

# Timber Cove Board of Directors Meeting

Saturday, March 21, 2015  
Fort Ross School Multipurpose Room  
9:30 am -11:40 am

## MINUTES

### SUMMARY OF ACTION ITEMS

- Speakers will be asked to limit their discussion to 3 minutes as a rule.
- Unit One voted 82.2%+ to secede from the HOA. The Secretary certified the voting signatures and acknowledged the action of Unit One as having met the necessary criteria, effective March 20, 2015. The immediate impact is the loss of board members Richard Welch and Lorrie Uribe, both of whom live in Unit One. Road repairs and maintenance, architectural review and security will no longer be provided to homeowners in Unit One.
- Sylvia Todd replaced Richard Welch as a Board member. One additional board seat needs to be appointed at the next meeting.
- MSP to pay the bills.. The 2015-16 budget will have to be revised to reflect the loss of income from Unit One dues, and adjusted accordingly.
- Landscape variance approved for Gilmore-Holmes proposed construction at 22055 Kelly Court.
- Signage presentation on agenda for next meeting.
- A draft of the 2003 By Laws will be posted on the website.
- MSP we put up our architectural guidelines, CC&Rs, By Laws on website.
- MSP to remove the Realtor Packet charge for \$75 since it is digital now and increase the \$95 transfer fee to \$125 as one fee.
- As discussed in February, Nick Lee will inspect HOA lots and notices will go out to people who need to do fire abatement. If the work is not done, bids will go out and a crew hired with the bill sent to the homeowners. This will be done in conjunction with the Water District and will begin next month.
- The Forest Management/Fire Abatement Study will be scanned and put on line on our website.
- MSP to have a community forum to discuss trails, time and place TBA.
- MSP to ask membership if they want to give the Lyons Court Office property to the Water District to be shared jointly and developed by them, provided we have the legal ability to do so.
- Tom Giacinto, Tim McKusick and Sal Culcasi are the Road Committee.
- Next Meeting: April 25, 2015 at 9:30, Fort Ross School, Multipurpose Room.

**Board Members Present:** Tom Giacinto (TG), President, Tim McKusick (TMcK) Vice President, Fred Leif (FL), Treasurer, Susan Moulton (SM), Secretary, Sal Culcasi (SC), Sylvia Todd (ST)(member appointed to replace Richard Welch)

**Staff:** Sharon Lynn

**Guests:** Richard Welch, Lorrie Urribe, Claudia Giacinto, Anne Vernon, John Rea, Bill Seymour, Katie Seymour, Hannah Clayborn, John Howland, Ron Case, Priscilla Gray, Brian Todd,

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**Executive Session: 8:30-9:30am:** TG reported that the Board discussed the Secession of Unit One from the HOA; the hiring of legal counsel; details of the Davis -Stirling Act, and contracts and work for the HOA.



## Regular meeting 9:30am

### Call to Order: TG called meeting to order at 9:35 am

**Approval of Agenda:** Additional items: Since Unit One has seceded, it requires two new members. SM moved, TMCK 2<sup>nd</sup> to approve agenda. All ayes, SC, nay.

### Approval of Minutes of January, 2015 and February 2015.

**January Minutes:** TMCK moved to approve, FL 2<sup>nd</sup>; one abstention (ST); one no (SC)

**February Minutes:** SM moved, TMCK 2<sup>nd</sup> to approve the corrected February minutes. SC requested approval be postponed until the next meeting. Board agreed to postpone.

### President's Report (T. Giacinto)

TG noted in the interest of time all speakers would be asked to adhere to the 3 minute rule for speakers. He noted Unit One had fulfilled the criteria for secession.

SM in her capacity as Secretary according to the CC&Rs was asked to certify the voting signatures of Unit One members who had elected to secede from the HOA. She verified that the Unit One voters had met or exceeded the benchmarks required for secession, with 82.2+% responding in the affirmative.

As Secretary she requested the Board acknowledge receipt of the certified votes and Unit One's action to secede. This necessitated 2 replacement officers on the board since Richard Welch and Lorrie Uribe both live in Unit One, which is no longer part of the TCHOA. Discussion of candidates and filling the positions. SC wanted the election to be postponed a month to circulate the call for nominees to fill the vacancies. SM noted that in the last two instances of vacant positions the new members were taken from people at the meeting willing to serve. Sylvia Todd had submitted her willingness to serve at the last meeting. TG nominated Sylvia Todd; TMCK 2<sup>nd</sup>.her nomination. B. Seymour agreed with SC. SM suggested we appoint one now and one next month. H. Clayborn noted we have done this twice, she asked a previous board to wait and they refused to open it up. AV believed there was a paradigm shift. J. Rea believed it was honorable to put it to the community. S.Todd agreed to serve if appointed and noted if decisions are going to be made as HOA for Unit Two, and if a position is open is it possible to fill it for this meeting, then open up the second position so sitting members are from Unit Two. TMCK commented it is tough filling seats on the board and we have a willing community member whose application to serve was submitted at the last meeting.

