant to HOA business and not personal disagreements.

4. **CONSENT AGENDA**

- a. HOA Annual Zoom Subscription for virtual meetings (Reimbursement): **\$170.00**
- b. Tractor Works Monthly Plow Service: **\$12,204.95** Staging Fee: **\$6,500.00 = \$18,704.95**
- d. Image Pro Copies: **\$5.45**
- e. Western Legacy (Accountant) ongoing clean-up of financial records: **\$675.**
- f. Mail Chimp Monthly/Annual subscription fee: \$13. X 12 months = **\$156.**
- g. CD cashed and deposited to support cash-flow and pay bills = **\$10,332.42**

The board reviewed all of the items on the consent agenda. On a motion by Tom and second by Lori the board voted unanimously to approve the Consent Agenda.

5. **ACTION ITEMS**

- a. Approval of Meeting Minutes (01/11/2024 & 01/18/2024)

On a motion by Patti and second by Tom the board voted unanimously to approve the minutes as presented.

- b. Treasurer- Monthly action on all financials and approval to pay bills.

Patti reviewed the monthly bank statements, revenues/expenses, and bill payments. On a motion by Stan and second by Tom the board voted unanimously to approve the minutes Treasurer's report and action to pay bills.

- c. Filling Board Vacancy – Brask Resignation (through Annual Meeting of 2024)

Stan reviewed the HOA Bylaw sections that govern the filling of a board vacancy. A hard copy of the information presented to the board was copied and provided for all members in attendance. The Board discussed that the seat would remain open until filled and encouraged any and all interested members to step forward by contacting the board if they have a desire to serve.

- d. Appointing Administrative Officer – Lori Silva, HOA Secretary

Lori presented a request to approve Lisa Hatch to serve as an Administrative Officer in support of Lori Silva and her work as HOA Secretary. On a motion by Lori and second by Patti the board unanimously approved this appointment.

- e. Annual Dues Collection – “Declaration of Intent to Achieve 100%”

The board reviewed a plan to try and achieve 100% receipt of all annual HOA dues within the first 30-day grace period for dues collections. The plan would include mass text reminders and a calling tree comprised of HOA Board members to make follow up calls in support of achieving this goal within the first 30-days. On a motion by Patti and second by Tom the board voted unanimously to implement this plan.

6. **COMMITTEE REPORTS TO THE BOARD**

- a. Fire/Safety– *Tom & Lori*

Tom shared that he is in the process of setting up a fixed schedule of recurring day/date for monthly meetings.

- b. Roads – *Lori & Stan*

Lori reported that she has a Roads Committee meeting scheduled and they would be reviewing the current status of winter road care, plowing/ blowing and sanding. They would also begin to document a list of highest priorities for targeted road improvements to be considered as part of the fall roads repair later this year.

- c. ARC (application approval) – *Patti & Tom*

Patti reviewed the standing list of ARC projects underway. There were no new ARC applications since

the last meeting. During this time a hand was raised by Linford Nelson in the Audience. Stan made a motion to open the floor to take Linford's question. Tom second the motion and the board approved. Linford asked that he be refunded his impact fees for the new homes he is constructing. The Board shared that the HOA does not have completed documents from the lot owner required to close these ARC projects and those decisions have not been made. Stan further clarified that the board will take into consideration the impact on the roads of constant construction being conducted through the wet months in both the winter of 2022-23 and 2023-24. Stan reminded that the damage to the roads was extensive and contributed greatly the HOA budget running a \$20K annual line-item deficit. Linford made the statement that Mike Brask had approved his impact fees being refunded. The Board asked for further clarification of this comment and Linford said he had no further comments and would address his request through other means.

d. CCR/Bylaws – *Stan*

Stan had no report from CCR/Bylaw Committee at this time.

e. CICWCD/ CH HOA Water Tank & Fire Hydrant Agreement – *Greg Pierce & Lori*

Stan made a motion and Patti second to open the floor for comments from Administrative Officer Greg Pierce who will be serving as the HOA Lead on our work with CICWCD and implementation of the Water Tank & Fire Hydrant Agreement. Greg reported that he had been reading all the available water/agreement documents including past minutes for the CICWCD meetings. He further stated that Stan would be meeting with Paul Monroe and requesting the name and contact information for the officer from CICWCD that would serve as their lead on the project. Once he has this he will open lines of communication between he and the CICWCD lead and prepare to share monthly updates at our HOA meetings.

7. INFORMATION ITEMS

a. Member Interactions w/ Ladd's Tow Service – *Lori*

Lori reported that our tow service and road service vendors expressed concern for how some HOA members speak to/treat them when they are encountered on our roads. Lori reminded everyone that these are vital services for us, and we want to be respectful and as friendly as possible in our interactions with them.

b. Community Sign Update – *Patti*

Patti reported that the final stages of preparation for completion of the community sign project are underway, and the signs should be ready for installation soon.

c. Completion and Official Filing & Recording of the Water Tank Agreement – *Stan*

Stan reported that the final signatures for proxies on the Water Tank Agreement vote have been secured and we are sending our completed documents to legal counsel for official filing/recording with the County.

d. Complaint Resolution – Barking Dogs – *Lori*

Lori shared that she has been working with the IC Deputy and Animal Control to help address the problem. She expressed concern that this annoyance has persisted since last December, and it is critical that we insist upon more help/support from the deputy to control the dogs. She stated that she continues to work with the HOA members being affected by this nuisance and will

persist until we get the matter resolved.

e. Report on Board Goals: Progress to date – *Stan*

The meeting was running long so Stan deferred any update on progress toward the HOA annual goals until next meeting.

f. Correspondence/ Board Member Comments

No further information at this time.

8. **NEXT MEETING** Thursday March 14, 2024, at 6:00PM

9. **ADJOURN. END RECORDING MEETING ADJOURNED AT 7:28 PM**