

Board of Directors' Meeting
OF
THE VILLAGE GREEN AT THE VALLEY CLUB
HOMEOWNERS ASSOCIATION, INC.
March 12, 2025

MINUTES

PRESENT: Janet George – President
John Taylor – Secretary/Treasurer
Don Schollander – Director - Zoom

NOT PRESENT: Illeene Wendland - Agave
Sara Gorham - Agave

OTHERS: **Owners Present** **Owners Zoom**

Rosemary Kells – Lot 28 Corley Hughes – Lot 21
Doug Horner – Lot 8 Don Liebich – Lot 38
Jack Rutherford – Lot 41 Mark McClelland – Lot 33
Megan Davis – Lot 20 Nancy Lovinger – Lot 30
Paul Stevenson – Lot 20 Michelle Englert – Lot 22
Bonnie Cashin – Lot 22

MANAGERS: Sharon & Chuck Williamson

CALL TO ORDER

Janet called the meeting to order at 2:03 p.m.

ESTABLISH A QUORUM

A quorum was established with 3 Streamside directors present or by Zoom conferencing.

PUBLIC COMMENTS

Kildeer Bird Hatch – Megan Stevenson wanted owners to be aware that the Kildeers have hatched and are running across the roads. She asked that everyone be mindful when driving so as not to harm the birds.

FINANCIAL REPORT

Balance Sheet: Chuck reported the following account balances:

DL Evans Bank - Operating Account:	\$368,480.83
DL Evans Bank – Capital Account:	\$113,906.46
DL Evans Bank – Road Account:	\$319,854.49
DL Evans – Capital CD:	\$102,502.25

He informed the Board that there are issues with the accounts receivable balances, primarily due to inconsistent billing of Agave owners by prior management. This issue prevents the CPA from providing financial assurances required for a yearend review. Chuck requested that the Board convene an Executive Session at the end of this general session meeting for the purpose of discussing sensitive owners issues involving accounts receivable.

2024 Retained Earnings – Chuck explained the Board requested that management calculate retained earnings cash carried forward into 2025. He reported retained earnings cash carried into 2025 totaled \$42,194.

Profit and Loss Statement – Chuck stated that there was no issue to report for the two month period ending February 28, 2025. The budget is tracking as anticipated.

COMMITTEE REPORTS

Agave Oversight Committee – Chuck reported that the Agave Owners held an introductory meeting on February 28, 2025 at which time Sara and Illeene solicited for additional members. As a result, two other owners volunteered to participate on the Committee. Ellen Stevenson Matteson and Shane McDermott were appointed to the Committee. The next meeting of the Committee is scheduled for March 18, 2025 at which time they will review current issues and pending projects and advise management on how they would like to proceed. Those present approved of managements actions.

July Party Committee – Janet informed owners present that to date nobody has come forward and volunteered to organize the July owners gathering which has previously been very well attended. If there are no volunteer(s) the party will need to be cancelled. Janet explained that the preparations and tent reservations need to begin soon if the owners gathering will be held this year. Management was asked to email the owners and put a request in the next newsletter for volunteer(s).

OLD BUSINESS

Status of Roadway Improvement Project – Janet George reported on the meeting held by Valley Club Owners Association (VCOA). Janet summarized the meeting explaining that the VCOA Board has amended their 2025 road reconstruction plan. VCOA is no longer including Valley Club Drive reconstruction in 2025, and will only focus on the private roads, Club View Drive and the entrances to Valley Club Drive where problems currently exist with road deterioration and drainage issues. No bids have been received for the modified work schedule approved by the VCOA Board. Streamside responsibility for the payment of the revised roadway improvement plan would be limited to twenty percent (20%) of the Valley Club Drive entrance work, and Clubhouse Drive excluding the portion of road between the tree islands extending in front of the clubhouse. VCOA has decided that they will do Valley Club Road next year. Janet reported that in the VCOA meeting there was discussion on turning responsibility **for all future road maintenance over to Blaine County**; however, this seemed to be an extreme position because the County would likely only provide chip sealing, which may not be adequate in many areas.

John Taylor explained that VCOA did not include Valley Club Road due to a dispute with Blaine County over the required construction agreement terms between VCOA and the County. The contract terms have a bonding provision and oversight requirements for Valley Club Drive that VCOA wants to negotiate. John explained that a construction agreement may still be required between VCOA and Blaine County for the reconstruction at the entrances to Valley Club Drive; however, it may not be as onerous to agree upon. If an agreement can't be reached, then the Valley Club Road entries may not get done in 2025. John explained that VCOA has approximately one million in the bank allocated for their private roads maintenance. The VCOA board did not want to approach their owners for voting on a special assessment to fund the Valley Club Drive reconstruction. If the planned repairs for private road maintenance and entrance reconstruction exceed the funds available, VCOA would be required to have a vote of the members which could further delay reconstruction plans for the Valley Club Road entrances.