•Vote to appoint Sylvia Todd at this meeting and a second person at the April meeting: Ayes: SM, TG, TMCK., FL, SC abstain. Sylvia Todd appointed to serve on the board.

Lorrie Uribe and Richard Welch invited to act as non-voting guests for this meeting.

### Announcements (T. Giacinto, S. Lynn)

No announcements

### Consent Items and Reports:

- a. **Security and Fire Abatement (N. Lee)** Written report: Weather has been exceptionally warm and fine, no rain. Have been some allowable burn days. Two car covers removed from vehicles on Umland, left on the ground. Dead fir tree north side of Amanita which is a danger and needs to be removed: 22135-22121 Amanita. Inquiries from property owners received to remove

trees from some homes; approval given. SC affirmed that given the recent secession, NL will not be patrolling Unit One.

**b. Correspondence (S. Lynn)**

Letters received included in board packet. She has received quite a bit of email. She has completed documents for escrows closing on lots. Insurance renewal is completed. She received an Email regarding locking mailbox on HWY 1 because post office won't deliver to unsecured place; Emails regarding road work; emails about Sonoma County trail presentation at 3 pm; She has mailed out packets to perspective lot owners wanting to build.

**c. Architectural Report (S. Lynn) (Handout)**

**Holmes-Gilmore, 22055 Kelly Court**, - request for landscape variance. Kathryn Holmes wants to build this year and needs variance Some of landscaping is outside the wall. Plans distributed. TMcK has walked the site and they are being sensitive to neighbor's needs. JH noted the plans are more descriptive. TMcK moved to approve variance, 2<sup>nd</sup> FL. Vote ayes, unanimous. TMcK noted underground power is coming up and TCHA would like to contact the PG&E engineers working on the Holmes-Gilmore project. It would be nice to make everything north of Cemetery Creek underground. Those in Unit One need to seek approval from Coastal Commission for work they want to do now. SC wants Michael Hallett as second reviewer for projects. It was discussed last meeting. TG noted J. Howland was hired as a consultant, not to approve or disapprove, but to identify problem areas. JH noted if builder hires architect, there is a conflict of interest, and it can lead to ambiguities in the process if there are disagreements. It should be only one person. ST believed it should be a formal process that maintains consistency of CC&Rs that is critical. AV noted the board did agree for others to submit applications as consultants. Hallett is their architect.

**d. Treasurer's Report (F. Leif)**

**a. Payment of Bills (Handout) Budget for 2015-16** is no longer applicable since Unit One has left; 48 properties won't be contributing dues which will impact budget process. He proposes we proceed with the existing 5300 report with its pro-forma budget and come in with a new budget in a month or so. We have the end of February financials, we are still well in bounds in terms of our existing budget, although we have spent a little more than budgeted. In terms of roads, we have a summary of projects that reflects a transfer of surplus funds from prior years. This leaves us to bills to pay: Verizon; our employees payroll and mileage; a final bill from Barbara Zimmerman for a variety of legal letters \$667.50; and we have \$1000 to TG for legal opinion from McOber; we have architectural review expenses for JH; TC Excavating projects completed for \$10,454; into March, employee funds and road maintenance from Adobe Associates. Reserve study needs to be reviewed and other categories regarding Unit One secession.

•FL moved we pay the bills; SC seconded. 4 ayes, 2 abstains (SM, ST)

**b. Budget (Handout)**

**c. 5300 Packet: Sample.**

**d. Reserve Study. Discussed**

**e. Roads and Signage (S. Culcasi, T. McKusick, Ron Case):** Ron Case reported the committee members have gone ahead on the signs. Area One signs will be deleted from the costs but it would be nice if they would also be the

same. They do like adding the TC logo and are simplifying the signs. They will bring a presentation to the next meeting.

