

**SEMIAHMOO RESORT ASSOCIATION (SRA)
BOARD OF DIRECTORS
ONLINE MEETING
September 17, 2020**

CALL TO ORDER: The meeting was called to order at 2:00 pm.

CONFIRMATION OF QUORUM: Ten of the board members were present via Zoom, therefore a quorum was established. Those present: Alec Berkman, Carole Gaasch, Paul Greenough, Kurt Haggman, Michael Hayden, Bill McNally, Nicole Newton, Patricia Oliveros, Jennifer Plombon and, David Ulis. Also in attendance: Wally Greenough as ASC Liaison.

Staff In Attendance: Debbie Smith, SRA Executive Director and Lori Thorne, Administrative Assistant and Note taker.

Guests Observers: Mitch Waterman, Jennifer Spidle and Ashley McCully from Joint Partners LLC until 5:20 pm.

SRA Board President Alec Berkman reviewed the Guidelines for the Online meeting.

MEETING MINUTES: The August 20, 2020 meeting minutes will be distributed, for board review and approval via email.

COMMITTEE REPORTS AND RECOMMENDATIONS:

1. ASC, Wally Greenough:

- The ASC is implementing a procedure where buyers of undeveloped lots talk to the ASC and that house plans work around significant trees if possible.
- The ASC wants to establish a policy regarding views. Views are not 180°, and except in the case of lots identified as view control lots (which are all water view lots), views are not guaranteed. This topic is under review.
- Standards for Residential Construction continue to be reviewed. A requirement for reducing dust (by wetting it down or other means) may be added.

2. Communications Committee, David Ulis:

- Notes from the Communications Strategy Meeting on 9/12/2020 were noted.
- A renewed approach to the Community Courier newsletter is being discussed.
- Preparations for the Annual General Meeting are underway. Sylvia Hayden has attended an online class on webinars and researched options for the type of online meetings.
- The Committee intends to have bulletin boards installed at each gate entrance.
- A sub-group of the Communications Committee has undertaken a beautification project for the SRA Center. This may include landscaping, signage, or a mural.

3. Environmental Committee, Jennifer Plombon:

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- Jennifer Plombon Drafted a survey to distribute to members regarding garage, moving and estate sales.
- Bill McNally is still researching electric maintenance equipment.
- Jennifer Plombon's term on the board will end in December and she plans to join the Environmental Committee as a member under whoever takes it on in January.

4. Finance, Report:

- Final Draft of the 2021 SRA Budget, Jennifer Spidle: Jennifer Spidle presented the 2021 SRA Budget Draft which is a bottoms up budget created using what was spent to make projections for what will be spent in 2021. One additional item in the 2021 Budget is a Transfer fee of one half of one percent of the gross sale price plus \$250.00 for each property sold. Interest income is projected to remain low in 2021. A motion was adopted to proceed with including the 2021 Budget as presented as a measure on the ballot for the members to vote on. The board recommends members vote in favor of Measure 10-2020-01.
- Alec read an email from Nicole Newton written on behalf of the resort management company Columbia Hospitality. The letter stated that they were not in favor of hiring an HOA Consultant firm without following a request for proposal process. Alec commented that there was not another company in existence to get a quote from. Joint Partners LLC has been recommended by other HOAs they have worked for, and they recommend following Community Associations Institute of America's best practices. Alec will draft a letter in response and will send it after board review.
- The 2020 Annual General Meeting (AGM) Pamphlet was reviewed. The board voted that they do not recommend approval of measure 10-2020-02 that restricts the SRA Board of Directors from acquiring debt without a vote of the membership. A motion was adopted to resolve to not seek a waiver of the financial audit of the fiscal year 2020, and to include a notion of audit in the 2020 AGM Pamphlet. A motion was adopted to distribute the 2020 AGM Pamphlet as presented after review by legal counsel. A motion was adopted to accept the 2020 AGM Agenda as presented. Mitch reviewed the Washington State Governor's proclamation to waive quorum requirements in CC&Rs and Bylaws due to the pandemic preventing members from getting together to vote in person. He recommended publishing a notice in the AGM Materials that for the year 2020 only, there will be no floor voting, the receipt of the ballots (including online voting) will establish the quorum count, and voting time will be reduced from 30 to 27 days. Online voting must be completed, or paper ballots returned by October 21, 2020 to be included in the tally. There will also be a reduction in the quorum requirement to be 30%, if the lawyers agree that the governor's proclamation allows it. A motion was adopted to proceed with the draft of the Emergency

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Proclamation as presented, but final approval will be asked for via email and the draft will be reviewed by legal counsel before inclusion in the AGM Pamphlet.

