

Timber Cove
Board of Directors Meeting
Saturday, February 21, 2015
Fort Ross School Multipurpose Room
9:05 a.m. – 12:55
MINUTES

ACTION ITEMS

- SM moved, TMcK seconded we appoint LU. Vote: LU appointed unanimously.
- SM nominated TG as President; TMCK 2nd. FL (abstain), SC, RW noes, SM, TMCK, TG ayes. TG elected.
- SM nominated TMcK, LU seconded. Vote: SM, TMcK, TG, LU aye, RW, SC noes. Tim McKusick elected Vice President
- SM moved to table approval of January Minutes until next meeting, TG seconded. SC, FL, RW no, SM, TG, TMcK, LU aye. Motion passed unanimously
- FL moved pay the bills; SM 2nd. 6 ayes, RW abstains.
- FL moved, we accept the budget and include it in the 5300 report. SM 2nd. Unanimous pass.
- SM moved we take the motion off the table. TMcK 2nd. 5 ayes, RW no. Motion passed.
- Motion to rescind the motion of April 5, 2014. 4 ayes (SM, LU, TMCK, TG), RW, SC no. Motion passed.
- SC moved to amend the minutes of April 5, 2014 to reflect that it was 4 years, and 2 abstains (Sue Drake and Anne Vernon) rather than unanimous. RW second. RW, SC vote aye; TG, SM, LU, TMcK abstain. Motion passes.
- TG Motion to hire the Perry law firm if there are no conflicts. 2nd SM. •SC: Motion to table, RW 2nd. Unanimous, motion to table passed.
- SM moved we postpone considering By Laws to the next meeting so new member on the board could read this. SC seconded. Passed unanimously.
- TG moved to reinstate this plan. TMcK 2nd. SM moved to table this until the next meeting so Board could review it. RW seconded. Motion to table passed unanimously.
- TG moved we give the office to the Water District with the proviso that the HOA be able to use it jointly.
- SC moved to table the issue, LU seconded. Passed unanimously.

Call to Order (T. Giacinto, Vice President)

Present: T. Giacinto, F. Lief, S. Moulton, R. Welch, S. Culcasi, T. McKusick, Lorrie Uribe

Staff: Sharon Lynn, Nick Lee

Guests: B. Todd, P. Grey, B. Seymour, Laurie Uribe, Ron Case, Dennis Koci, Anne Vernon, John Rea, Claudia Giacinto, Brian Todd, Jody Sperry, Hannah Clayborn, Ray Seto

1. Election of new board member to replace Anne Roberts: Laurie Uribe and Sylvia Todd have volunteered to be on the board.
•SM moved, TMcK seconded we appoint LU. Vote: LU appointed unanimously.
2. Election of President to replace Anne Roberts.
•SM nominated TG as President; TMCK 2nd. FL (abstain), SC, RW noes, SM, TMCK, TG ayes. TG elected.
3. VP: SC self nominated, no second; SC, RW, FL voted for SC, SM, TMcK, TG, LU no. Motion fails.

•SM nominated TMcK, LU seconded. Vote: SM, TMcK, TG, LU aye, RW, SC noes. Tim McKusick elected Vice President

Approval of Agenda: FL noted we need to add 2015-16 budget under Treasurer's Report. SC suggested a second bullet so community would notice we are working on the signs. Ron Chase report added to Signage Report; SC: Dissolution of HOA added for discussion under Old Business.

•SM moved to approve the agenda as amended, FL 2nd 4 ayes, (SC) no, RW no, RW abstain.

Approval of Minutes: Discussion of format for Minutes and recording of meetings. **January 17, 2015:**

•SM moved to table approval of January Minutes until next meeting, TG seconded. SC, FL, RW no, SM, TG, TMcK, LU aye. Motion to table passed unanimously. Format and interpretations of Davis-Stirling guidelines to be discussed after research has been conducted to determine legal specifications. SM will take the minutes of the meeting.

