

Wilderness Trails Owners Association
2020 Annual Meeting Minutes
Tuesday, September 8, 2020

I. CALL TO ORDER

II. ROLL CALL OF OFFICERS

Present: Aneta Kolb, Dave Brown, Duan Reese

Absent: Crystal Fry & Matt Klenke

- Motion by: Jeff Schneider and seconded to remove the board.
Motion not carried: 16 in favor and 21 against (6 proxy against)
 - Arguments against the ability to proxy vote during the pandemic brought up by Fred Kolb with John Barhydt challenging the motion as well as the validity of the amendment, as many in attendance felt that they had been misled when presented with the petition. John Barhydt asked for a show of hands of residents that felt they were misled, and several residents raised their hands. Several other residents also stated that they had no idea such an amendment was put forward and voted on.
 - Question came up. On what day. Aneta notarized the amendment and it was only for the people collecting the signatures and not for every residents signature that was validated.
- Motion by: John Barhydt and seconded for Wilderness Trails Owners Association will continue operating as it has been operating for the last 20 years. This includes continuing to operate as a non-profit, scheduling of elections during the Annual Meeting, and payment of bills for required services.
Motion carried: 36 in favor (5 proxy)
- Motion by: John Barhydt and seconded to Authorize a special assessment that covers the actual cost of trash removal, snow & ice removal, other winter road maintenance, and mowing and trimming. This special assessment authorizes to board to enter into a 3-year contract for trash service, and to continue arranging for winter road care. This special assessment authorizes the board to pay for these services, and to bill the residents for these services monthly or quarterly, as has been past practice.
- Motion by: Charlotte Miles and seconded to include landscaping in the indentures vs. just mowing.
Motions carried: 36 in favor (5 proxy)
- Motion by: John Barhydt and seconded that the residents agree that the formation of the non-profit corporation in 2002 was done in good faith for the benefit of all residents.
Motion carried: 39 in favor (5 proxy)

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- Motion by: John Barhydt and seconded that the board shall appoint a sub-committee to create new indentures for the subdivision, create a set of by-laws for the corporation, and create a policy and procedures manual for the board to operate by. (set expectations as per the residents)
Motion carried: 35 in favor (5 proxy)
- Motion by: John Barhydt and seconded that the board shall appoint a Financial Oversight standing committee. This committee will be responsible for oversight of audits, reporting of any findings to the board, and the creation of appropriate accounting and reporting procedures. A one-time special assessment of \$2,500 will be authorized should the Financial Oversight committee deem it necessary to hire outside help to perform a 3-5 year review of the financials, as well as create required past due tax returns.
Motion carried: 36 in favor (5 proxy)
- Motion by: John Barhydt and seconded that the terms of the WTOA Board Agreement executed on August 29, 2020 are binding on the current and all future board members.

- Patrick read the agreement for the subdivision in attendance.

Motion carried: 34 in favor (5 proxy)

- Automatic trigger was removed for the accounting firm. 3-5 vs. 7-year audit as recommended by the finance committee
- One-time event not annual and the financial oversight will have an ongoing conversation on the frequency and scope of the audit and subsequent schedule for regular audits.

III. SPEAKER REQUEST

- Patrick Kelly and Rachel Kelly took a moment to share their experience and offer their assistance. They discussed their knowledge of HOAs and finances along with their interest in being part of the finance committee.

IV. TREASURER'S FINANCIAL REPORT

- Aneta discussed the financial report that was delivered electronically to residents prior to the meeting.
 - Two billings for trash were missed in 2019 and were included in 2020 for a total of 6 quarters of trash to be billed in this calendar year. Some of the income vs. expenses for 2019 are off based off billings from the last year not being executed.

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V. START OF GENERAL ELECTION @ 7:19pm

- Nominees:
 - Dave Brown
 - Matt Klenke
 - Sandi Aubuachon
 - Rachel Kelly
 - Erika Crain
 - Joanne Moon
 - Judy Simon
 - Steve Haubenriser

- Votes were tallied at the meeting by Aneta and Jim.

- After the meeting Valerie and Crystal also checked counts.

- 2021 WTOA Board:
 - David Brown
 - Sandi Aubuachon
 - Rachel Kelly
 - Judy Simon
 - Steve Haubenriser

- Although in some cases the results varied slightly between Aneta, Jim, Valerie, and Crystal the 5 majority votes were consistent among them all. If you have any questions or concerns please reach out to Sandi Aubuachon or Joann Moon and they will share the recorded ballots on file with you.

VI. LEGAL FEES

- Motion by John Barhydt to pay the lawyer fees incurred by the Click sale and the LLC.
Motion failed
 - \$2350 on the Click Sale
 - \$1026.66 on legal advice

- Motion by David Brown and seconded to pay legal fees for the Click Sale
Motion carried: unopposed
 - David itemized the remaining LLC cost included \$200 of which was directly caused by the lawyers phone call with David and the work on the electronic documents showing all lawyer correspondence. David offered to pay this himself.

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- Motion made to pay this \$200 portion.
Motion carried: unopposed
 - Approximately \$800 left in legal fees. David asked this be divided to determine the cost per family. David announced to residents “This would be approximately \$16 per lot/family to put the issue behind us”.
- Motion made and seconded to pay all legal fees from the road fund with no special assessment required.
Motion carried: “minimal opposition”

VII. ADJOURNED