- f. **Road repairs (TG):** TG announced that emergency road repairs were done. He and homeowners fixed a problem on the corner of Amanita and Ruoff; the work was done before the secession. Most of materials and labor were donated. Homeowners only need to pay for backhoe time and some rock. The backhoe operator was doing work there, anyway. SC noted with the 2014-15 roads budget: vegetation management was done and now caught up. Two remaining items in the previous budget to be done are street sweeping and ditch maintenance. TG added a lot of the vegetation management will be postponed because under forest management and fire abatement it will become the responsibility of property owners. He suggested we spend most of the money on the roads that are in desperate need. AV noted a large number of people (over 50 homes) on TC Road don't receive road benefits because TC Road is taken care of by the county, she wants her dues reduced. She suggests we use a tiered system for dues. TG suggested the board look at the suggestion. Work will be done only in Unit Two. SM suggested the board and Sharon Lynn be notified before work begins so that homeowners know ahead of time what to expect. BS should contact SC, TMCK or TG and Sharon Lynn in advance so property owners can be notified. They will be sweeping the roads at the end of next week. ST noted if the property owner needs to be notified, BS should cc. Sharon so she can contact homeowners. ST asked how many properties were on TC road? We have 48 units that have left HOA. How many would this represent.
- g. **Trails (T. Giacinto, H. Clayborne):** HC reported she wanted to clarify that there is no connection between the meeting at 3 pm for a Coastal Trail, and our trails and easements. They delayed a meeting they were going to have so that the Coastal Trail meeting can happen. They are tentatively scheduling a meeting for April 18, 2015 to talk about pre-survey work on trails, to be absolutely sure where they are legally. Brian Todd is in charge of pre-survey work because he has the background and training to do it. TMCK and TG spoke with the county about the trail proposal being presented. AV has had 3 legal opinions about their property. Their private lawyer has said there is no evidence of private easements on their property. She requests the board send their three letters out to the membership. She wants a study of the costs. She believes there should be a questionnaire sent out to whole membership with costs included to see if they want it. If anyone insists on coming on their property to walk the easement they will file an injunction against them. Their insurance is paying for some of their costs. They want the HOA to pay for their costs for consulting with the county. Because approval has been rescinded they can ask for damages. TG noted the Board has a legal opinion they have accepted. The board did exactly what the county recommended in contacting Mr. McOmber. The Vernon-Rea's have every right to challenge the actions taken by the board. Ron Case offered a solution to part of the issue which is to allow the community to use the trail with the property owner's permission. HC believes the easements are recorded and thus exist. TG clarified if the easements are recorded then only TC residents can use them. TG noted it needs clarification and he will put out a letter doing so. SC asked if they were public or private. TG clarified they are private; only accessible to TC. SC moved we send letter out to membership with 4 legal opinions attaching a letter noting we are not 100% sure about the issue asking if we want to spend money on the trails. FL 2<sup>nd</sup>. Two ayes; 4 nays. Motion failed. ST

suggested we send a letter to the membership about the trail meeting as a public forum to clarify the issue. The Vernon-Rea's could make a formal presentation at that time and clarify the titles and legalities.

•ST moved, FL 2<sup>nd</sup> a trail meeting as forum to discuss trail issues sometime in the near future for the members. Ayes Unanimous.

FL made the map of the trails several years ago. What functionality do these rails have? They seem to be disconnected. Most align from hill to HWY 1. TMK general plan was that there were to be stables on the 7 acres at the bottom. All the trails were to converge on a central coastal area.

### OLD BUSINESS

1. **Legal Representation** (TG and Board Members) TG noted we have considered a number of attorneys which was discussed in the Executive Session. Malcolm Manwell has been hired by the Water District to represent them. We don't want any lawyer who will cause problems for TC. In the past we have had an attorney for both the Water Board and HOA. RW feels there might be a conflict and the two boards are separate. Board members will research all the proposed candidates and find someone we can live with. Ray Seto will help us in the process with general legal advice. J. Rea suggested we hire a lawyer who could represent us as a utility service district if we decide to go that direction. ST clarified that a utility district could hold property owners more responsible for fire abatement. TG added that it has the advantage that money could be donated to it and tax benefits accrue.
2. **CCRs and By Laws 2003 By Laws.** TG reported that Ray Seto researched all the minutes and said in 2003 the board moved to correct the By Laws, noting in them 51% of the members needed to vote to change the By Laws. No matter what came after, the 2003 By Laws stand. RW noted the By Laws you want to adopt say the Board can't change the By Laws. There are significant legal changes since 2003. SM requested the 2003 be posted to the website; the board should review the work done by RW and Priscilla Grey who will send a digital copy of the draft they have worked on to Sharon Lynn.
3. **Website (trails back on):** The FI reported that the map should be reposted on the web site. FL the issues were the easements recorded on the county map which reflects easements, not "trails." HC suggested we call them "pedestrian easements." K. Seymour asked about the website and what was being posted. The minutes and agendas should be posted. TMcK suggested the architectural guidelines should be posted. Sharon does the realtor packet which we have to pay for.
  - TMcK moved we put up our architectural guidelines, CC&Rs, By Laws, SC 2<sup>nd</sup>. Unanimous ayes. SM moved SC 2<sup>nd</sup>. to remove the Realtor Packet charge for \$75 since it is all digital now and increase the \$95 transfer fee to \$125 as one fee. SC 2<sup>nd</sup>. Unanimous ayes.
4. **Forest Management and Fire Abatement** (T. Giacinto) The HOA will send out two notices regarding the criteria for maintenance. People who have fire danger on their property will be noticed. The inspectors will be Warren (?) and Nick Lee. If the owner doesn't clean up the property, bids for clean up will go out under the auspices of the Water District and the clean up will be done. This would include all lots. SM reported there was a news article that we are moving into one of the worst, if not the worst, fire season ever. We need to be pro-active. Riparian habitat rights need to be observed. TG noted there are foresters who will consult with