President's Report: Condolences to the McKusick family whose father recently passed away recently. TG hoped with the new board in place that the heated discussion around legalities of such things as DS and contention can be resolved.

4. Announcements (T. Giacinto, S. Lynn):

SL noted we were contacted by the Regional Parks Department of Sonoma County who want to hold a public meeting to discuss trail feasibility study to solicit input for future placement of coastal trail for the public on either March 21 at 3 or March 28 tentatively at 3 pm. Mark Cleveland is coordinating this. Members of the Board of Supervisors, including Effren Carillo want to attend. Meeting will be at Ft. Ross School to discuss a California Coastal route from Ocean Cove to Fort Ross. Location of the public trail will be provided at the meeting

5. Consent Items and Reports

- a. **Security and Fire Abatement** (N. Lee): NL reported his information goes back to October 2014. On Oct. 31, 2014 TMCK reported more than one of his real estate signs had been damaged; November 1 removed damaged signs, Mailboxes completed on Nov. 4; He was away in November and Steve Drapkin substituted for him. Dec. 1, 2, 10" + of rain, power out, trees down on Lee, Cypress and HWY 1; power out, more trees down on the 11th.; on the 19th the Amanita sign knocked down by fallen tree which knocked out phone service; Pacific View tree leaning even more—taken down on 27th by B. Seymour; Christmas, New Years quiet. January BS brushing out road edges; Jan. 17-18 more rain, otherwise has been unseasonably dry, warm. In Feb. he spoke with Bob from Verizon re. cable at Ruoff and Gordon which was snagged by a truck. He jury-rigged the cables. Cables were left along the road and across a driveway. He called Verizon who said they would fix it in two weeks but that was 3 months ago. Cables still in the ditch. Feb. 6 storm, power out, trees down across roof of a home on Cypress doing some roof damage and property owner notified. On the 8th another tree down on Lee Drive with other trees leaning and threatening Lee Dr. On the 8th a gasoline truck overturned near Russian Gulch closing HWY 1. On the 9th we had a windstorm, some trees down; On 11th Grace O'Malley reported No Trespassing signs stolen and vandalized. On 17th someone was taking down tree which fell

across a power line at north end of division. Power was out most of the night. He wants a phone number on our list of homeowners so he can contact them. NL will send in his report in the future to save time.

- b. **Correspondence (S. Lynn):** SL: Larry Johnson sent a copy of his engagement letter for financial services. Email box: 2 requests for copies of draft minutes for January 15 meeting; 5 requests for architectural guidelines; she has completed 4 escrow demands-one for a home, rest for lots; thank you note for work completed on roads from Pacific View; one application for consideration for Board Position; resignation letter for Board Presidency; Road Committee: numerous correspondences regarding projects and de eloping a budget. After January meeting three days of numerous threads regarding Trails; 2 people interested in mailboxes at the podium; there are 2 homes in consideration and J. Howland provided architectural reviews for those.

•**SC moved we send out the unapproved draft minutes to homeowners, RW seconded. Unanimous approval. Discussion. SM suggested we post draft minutes after 21 days, or a week before the next meeting**•**SC moved to send out draft minutes, approved or unapproved; RW seconded.**

Discussion. Draft minutes will be sent out a week before the next meeting. Passed unanimously.

- c. c.1. in **Architectural reports (S. Lynn)**

J. Howland reviewed two proposed homes. **22055 Kelly Court (Holmes) are seeking a variance for their landscaping.** They want to merge their three lots. They will send additional building height clarifications. TG noted if it doesn't interfere with views of surrounding areas, the board would not have a problem. Neighbors will have 30 days and an opportunity to comment on landscaping.

c.2. **Revisions to Architectural Guidelines** still considered a draft. SL will send a digital copy for review and it will be **on next agenda for board approval.** SC wanted more than one architect to review proposals, so individuals could choose whom they wanted to use. The reviewing architect works for the Board interpreting the CC&Rs. Michael Hallitt was another architect suggested by SC. Discussion.

