

**Orchard Villa Home Owners Association Annual Meeting Minutes**  
**Grand Center Conference Room, Moab UT**  
**February 23, 2008**

Board members present: Maria Brox, President, Marc Thomas, Vice Pres., Kendra Cook Perkins, Vice Pres. Appointed board member Mike Stringham, member at large, was absent.

Homeowners present included Hub Davis, Gary and Cheryl Walter, Becky McCormick, Maxine Newell, Kate Thompson, Maggie York, Mark Murphy, Rock and Sherrie Smith, Judi Simon, Larell Brox, Bill Perkins, Victoria Fugit, Penny Lawton, Gail Roy, Alan and Lorie Gillette, Joanne Simbeck, Carol Klaus, Audie Harper, Chris Ensworth, Dick and Pat Winzinried, Craig Hibberd, Susan Noah, Catherine Shank, and Doug and Deanne Bagge. Mike DeClercq, Orchard Villa's handyman, was also in attendance.

With the inclusion of 32 proxy forms presented to the board, a quorum was attained.

President Maria Brox called the meeting to order and introduced the documents for members to review, including the insurance policy, groundskeeping policy, website overview, and budget.

The minutes from last year's annual meeting were approved unanimously.

HOA members attending the meeting were introduced and a list of attendees was compiled.

The 2008 budget was presented and reviewed. President Maria Brox stated that the 2007 budget showed \$127,103 in revenues and \$120,888 in expenditures. She added the Board had deposited an additional \$15,000 into the Reserve Fund. The Reserve Fund now totals \$44,642. The 2008 proposed budget did not anticipate any increase in assessments, based on a projected \$129,739 in revenues and \$111,990 in expenses, leaving \$17,849 available for capital improvements and reserves.

A discussion of the storm drain repair situation on N. Hale was provided to the members.

Pest spray information was shared in response to the concern over examination for termites to be done by the Spanish Valley Pest control while performing their monthly spray. Members are encouraged, as suggested in our newsletter, to check for termite damage in their own units.

Pool operation for 2008 was discussed and members requested that the pool be open longer than from Memorial Day to Labor Day. The board then proposed keeping the pool open from May 15 through Sept. 15 and agreed to review options to do so.

Notice was given that the new CPA, Larson Group, was filing the corporate papers in addition to handling the accounting, at a monthly rate of \$395.

The option of budgeting funds for a Reserve Study, by either buying software to conduct it ourselves or hiring a firm to do the study, was presented by Marc Thomas in Mike Stringham's absence.

The website was introduced with a brief discussion of whether financials should be available online. It was determined at this point that they would not. However, it was encouraged that members view the governing documents and general information already displayed on the website. Marc Thomas agreed to make the posts to the website voluntarily for the next year.

The entrance and fenceline of Dr. Rouser's property along 400 N. was discussed. We had a bid to remove the debris, and that could set the stage for putting in a new fence along that border. Hub Davis

stated that his research had found documents showing a 3 foot line that derivates from the cement curb into the dirt, and that to have a survey done making this official would cost \$150.

The maintenance tally sheet included on the Board of Director ballot was explained to the members. The issues brought to the membership in order to determine priority for the board to address were: Fence repair and replace / Stucco repair / add to the existing reserve fund / Alberta Court road /400 N entrance /.

Additionally, the ballot presented a yes / no question for the membership to determine if they wanted to budget for a full-scale reserve fund study to be paid for by the HOA.

The issue of confusion regarding the rules governing proxy votes came before the membership. Several homeowners had brought to the attention of board members that they felt hounded by a fellow homeowner to sign over their proxies, and that there was also confusion caused by a non-board issued proxy mailed to members by a homeowner, with a return address not to the board, but to the homeowner. It was determined that our governing documents allow homeowners to designate anyone over the age of 18 to act as their proxy for homeowners' association business and they can also use a proxy form of their own choosing. To minimize similar confusion at future annual meetings, it was recommended that the board do a better job of setting up and communicating election procedures to its membership.

Craig Hibberd and Sue Noah volunteered to serve as the election committee counting the ballots and proxy votes. The announcement was made that the board had received three applications for nominations: Mike Stringham, Connie Baty, and Christine Ensworth. Nominations from the floor were opened, and Becky McCormick and Maria Brox both offered their names for the ballot as writein candidates. Christine Ensworth stated that the governing documents mandate board members be "owners of record" (i.e., that their names had to be listed on the deed). Marc Thomas said that when it had come to the Board's attention that Maria Brox was not a owner of record, it was his understanding that the Board had agreed to allow her to finish her term, with the proviso she would not seek reelection unless the issue was corrected. Chip Brox stood up and said that Maria Brox was his wife and that he just hadn't had time to change the deed.

A brief recess was made for proxies and ballots to be submitted and verified by the voting committee.

A proposal to change the annual meeting from the spring to October was discussed. The motion was made and seconded, and unanimously approved.

The banking resolutions were approved and a request was made that the security box contact be changed by having a former board member go in and sign off so that the new board could open it again. Former board member Audie Harper said he would do that.

The vote tally for the three board openings was returned, and the new board members in order of votes received were declared to be Connie Baty for a term of 3 years, Mike Stringham for a term of 3 years, and Christine Ensworth filling an open seat with 1 year remaining. Marc Thomas and Kendra Cook Perkins continue as board members for 2 more years.

A majority of homeowners also voted against funding a full-scale reserve fund study.

The meeting was adjourned. The date set for the first meeting to include Mike Stringham to elect board officers was March 3, 2008.