

**WOODEN CANOE
BOARD OF DIRECTORS MEETING
MARCH 22, 2002**

MINUTES

1. **Called to Order.** The meeting was called to order by President Kim Cancelosi at 3:35 p.m. at Managers Conference Room, Frisco, Colorado.
2. **Affirmation of Attendance and Quorum**
 - A. All Board Members present except Gerry Hibbard.
 - B. Brian Platte and Dick Masica were present from the Design Review Committee.
 - C. Mike Garver and Hadley Osenga represented Managers Operating Co., Inc.
 - D. A quorum was established.
3. **Minutes from the 12/29/01 Bi-Annual Meeting** were approved as written.
4. **Financial Report**
 - A. February financials (Attachment 1) were presented. All homeowners dues current.
 - B. The operating account balance was \$2,499.10 and the component reserve balance was \$18,348.10.
5. **Old Business**
 - A. Kim Cancelosi is still working with Brad Thompson in regards to the painting of the crosswalk.
 - B. Brian Platte is still working on the dumpster enclosure. If a roof were put on the enclosure a building permit would be required. It would need to be lined with fire retardant material to protect it from hot ashes that sometimes get placed in the dumpster. Board noted that dumpster pickups have been much more reliable.
 - C. Rule revision on sign committee. The Design Review Committee took over handling this issue because the DRC decided to revise the current guidelines to clear up ambiguities. The revised guidelines and sign regulations have been agreed upon by the DRC, they are just going through the final typing and editing.

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Any new signs have to follow the new guidelines. The new design and sign guidelines are available for purchase for \$10.00 through Baker, Hogan and Houx. The Managers was requested to send a copy to all Board Members once a copy is provided to the Managers.

6. New Business

- A. Drainage issues on Wooden Canoe Lane. The DRC requested that the Wooden Canoe Homeowners Board take responsibility for any drainage issues in Wooden Canoe. There was a very lengthy discussion regarding the drainage issue and it was agreed that the Board could take responsibility and/or work with the DRC. However, all this discussion became moot when it was later decided that the Board will hear any homeowner complaint/disagreements with the DRC. It would be a conflict for the Board then to be involved in enforcement, so any problems with lots 30/32 are up to the DRC. The Board does have responsibility on any new drainage that has been put in. Lots 31 and 32 have a potential problem of flooding lot 30 and the transformer that sits there. The water is already eight inches high on the transformer.

The excavation work that was done by the pump house at the end of the road caused some drainage issues and is going to be fixed this spring by the contractor. Managers handling coordination with contractor.

- B. At the request of some homeowners, the Board addressed the term for each member of the DRC and addressed which Board or Boards the DRC serves under. Under the Master Declaration for Water Dance, Section 5.4.1 Term, it states the term for each member of the committee shall be one year commencing January 1 of each year.

Members of the DRC stated that they were told by Jeff Temple that there were no term periods and their appointment remained in effect until they decided to quit.

The majority of Wooden Canoe Board believes that it is the Board's responsibility to appoint the DRC and that it is a very difficult job to do and consistency is very important. The majority of the Board wants to have the DRC reappointment addressed at the December meeting for owners input, however, the ultimate

decision is up to the homeowner's Board. One member of the Board and the DRC disagreed with who should appoint the Board if there is a vacancy and wants the Master Water Dance Board and the Townhome Boards to address the issue to come up with a consensus.

It was the position of the majority of the Board that the Townhome Board could in reality appoint a different Board if they so choose, but thus far, it is not an issue. The DRC and one member of the Board disagreed.

The majority of the Wooden Canoe Board reached their conclusion based on Section 5.2 (ii) of the Master Association Declaration which states:

“Committee Membership and Organization. The Committee shall be composed of one person or up to three persons. The Committee need not include any Member of the Master Association, and one or more professional design consultants may be tapped to serve. All of the members of the Committee shall be appointed, removed and replaced by Declarant, in its sole discretion, until Declarant the earlier of (i) the date Declarant has waived this right to appoint the Committee by notice to the Association recorded in the office of the Clerk and Recorder of Summit County, Colorado, or **(ii) the date Declarant has conveyed all of its right, title and interest in the Property (including the Expansion Property) to a third party without transferring the right to appoint the Committee to a Successor Declarant. At that time the Board of Directors shall succeed to Declarant's right to appoint, remove, or replace the members of the Committee. Declarant, before the recording of such notice, or the Association, after the recording of such notice, may direct that the Committee be organized as a Colorado nonprofit corporation.”**

and Article IX of the Bylaws for Wooden Canoe which states the Board “will also appoint the design review committee and any other committee as the Board deems appropriate in carrying out its purpose”.

The majority of the Board of Directors reached their conclusion after researching the issues and preparing an outline of all the controlling documents for the Master Association and Wooden Canoe Association. There was a matter of how some would interpret section 5.2 of the Master Declaration. There was a suggestion to have an attorney review the relevant sections and submit a legal decision but this was rejected. It was then suggested that the Association Boards get together and discuss this.

The other Associations are meeting on June 6. Most members of the current Board will be out of town on that date. Kim will contact other Association Boards and ask them to address the issue.

- C. The Board then addressed the issue of who homeowners can go to when they have a dispute with the DRC. Both the DRC and the Board agreed that homeowners, under all the documents, have a right to be heard in a dispute. The majority of the Board of Directors felt it was our responsibility to appoint a committee to hear appeals and that if there was a conflict or disagreement, the issue could then go up to the Master Association. There was not total agreement.

After lengthy discussion, it was decided that for the time being, the current Board of Directors will hear any conflicts.

- D. The Board addressed the DRC memorandum requiring minor landscape projects to be submitted to the DRC and what constitutes minor. The DRC stated that they wanted homeowners to give them a call before taking on projects so that they can review and make certain projects don't affect others "view corridors". Some of the Board members felt this was beyond the DRC scope and view corridors are not mentioned in guidelines. The DRC says the majority of plans will be fine and will not require written submission. One Board member suggested there be a dollar amount set (for example, anything over \$500 requires approval). The DRC and the other Board members rejected this.

It was left that homeowners will use their common sense and know when to contact the DRC. It was agreed that adding patios, decking, fencing, or retaining walls absolutely requires DRC approval. The DRC also wants to be contacted for tree planting and other minor landscaping.

It is very difficult to define a minor landscape change and if it needs to be approved by the DRC. However, planting flowers is not something that needs to be approved by the DRC. Basically, owners need to use common sense; if it is going to greatly affect the exterior appearance or alter any neighbor's views, etc. it should go through the DRC.

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- E. The ponds will probably be started up mid-May. Managers are obtaining bids for repairing the pump in the first pond and gate valve. Owners would like to have the second weekend in May as pond spring cleanup day. Board would like information on the effects the chemicals in the pond have on children and wildlife. Chemical information and scheduled start up day for the ponds will be included on the notice for pond cleanup day. Clean up day will be May 18, 2002.
 - F. Fred Forchtner brought up his thoughts on the necessity of having a Water Dance Annual Master Association Meeting; no decision made at this time.
7. **Next Annual Meeting** is scheduled for 7/6/02, the same day as Water Dance Annual Meeting.
8. **Adjournment.** There being no further business, the meeting was adjourned at 5:45 p.m.

Signed:

Kim Cancelosi, President

Date

Hadley Osenga, Recording Secretary

Date