- d. **Treasurer's Report (F. Leif):**FL reported:

d.1 January financial report: \$674 left in legal. Roads account: as of Jan. 31 \$24, 227.96 left for this fiscal year. Need to pay the bills. Big costs are TC Excavating and the IRS for payroll.

•**FL moved pay the bills; SM 2nd. 6 ayes, RW abstains.**

FL proposed we continue the budgeted amounts (including legal at \$3000; \$45,500 for Reserve Fund contributions to Roads and Fire Abatement) from last year into 2015-2016. This would be included in the 5300 report, the new form under Davis-Stirling. Which also includes a letter from the President, our Reserve Account, and a CPA statement. He suggested we take a formal look at the budget.

•**FL moved, we accept the budget and include it in the 5300 report. SM 2nd. Unanimous pass.**

SL will keep running totals for key areas.

SC noted regarding the surplus, we have spent \$30,000 to date. We still have \$15,000 and \$22,000 left. Discussion of funding signs. Reserve funding has flexibility to cover things like signs.

e. **Roads and Signage** (T. McKusick, S. Culcasi, Ron Chase: Signage)

e.1. Ron Chase reported on the first signage meeting. Estimated cost of \$1500-2000 per sign based on materials, and more in construction if we don't find someone local like J. Pearson who has done most of the signs. Safety identification issues are key. J. Rea suggested there be "Fire Danger" signs and ones identifying Timber Cove as a distinct area. Right now there is only one sign near the Inn. TG suggested we use the old Timber Cove logo as we develop ideas for styles and materials. SM suggested we find a regular date for the meeting and post it on the website.

e.2. SC noted we have been doing trimming and mulling; next on list is chip sealing Rust. He suggested we get fire safe hammer-head turn arounds done prior to chip sealing. Bill Seymour estimated \$12,500 to do the turn around; no quote for chip seal yet. They want to do safety aspects of HWY 1 which would cost \$14,200. There is a water meter and line there. To remove the rock column to go to the culvert and pave all that would be another \$9800. So he recommends shaving around the stone building where Adobe has done the marking. TG would like to shave it back to see a 50 foot setback and make that a 25 degree turn and line it with dry stack boulders. It is an organic look for a main artery into Timber Cove. Cypress is a concern as is Pine. SC noted this would be a recommendation for 2015-16. SC noted that the 2015-16 budget should cover that. The bank is being washed off between Ruoff and Cypress; there are water lines and conduits there. Rain water blows down rapidly and should be slowed down with rip rap on Ruoff to minimize the erosion and safety issues. There is a hole on Amanita and two people can't pass. The need for shoulders on this and all roads is a safety issue. Also on Pine and Ruoff it is dangerous. The culvert ends right at the asphalt. The bank needs to be moved back. We should get prices on all this. SC we can only do so much; there is only \$4500 left. TG noted we don't have enough money to maintain the roads and infrastructure. TG asked the county to take over our roads, but we have to bring them up to their standard. Most important are road safety issues. SC suggests we finish Rust, move up to Cypress, complete the 3 unsafe turn-arounds as our top priorities. TMcK suggested we make sure all the utilities are in place before we start paving the roads. SC has \$15,350 to do Rust, Cypress or Pine TG suggested we get a price for all of it and then we can approve it. Safety is highest priority which means Cypress or Pine. BT requested Water District be informed before work begins. SC asked about HWY 1, on the north side. TG asked we get prices after they are marked. . SL asked B. Seymour to insure homeowners in the vicinity be informed before work begins. He will send SC an email who will forward it to SL and the Board.

6. Public Comment:

- a. **Public Comment/Statement by Members Policy (see below. Discussion of definition of "public" and "members").** SM included draft of statement to clarify who the members were and when they could speak. Paragraph on agenda is intended to resolve confusion. She also added the ADA. SC believes only members have the right to speak at our meetings. (Civil Code 49258). RW noted public not have right to speak, and members do not have the right

to speak on any item. RW didn't believe members had the "right" to speak on any issue at any time. It is not recommended by D-S. People must be recognized by the Chair. HC asked that right to speak be applied equally.