- Alec read a letter from Archer Halliday, PS to the SRA regarding the delays in completing a review and providing an opinion and financial statement, saying that there were delays in receiving information until the SRA hired a third party.
- The Final Draft of the 2020 Reserve Study, Debbie and Jennifer Spidle: Debbie reviewed the Final Draft of the 2020 Reserve Study. A motion was adopted to approve the Reserve Study as presented.

5. Governance, Michael Hayden: No report other than what was already covered under the AGM preparations.

6. Maintenance, David Ulis:

- David met with Blaine Fire Marshal Henry Hollander for a tour of undeveloped lots. This report was reviewed by the board. There was not much concern of a neighborhood wide fire, but Marshall Hollander did say that homes with cedar shakes and undeveloped lots with dead trees increased fire risk.

7. Safety and Security – Nothing to report.

8. New Business:

- a) The board reviewed an email from Trevor Hoskins dated 9-13-2020 which included his questions and concerns about the developments that have begun their work along Semiahmoo Parkway. He is concerned about smoke, hunters shooting guns and fire danger and suggested that the ASC extends the distance from a home that a homeowner can remove a tree without ASC approval. Bill McNally will draft a response to Trevor, including input from Wally as Chair of the ASC. David commented that Helen Worley is drafting a report about the developments along the parkway to be distributed to membership via email news.

9. Unfinished Business

- a) **Election Committee Members:** A motion was adopted to appoint Bryan Johnson and Georgia Donovan to replace Carol Selby and David Steward on the 2020 Election Committee.

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- b) Member Access to Public Records: The board reviewed the resolution that was passed on August 4, 2020 which was: Access to public records of the SRA will be granted at the SRA Center to any SRA owner Monday through Friday, between 9:00 AM and 4:00 PM, and after advance notice to staff. The owner will pay for all staff administrative and management costs including but not limited to review of the request, pulling and return of files, printing costs, supervision, etc. The fee for this service will be recommended by the staff as approved by the Treasurer. The staff will consult with the Board legal officer as to what legally can be disclosed. There was a discussion of the charges and it was determined that the SRA will charge a base fee of \$250.00, with an hourly charge for staff time of \$25.00 per hour, and a charge of .20 cents per copy.

EXECUTIVE SESSION

A motion was adopted to convene into executive session at 5:39 pm to discuss the following matters requiring confidentiality.

1. Construction and Remodel submissions that the ASC is watching closely due to history of issues with the owners.
2. Use of materials and construction being done without ASC approval.
3. Fines and Enforcements Procedures and how they relate to the ASC.
4. Fire ban signs.
5. Memo from the ASC regarding member dismissal.

The board reconvened into regular session at 5:54 pm with the following results:

- 1. The ASC has required timelines and will encourage the owners to make deadlines set.** If deadlines and requirements are not met, the owner may be fined as in the CC&Rs, (but the amounts not collected until COVID Restrictions are lifted) or sued.
- 2. On the use of materials and construction done without ASC Approval:** The owners have been told to remove the unapproved materials.
- 3. On the Fines and Enforcement Procedures:** Michael submitted changes to the CC&Rs, but the consensus of the board has been to hold off. Joint Partners LLC has recommended changes to the Bylaws. This topic was tabled, and the ASC will proceed as they have been for the time being.
- 4. On Fire ban signs:** The ASC has granted temporary permission for a sub HOA to place signs on their beach front property dissuading the public from having beach fires. The signs can only be up during the burn ban.
- 5. On the ASC Member Dismissal Approach:** The board agreed that it was handled poorly but did follow the process laid out in the CC&Rs and the Bylaws. Board members do have regrets and will be looking to make changes to the process.

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The next meeting will take place on October 15, 2020, 2:00 pm. Location TBA (either online or at the SRA Center).

Adjournment – The meeting adjourned at 5:55 pm.

Respectfully Submitted,

Carole Gaasch, Secretary

Lori Thorne, Administrative Assistant

Date

Date