homeowners to determine what needs to be cut. Names and contact information will be provided. The water district is putting in more hydrants to insure greater safety; this also helps lower our insurance rates. ST suggested we make a proclamation on all our literature that goes out to membership, that this is our top priority and an emergency. CG suggested timing is important relative to clean up. HC reported we are part of a fire corridor; there have been several historic fires and we want to avoid this. TMcK suggested we scan the forest management study and put it on line, which is necessary to get on a list for grant money from the state. TG noted we have received close to \$40,000 in the past from the state for Forest Management and Fire Abatement. This was used to create fire breaks and address other potential hazards.

5. **Lyons Court Office** (T.Giacinto) TG noted this motion to turn office over to Water District was tabled last meeting. The Water District would develop the property, but let us share its use. If the Water District has title to this, people can donate money and properties to it to develop a future park.
  - SM moved to take it off the table, ST 2<sup>nd</sup>. Motion passed. SC suggested we send this out to the membership to see if they want to hand this over to the owners to find out if they want to give \$92,000 property away. RW believed we are giving away assets of the association without the approval of the membership. AV reported they got an appraisal of low \$100,000. The previous board did do a questionnaire where they asked if it should be developed.
  - SC offered a substitute motion, that we put this out to the membership for their response after we determine its value and have a legal opinion regarding our ability to do so. ST seconded,. Unanimous ayes.
6. **Quarterly Newsletter** (S. Culcasi) tabled
7. **Social Events Spring: HOA meeting Fall** (S. Culcasi) volunteers needed.
8. **Unit One/HOA (Sal Culcasi):** discussed.
9. **Member (Public) Comment:** New homeowners on Koftinow introduced themselves.

#### NEW BUSINESS

1. **Grants and outside funding opportunities (including Fire Abatement/Forest Management).** (T. Giacinto, T. McKusick) TMcK and TG will be applying for grants to cover the costs for trails, fire abatement, and an exit trail across Koftinow for fire emergencies. They have access agreed to be donated by David French; TG and BT will build a 20 foot bridge so Koftinow, a cul de sac, can have a fire exit. Plans will be submitted in conjunction with the Water District.
2. **Improvements and streamlining the HOA** (efficiency, contracting services, streamlining communication, etc.) (T. Giacinto, T. McKusick) done. TG reported that part of streamlining included shifting vegetation management to property owners and thus shifting more money to road maintenance and repair where it is critically needed.
3. **Written consent to obtain approval of work through emails** (Richard Welch) discussed in Executive Session
4. **Limitations of Items for Executive secessions** (Richard Welch). Discussed.
5. **Appointment New Road Chair:** TG and TMcK and SC are now the Road Committee.
6. **Other: Mailboxes,** which should have been discussed under roads. (SC) Renata had requested a large locking box for the mailboxes. SC asked who will put in new mailboxes and maintain them. TG has spoken with the Post Office about

what would be acceptable. We have to speak with Guerneville or Duncan's Mills for a key to lock the box. The turn around is also a safety issue and it is a funding issue. SM noted we had tried to do this 10 years before and it was stopped by the Post Office. We need to get permission from them before anything concrete is actually done.

J. Case noted his box and others are located across from TC boat ramp and they are also falling apart. TG believes the ones we bought 10 years ago may still be around since they were never used. He suggested they all be the same. Mailboxes will be on the next agenda.

**Time and Place of Next Meeting and Agenda Items:** April 25, 2015 at 9:30.

**Adjournment:** TG moved to adjourn. Meeting adjourned at 11:40 am.

Members may speak on any item on the published agenda **only** after they are recognized by the President. If you wish to speak about a matter not on the published agenda, please make your comments during the portion of the meeting designated for Members (Public) Comments. Please limit your remarks to three minutes. Please note that, with some exemptions, the Board does not engage in discussion or take action on non-agendized matters. However, the board may respond briefly to public comments, refer matters to staff, ask questions for clarification or schedule matters for future agendas.

**American Disability Act (ADA)**

The TCHA Board complies with ADA (America Disabilities Act) requirements and upon request, will attempt to reasonably accommodate individuals with disabilities by making meeting material available in appropriate alternative formats 9pursuant to Government Code Section 54953.2). Anyone requiring reasonable accommodation to participate in the meeting should contact [Sharon Lynn], Executive Assistant.