- b. **B. Todd** and his wife have lived here for 11 years and felt totally disenfranchised by the board. To allow them only to speak and not include them in the minutes is to put a gag order on the members, setting the board up to hold a meeting at their own convenience. Recording of the minutes gives the transcriber an accurate account of what happens during the course of the meeting. It allows for an accurate public account of the meeting. He supported recording the meetings. RW has no objection to the recording. He suggests that after the minutes are finished the recordings be destroyed. He didn't support anybody recording the meetings. TG felt the recording was productive. BT rebutted that Board members have fiduciary responsibility to take to heart the concerns of the public/members. When you limit what can be said or due to the fact of not allowing them to speak.
- c. **R. Simpson** asked about correspondence architecturally related to the power meters discussed last time. SL, no. Has the board communicated with the people putting up power meters? SL sent a blanket letter to PG&E, not to person who put up the meter. Howland suggested they were only approved within the building envelope. SL clarified the requirements are in the Architectural Guidelines. TG directed SL to send the property owner a notice that this must be addressed. This was an old approval before the guidelines were in place.

10 Minute Break-(FL left meeting.)

H. Clayborn commented it was difficult to speak to issues that hadn't been discussed yet. They spoke with the attorney who was recommended by the county. She requested the trails map go back up on the website. There can be a disclaimer on the map noting that they are not all surveyed. Agendas and letters: there were scores of letters over a period of time since July that were never mentioned, enumerated, and it was as if it never happened. In the old days communications were in three ring binders. TG noted they will be put into a drop box.

OLD BUSINESS

- 1. **Trails: report and discussion of Motion to rescind April 5, 2014 decision**
 - a. TG: Trail committee has requested funds to survey pedestrian trails. The first estimate was about \$6000. He recommended to the committee we first find the markers then ask local surveyor to volunteer his time. HC and Sylvia Todd will notify people along the trails on the maps regarding surveying finding the markers and setting up ribbons.
 - b. **Motion to rescind April 5, 2014 decision.** TG; speaking solely from position of safety and homeowners concerns. He understands the nature of the concerns of the homeowners and wants it to work out for everybody. The reason to rescind is the legal opinion by a real estate attorney recommended by County Counsel

and by the Santa Rosa Bar Association, Mr. McOmber. Discussion of issues around the April 5, 2014 decision.

R. Seto asked whether the April 2014 action by the Board in writing a letter to PRMD might have been based on a prior action by a prior Board to approve the consolidation of Vernon/Rea's two lots, the point being that if the Board action in April was following up on a prior action/approval by a prior Board, that might make a difference on what rights Vernon/Rea might have if they detrimentally relied on an earlier action. The answer was the decision in 2014 was not based on a prior Board decision.

RW: At the last meeting we tabled the motion because we had not acquired legal opinion.

•SM moved we take the motion off the table. TMcK 2nd. 5 ayes, RW no. Motion passed.

•Motion to rescind the motion of April 5, 2014. 4 ayes (SM, LU, TMCK, TG), RW, SC no. Motion passed.

•SC moved to amend the minutes of April 5, 2014 to reflect that it was 4 yeas, and 2 abstains (Sue Drake and Anne Vernon) rather than unanimous. RW seconded. Discussion. TG noted according to D-S even if two members are in the room when the issue was being debated, it is a conflict of interest which SC claimed as part of his rationale for the motion.

•RW, SC vote aye; TG, SM, LU, TMcK abstain. Motion passes.

Joe Pearson encouraged the Board to get activity going to work on the trails so we can use them.