Don Shollander explained that the biggest obstacle to moving ahead will be the bond requirement. The agreement between the County and VCOA is for maintenance and how it will be maintained into the future until the County assumes road maintenance responsibility. While the bond requirement is not uncommon, it will be the real obstacle in the road reconstruction effort. When asked about the performance bond, Don explained that he was surprised to learn that VCOA was unaware of the bond requirement. Janet expressed that knowledgeable construction professionals were needed on the committee to avoid these kinds of mistakes. Don pointed out that the letter from the VCOA board seems to convey a message that VCOA has not committed to reconstruction of the roads, and only wanting to establish a more equitable agreement for the resurfacing of the road which are very different processes. Don stated that VCOA may only be looking to chipseal and reconstruct the entrances to Valley Club Road, which would be less costly and suggested that Streamside should

only plan for resurfacing in 2026. John expressed his concern that the VCOA letter may not be reliable on that point.

Janet reported that \$446,000 in road reconstruction funding had been **billed** in 2024 by the Streamside Association in anticipation that the reconstruction project would proceed as planned. **Based on a new bid received, an additional 10% totaling \$158,000 was budgeted in 2025.**

Management reported that in addition to the project description indicated by the Board members it was confirmed during the VCOA meeting that all landscape damage on individual lots, as a result of the County requirement for installing a 2 foot gravel shoulder, will be paid for by the individual property owner if reinstalled.

Owners Comments:

Jack Rutherford – Mr. Rutherford requested that a diagram of the north and south entrances be provided so that owners can understand the extent of the project under consideration. He expressed it is currently unclear on what is being proposed. John explained that the extent of these entrance improvements has not yet been defined.

Paul Stevenson – Mr. Stevenson inquired about the roadway deterioration at the entrances and whether a different material such as concrete may be more durable. John explained that the entrances have been designed with better drainage which is the primary source of the deterioration. It was explained that the use of a different material under the asphalt would not necessarily make it more durable, it is the gravel road base material depth that provides the stability and durability.

Don Liebich – Mr. Liebich asked about Valley Club Inc. position in this matter. Janet offered that it is possible the Valley Club Inc. accepts the outcome because they are not required to pay \$800,000 this year. Valley Club Inc. would be responsible for 33% of the expense. Janet informed those present that while unsure of any benefit, the combined homeowner groups hold a voting majority.

Mark McClelland – Mr. McClelland expressed his belief that the problem with the County construction agreement is the ambiguity with regard to maintenance. The normal procedure would be for the County to inspect the road, develop plans to address all aspects of road conditions and when this is done, they sign off on the project. At this stage of the project, they will ask that a maintenance bond be secured that typically lasts for 12 months. He suggests that legal counsels for each party get together and negotiate the issues. Without this negotiation process it is unlikely the road will be rebuilt. He reported that he reviewed the plans and there seems to be a significant amount of drainage work planned for the entrances which are not currently installed. The planned drainage improvements will be needed to correct the issues present at both entrances. He would recommend reconstruction of the entrances after a proper plan has been developed, and repair other portions of the road that have failed and then chipseal the entire Valley Club Road surface. Those present agreed and expressed support for this recommendation.

Conclusions:

Revised Shared Cost Agreement: John Taylor stated that the cost sharing agreement includes the water system owned by VCOA, the common areas at both ends of the roads are owned by VCOA, and Valley Club Drive is owned by the County. VCOA has no authority to do anything on the road without County approval. In addition, VCOA is required to ask their owners for a special assessment vote whenever they make improvements to Valley Club Drive. John stated that he believes Streamside and Valley Club Inc. should have more say in discretionary projects in which Streamside and Valley Club Inc. are required to partially fund. Janet reported that there is a 2008 cost sharing and roads agreement which states that Streamside is responsible for a proportionate share of the expenses associated with VCOA maintaining, repairing, improving, and replacing roads including the funding of adequate reserves. This agreement suggests that VCOA is responsible for all road maintenance and improvements. Owners present agreed that Streamside should be able to express

their opinion on projects of this nature. John stated that he would like to approach VCOA and request that Streamside be included in the decision making and voting process. John stated he would like to approach VCOA about the possibility of amending the shared cost agreement, allowing Streamside to be treated equally in the discretionary spending and voting processes. In addition, he would like to propose for VCOA board consideration a Valley Club Drive roadway improvement project as suggested by Mark McClelland. After discussion, Board members approved an ad-hoc committee consisting of John Taylor, Don Schollander, Mark McClelland and Fred Bates. The committee will prepare a response letter to VCOA which addresses the concerns and issues discussed.

Note: Due to a meeting conflict Don Schollander needed to leave the meeting prior to the funding options discussion.

