

San Ignacio Vistas, Inc.
Homeowners Association
Minutes Board Meeting
April 5, 2004

Present: Marianne Bishop, Robert Cohen, Gorman Fisher, Linda Gregory, Vernon Kliwer and Ron Sorenson
There were 14 homeowners present. One member requested the floor. The president called the board meeting to order at 9:00 AM and the meeting proceeded using the agenda as distributed with minor modification.

1. Reading of the Minutes:

- a. Annual Meeting of Homeowners February 17, 2004 were approved as distributed.
- b. Regular Board Meeting March 1, 2004 were approved as distributed.
- c. Special Board Meeting March 11, 2004 were approved as distributed

Ratify and approve

- a. Minutes of Unannounced Board Meeting March 11, 2004. The chair requested that the terminology for this meeting be changed to "Unannounced Special Board Meeting. Ron Sorenson moved that the actions taken during this meeting be ratified, confirmed and adopted and the minutes stand approved as corrected. All voted yes except for the Chair. The chair voted no.

The reasons for a no vote are (1) the chair felt obligated to place in order a discussion conducted after the adjournment of the Special Meeting to avoid charges of impropriety as it relates to the Open Meeting Laws, i.e., a majority of directors were discussing an issue outside an adjourned meeting, and (2) the chair believes the meeting led to hasty decisions."

The motion carried to ratify.

2. Officer's Reports

a. Secretary

LMR added the Neighborhood Watch Codes to the TOPS database. There were 3 properties that closed during the previous month.

b. Treasurer

The Treasurer presented a Statement of Financial Condition and pointed out that the major expenditures were for erosion control. A motion was made to accept the report, subject to audit
Note: At the April 26, 2004 a corrected Statement of Financial Condition was presented which corrected erroneous entries made during a conversion from a paper ledger to the newly designed Excel workbooks. This statement is included with these minutes as Attachment A.

3. Committees Reports

a. Maintenance Committee

The Chair reported on the completion of erosion control, which was estimated from \$43,000 to \$50,000. The actual cost only \$41,072 because the sq. ft completed was more than estimated causing the cost per sq. ft. to be lower. The next major project of resealing the streets will take place during the week of May 17-21 and steps are underway to alert the homeowners by letter as to date and location of the scheduled work. Cracks will be refilled because weather has had a negative impact on the previous work done this winter.

4. Continuing Business

a. CA Tree Maintenance Guidelines reviewed by Tanis Duncan

The board received this document via an attachment to the agenda. Since one of the members had not had an opportunity to review, the Chair moved to postpone until the next board meeting. A voice vote was called for and the motion was adopted. (Robert Cohen No, Gorman Fisher No, Linda Gregory Yes, Vernon Kliwer Yes and Ron Sorenson Yes)

b. From the March 1 Regular Board Meeting

- Complete appointment of Financial Advisory Committee members
Since the reserve analyst is not a member of this committee, the board formed a committee consisting of the Treasurer, President, Bob Cohen and Marianne Bishop. A voice vote was taken with each member voting yes.
- Postpone appointment of Audit Committee
Bob Cohen made a motion to postpone the appointment of an Audit Committee pending a report of the Bylaws Review Committee to the Board. The motion to postpone was approved. A voice vote was taken recorded as follows: Robert Cohen Yes, Gorman Fisher Yes, Linda Gregory Yes, Vernon Kliewer No and Ron Sorenson No.
- Ratify 1 March discussion relating to Nominating Committee
The Nominating Committee will be appointed at the appropriate time. Ron will survey the current members to determine their interest in continuing to serve.
- Appoint Bylaws Review Committee
By consensus the board instructed Gorman to bring a list of nominees for this committee for consideration at the next meeting.