2. **Legal representation:** TG recommended Malcolm T. Manwell with the Les Perry firm. They/he would be willing to represent both the Water Board and the HOA. They do Water Boards, Community Development, write CC&Rs, etc. Discussion of 30 year old representation of Timber Cove issue and "conflict of interest". TG reported Mr. Manwell would reduce his rates to \$250 per hour for us. RW had considered Scott Lewis whose rates were too high. Discussion of HOA Unit 1 and 2 and what they have a legal right to do. SM believed location is important, the farther away the attorneys are, the more expensive TG suggested all board members research attorneys and bring additional recommendations to the board. *R.Seto noted when John Rea and Richard Welch raised the issue of an e-mail which TG sent to him, and which was inadvertently sent to another HOA Member, their point seemed to be that there was a conflict of interest in TG trying to "pre-qualify" an attorney he had interviewed as a candidate for the HOA's new lawyer. RS explained the entire point of the e-mail was to raise the issue with the attorney, Mr. Manwell, to obtain his opinion as to whether there would be a conflict of interest in his firm representing both the TCCWD and the HOA if one segment of Members (Unit 1) were attempting to withdraw from the HOA and if the remaining Members (Unit2) were going to oppose it. RS stated that this is an issue which the attorney himself (or herself) has to determine since it is the attorney's liability at stake if there is a conflict of interest.*
•TG Motion to hire the Perry law firm if there are no conflicts. 2nd SM. •SC: Motion to table, RW 2nd. Unanimous, motion to table passed.

3. **CCRs and By Laws (R. Welch/Priscilla Gray)** RW reported they have the original By Laws through June 1978. They highlighted 10 issues that need to be addressed in their draft.. SM noted we should find the last valid approved By Laws in order to determine what percentage vote of the members applies in order to approve any new laws. SM asked how many drafts we paid BZ to do before this draft since it was mentioned at an earlier meeting that she had done 3 drafts. Discussion of which By Laws apply. •**SM moved we postpone considering By Laws to the next meeting so new member on the board could read this. SC seconded. Motion passed unanimously.**

4. **Website: Postponed**

5. **Forest Management and Fire Abatement (T. Giacinto) Resolution** by Water Board 96.16 covered the Forest Management/Fire Abatement

•**TG moved to reinstate this plan. TMcK 2nd. SM moved to table this until the next meeting so Board could review it. RW seconded. Motion to table passed unanimously.**

It was rescinded by a previous Water Board but with no rationale. Fire abatement is a serious issue. We had trees falling on power lines for third time. We identified the problems lot to lot with 30 days to respond to problems. Nick Lee did this before for the Board. If there is no response crews will be sent to clear the properties to make them fire safe. It has not been followed for the last 10 years and the community is in a bad situation. TG noted it was mandated by the Water District. He will give this back to the Water District to reinstate. RW noted we will have to follow the rule change with proper notice. Discussion of Forest Management Study. TG directed everyone in Timber Cove should have a digital copy

6. **Lyons Court Office:**

•**TG moved we give the office to the Water District with the proviso that the HOA be able to use it jointly..** TG informed the HOA has the ability to assign responsibilities to outside agencies. Include this on the next agenda.

•**SC moved to table the issue, LU seconded. Passed unanimously.**

7. **Quarterly Newsletter—S.C. moved to table. Unanimously tabled**

8. **Social Events Spring: HOA meeting Fall—SC moved to table** H. Clayborn will work on this.

9. **Code of Conduct/ethics statement—SC moved to table**

•**Items 8, 9, 10 tabled to next meeting.**

10. **Other**

New Business

1. **Grants and outside funding opportunities (including Fire Abatement/Forest Management).** Need to activate the Forest Management plan. We got \$40,000 in grant monies because of the plan we developed.
2. **Improvements and streamlining the HOA** (efficiency, contracting services, streamlining communication, etc.)
3. **Reserve Study: F. Leif not here. Postponed.**
4. **5300 Packet and Davis-Sterling compliance (discussed earlier)**
5. **Other**

Time and Place of Next Meeting and Agenda Items: March 21, 2015

Executive Session (if needed)

Adjournment 12:55 p.m. Moved, Seconded, Passed unanimously to accommodate Water Board Meeting at 1:00.