Funding Options: Janet reported that the Board is considering adjusting this year's roadway expense in the 2025 budget and lowering the annual dues requirement by the same amount. Chuck explained the options under consideration. First, the amount paid by the owners to date, which includes 50% of the budgeted road expense, could be credited towards the 2025 annual dues. The Board would strike the roadway expense from the 2025 budget and adjust the annual dues requirement down from \$10,331.71 to \$6,688.51. Owners that have paid the first assessment billing would have \$1,522.65 remaining for the balance of the year. The balance would be divided over the two remaining billings totaling \$761.33 each. The next option would be to calculate the adjusted annual dues amount without the road expense and spread it over three equal payments of \$2,229.50 each. This would result in a \$2,936.36 refund to the owners that have paid \$5,165.86 on their February dues billing. Chuck suggested that the owners could be given the option to choose how they want the collection overage applied for 2025. The roadway improvement funds collected in 2024 would remain in the reserve account to pay for any roadway improvements in 2025 and beyond. After discussion, John proposed the following motion for Board approval, **PROPOSED MOTION: MOTION: John moved to approve removing the road improvement expense from the 2025 budget, adjusting the annual dues total accordingly, and credit the first installment towards the total annual revised dues. The dues balance for the year will be billed in two equal installments in May and July, Janet seconded, and motion passed by unanimous written approval.** Janet agreed, however, she asked that Don Schollander be allowed to comment prior to a final vote. Management was directed to email the proposed motion for final Board written approval.

Roadway Tree Planting – Janet reported that the Board has received a bid to replace approximately 25 dead trees along the Streamside roadway. The cost per tree has been estimated at \$1,033 each installed. She explained that the Board asked management about the retained earnings cash to be utilized for the tree replacement. John stated that what could be done is that \$25,000 could be transferred into capital reserve and used for this purpose as an approved capital expense. The tree damage appears to be from rabbits girdling the trees. The board will consult with the ADRC and take precautions to protect the new trees from similar damage in the future. The trees will be replaced with 2" caliper trees. John recommended that the ADRC review the tree species proposed. After discussion: **MOTION: John moved to approve the replacement of the dead trees with the appropriate varieties as determined by the ADRC and that appropriate funding from operations be transferred to capital reserves to pay the replanting expense, Janet seconded, and motion passed.**

Audio Visual System Update – Janet reported that the conference room audio/visual system had been upgraded providing a better sound experience for zoom meeting participants. Those online expressed that they could hear meeting participants much better. Janet wanted to publicly express her thanks to the Valley Club for this much needed sound system upgrade.

Website Update – Chuck reported that the website developer is granting him access to all features of the website. This will allow management to make changes to the site in a timelier manner at less overall cost. The website is outdated in many respects and when updated management will notify the owners. Chuck stated that the current website navigation is good. To help owners navigate the site,

he recommended that owners be provided with easy to read instructions on finding Streamside information.

Parking Rules – Chuck reported that the Board asked that he review the governing documents and ADRG's and assess the parking restrictions within Streamside. Upon review of the documents, it was determined that parking on streets is permitted. Contractor employees may park on the street while they are working on a property. The overnight parking of any vehicle on the street is not permitted. During construction all vehicles parked overnight must be contained within the property or on another lot where parking arrangements have been approved. The parking of boats, trailers, campers, etc. must be parked within the garage.

NEW BUSINESS

Jack Rutherford - Agave 11 LLC – Jack asked about the Agave 11, LLC which is a defunct corporation; however, it is still shown in the land records. Chuck explained that it should have no bearing on the operations of Agave or Streamside. It is his understanding that the Agave 11 LLC was formed as the corporation for the condominiums common areas. The issue would be if Streamside common area encroaches over the Agave common areas and who would be responsible for maintenance. This could take significant time to investigate. Chuck stated that management may review at a later date.

Jack Rutherford – Pickleball Noise – Jack requested to meet with the ADRC to develop a plan for planting additional trees on the Valley Club owned lot between homes and the pickleball courts.

John explained the procedure for a proposal to plant additional trees to mitigate the pickleball noise. He stated it is the concerned owner(s) responsibility to develop a plan and present it to the Board. The landscape plan proposal should identify the plant material proposed, i.e. trees, bushes, etc. and show where the plantings will be placed on the site. The plan will need to explain who will be installing the plant material, the cost involved and who is paying for the work to be done. The complete plan must be prepared and submitted to the Board for their review. The Board can request the ADRC to review the proposed plan if deemed appropriate. John explained that the ADRC is a proposal review committee, and as such do not develop proposals for Board consideration. After discussion, it was determined that Corley Hughes, Jack Rutherford and Bonnie Cashin will prepare a plan submittal for Board consideration at the next meeting.

EXECUTIVE SESSION

MOTION: John moved to approve moving into Executive Session for the purpose of discussing sensitive owner issues, Janet seconded, and motion was approved.

The Board moved into Executive Session at 4:01. The Board moved out of Executive Session at 4:13 p.m. by unanimous consent.

Actions as a result of Executive Session:

Management was directed to contact Jim Laski and get his recommendation for other legal counsel to follow up on the lien that was filed on Lot 43 and pursue collection of the past due amounts as dictated in the governing documents.

Adjournment

With no other business the meeting was adjourned by unanimous consent at 4:15 p.m.

Respectfully Submitted,

Chuck Williamson
Recording Secretary