The deadline for Bylaws Review Committee to report recommendations to the Board is October 1st 2004.

c. Re Lot 143 rescind 1 March 2004 adopted motion

A motion was made to rescind the previously adopted action relating to lot 143. After considerable discussion a voice vote was taken recorded as follows: Robert Cohen Yes, Gorman Fisher Yes, Linda Gregory Yes, Vernon Kliewer Yes and Ron Sorenson No. The motion passed.

d. From 11 March 2004 Special Board Meeting

Rescind previously tabled motion(s)

The previously postponed motion was placed on the table by a unanimous voice vote. The maker was requested to withdraw the motion, which he did with the proviso that the minutes show the withdrawal in the same manner as a rescinded motion.

e. Status of re-notice letter by the AC

Ron Sorenson emailed the suggested letter to members of the board the day before the meeting. Objection was expressed at not having received the draft letter timely for review. Gorman presented an alternative letter. The Chair moved to postpone the discussion and action on this matter to the next meeting to give everybody time to compare the two versions. The voice vote was taken, all members voted yes, except Bob Cohen.

f. CC&R Revisions

Ron will be in communication with our attorney regarding suggestions gathered both at the March 25th forum and from letters received from homeowners. Ron was given authority to incorporate the suggestions into the draft and bring the revised document to the Board for further review and consideration.

5. New Business

a. Committees - Linda Gregory

Linda proposed to disband all committees and have the board appoint a new set of members. The chair moved to postpone so that all members have a chance to study this proposal. A voice vote was taken as follows: Robert Cohen No, Gorman Fisher No, Linda Gregory No, Vernon Kliewer Yes and Ron Sorenson Yes. Since the motion applied to previously adopted motions the requirement of a 2/3rds vote was applied and the motion passed.

b. Safety deposit box needs

The Chair advised that we have outgrown the safety deposit box and presented an option of purchasing a fireproof safe to be housed in the SIVHOA storage locker located at the Continental facility. He was asked to bring a recommendation with projected cost and mode of delivery for consideration at the next board meeting.

c. Replacement of officer

The Chair read the following statement:

The chair "lost his cool" during the 11 March 2004 Special Meeting. Justified or not, it was occasioned by a homeowner's hand delivered, summons type, sealed letter to the Chair as he was fulfilling his responsibility of conducting the Special Board meeting. In addition, the delivery mode of the letter was accompanied with the command to "read it now!" in front of the Board and the homeowner attendees.

A quick reading of the envelope and the enclosed letter revealed ad hominem statements directed against the chair's person, not the position of President of the Board; also, the author threatened to sue the chair as a person, not as an officer, for any committed or uncommitted actions the author of the letter alleges to exist. The intimidating tonality expressed by the letter writer is reminiscent of ideas and methodologies exposed by John W. Wheeler-Bennet in his book The Nemesis of Power, published in 1954.

Even so, the chair should not have "lost his cool". That he did "lose his cool" in combination with other factors may indicate to other members of the Board that the current President should be removed from office with or without cause, as provided for by Article VIII, Section 4 of the Bylaws. The invitation to remove the serving president from office is offered as an option to the other four board members!

Although the board was invited, there was no motion to remove the president.

6. Adjournment

7. The board reconvened in executive Session to review Attorney Client Privileged Information. No action was taken in order to give the members opportunity to study the document prior to discussion and action in an executive session after the next meeting.

8. Adjournment

The next meeting has been rescheduled to April 26, 2004 replacing the meeting of May 3, 2004.

Approved by the Board on April 26, 2004

/s/

Marianne Bishop, Secretary

ATTACHMENT 'A'

**SAN IGNACIO VISTAS, INC.
HOMEOWNERS ASSOCIATION**

Statement of Financial Condition

4/25/2004

<u>2004 Assets and Liabilities</u>	
Assets	
Operating Funds	40,801.33
Reserves (Face Value)	<u>156,404.84</u>
Total	<u>197,206.17</u>
Liabilities	
2005 dues paid in advance	-

<u>2004 Income and Expenditures</u>	
Income	
Dues	69,996.00
Operating Funds Interest	92.12
Reserve Interest	1,022.16
Other Income: Reserves	<u>10,797.69</u>
Total	<u>81,907.97</u>
Expenditures	
Operations Expenses	13,811.35
Reserve Projects	<u>49,118.55</u>
Total	<u>62,929.90</u>

<u>Homeowner's Reserve Equity</u>	
Total Reserve Equity	156,404.84
Reserve equity, per member	685.99

Unaudited