



**Big Elk Meadows Association**  
**Saturday, January 15, 2022**  
**Meeting held online due to the ongoing COVID restrictions**  
**Meeting Minutes**

**09:00 Call to Order by First Vice President Cyphers**

- Quorum verification – (Board members attending): Cyphers, Isenhart, Grimes, Taylor, McDaniel, Christensen, Sommers, McCutchen, Johnstone joined late.
- Directors not present: Leonard, Sayler, Adler (all excused),
- Staff in Attendance: P. Flanagan
- Members in attendance: E. Murphy, K. and B. Battaglini, B. Tolle, C. Loomis, C. Faughnan, K. Broome, L. MacLeod, P. Sorensen, S. Leonard, T. Castle, T. Bernstein, T. Spencer, J. Harbert, R. Merquot, C. Paddock, B. Christenson
- No request for Executive Session.
- Director Sommers motioned to approve the Agenda; Director Christensen seconded the motion. All voted in favor. Motion passed.
- **Regarding Minutes:** Secretary Taylor said October and November minutes were ready to present for approval but there were several people that indicated they were not ready to approve them as is. There continues to be differences of opinion as to how much and what should be captured in discussion. There was also talk around capturing discussion in a separate document or archiving the recorded version of meetings. Neither of these options received much enthusiasm. There were several comments that the timing of producing minutes was not working well. [As of this meeting, January, we have not been able to ratify October, November, nor seen a draft of December Minutes.] There was general agreement that minutes must be generated more quickly. Directors Isenhart and McDaniel volunteered to work with Secretary Taylor on minutes.
- It was noted that several Directors had still not signed the Code of Conduct form as required by our governing documents.
- Pat Sorenson tried to speak but had technical difficulties.
- Collin Isenhart presented the VFD of Big Elk report. The fire department was called out to participate in the Marshal Fire on December 30<sup>th</sup>. They sent nine firefighters and three fire trucks. A full report is available online.
- Curt Loomis presented the latest iteration of the Long Term Planning committee (LTPC) report presentation.
- Director Cyphers motioned that Director Christensen, as Operations Committee CoChair, be designated as BEMA liaison to Dietzler Construction,. Director McCutchen seconded the motion. Discussion - Dietzler is rebuilding CR47, regarding any issues that may come up. P. Sorenson and C. Loomis will assist Director Christensen. All voted in favor. Motion passed.

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- Discussion continued on LTPC around roads and equipment and how to pay for same.
- Director Isenhart moved to spend \$500 for 4 Rivers to come up to BEM, inspect the road grader, and give us an estimate to repair. Director Taylor seconded the motion. Discussion. All voted in favor. Motion passed.
- Discussion continued onto the purchasing of water truck that was in the plan for two years and is in the Capital Budget for this year. Director Cyphers made a motion that the LTPC finish research using the International truck as a water truck vs. buying a used water truck and have a cost ready by the March Board meeting or sooner if possible. Director McCutchen seconded the motion. Discussion. All voted in favor. Motion passed.
- There was continued discussion by LTPC on other pieces of equipment, roads, and tennis courts and how to pay for same.
- There was a question and Director McCutchen responded that we were working on expanding the range of guidelines available to assist in performing the myriad of tasks required by our office. For example, guidelines to cover sale of properties, filing and releasing Liens, required filings with the Federal and State governments around water, etc. He will work with Victoria to make sure the 2022 Master calendar is updated and posted for the Board.

#### **11:20 Review of the Master Calendar**

**11: 28 Communications Report** – presented by Director Sommers- the report is posted on the BEMA Website and made a part of these minutes

**11:51 Social Activities** – nothing new

**11:52 Operations Committee** – presented by Director Christensen - the report is posted on the BEMA Website and made a part of these Minutes.

- Director Cyphers asked about the dam weir structure. Director Christensen said he and Pat Sorenson were working on it and the cost should come in well below the reconstruction funds available. Director Christensen also commented on a project Operations had been working on of identifying specific responsibilities over which Operations had responsibility. They came up with 66 specific items which divided out fairly evenly between the two staff on Operations.
- Director Isenhart discussed progress on developing revised job descriptions.
- Director Cyphers discussed the coming budget cycle.
- There had been a request for more frequent access to the employee's time sheets. They are now filling out their time sheets more often as requested. It had been thought that those Directors needing to review time sheets could go directly into Quick Books and access that information but after research it appears that is not the best way to make the sheets available. Instead QuickBooks has an automated function which allows time sheets to be sent via email to those authorized to review.

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**12:22 Finance Committee and Treasurer’s Report – presented by Directors Cyphers and McCutchen – report posted on the BEMA Website and made a part of these minutes.**

- Director Cyphers noted that the cleanup of the accounting from prior years after the flood and during reconstruction is making progress. After the cleanup is satisfactorily completed, an audit will be done by a separate firm, Atlas CPAs. Atlas was chosen because they appeared from research to be especially versed in preparing accounting for possible audit by State and Federal auditors, which is likely since we received as much reconstruction funding as we did after the 2013 floods. It was asked and Director Cyphers responded that Atlas has no connection with anybody in Big Elk Meadows. He also commented that there has been no evidence to indicate there was any fraud involved over the years, only that some of the accounting should have been done differently.
- There were no questions on the Treasurer’s report.
- There were no Legal updates.
- Director Cyphers asked about the Employee Handbook. The consensus was that it needed more work. Director Cyphers then requested another look at the Employee Handbook and that we expand the scope to include processes including job/responsibility descriptions for Directors, Committees, and supervisors.
- Director Isenhart made a motion to form an ad hoc committee to look at the “big picture” of our HR issues. Director McCutchen seconded the motion. Discussion: We need to decide what our philosophy is going to be. Currently there appears to be a toxic work environment, and it needs to be fixed. Several people voiced concerns about lack of respect. It was pointed out that as an HOA we are different than a typical for-profit business or even a typical nonprofit. President Johnstone added some comments about process. All voted in favor. Motion passed.
- Director Isenhart motioned the following people be added to the HR Committee: Directors Cyphers, McDaniel, Grimes, Isenhart, McCutchen, Sayler and Member K. Zedalis. Director Taylor seconded the motion. Discussion. All voted in favor. Motion passed.
- To a non-Board member request for examples, Paul C did not cite specifics but commented that we have a similar situation regarding “toxic” environment on the Board due to attacks on Board members by other Board members. President Johnstone added comments regarding the situation.
- Director McCutchen motioned that Director Isenhart be appointed as Chair of the HR Committee. Director Christensen seconded the motion. No Discussion. All voted in favor. Motion passed.

**1:15 Architectural Review Committee (ARC) – report posted on the BEMA Website and made a part of these minutes**

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There was considerable discussion, and it was noted that actions are being taken by both ARC and Governance to bring several situations into compliance.

**1:40 Lake Health Committee - Director McDaniel presented the report.** – report posted on the BEMA Website and made a part of these minutes

Director McDaniel noted and stressed the need to complete electrical wiring of the Willow Lake well house in order to get the aerator working for Willow Lake as we are in danger of losing fish due to low oxygen levels.

Director McDaniel was also pleased to note that Lake Health is pretty much on budget for the year now that several expenses for the aerators were reclassified as capital costs as called for and approved in this year's budget.

**1:55 Water Rights Committee** reported that the gate valve on Sunset is fixed, and that Sunset is storing some water in priority.

## **2:05 Old Business**

As Treasurer, Director McCutchen reintroduced a motion to implement a 4% cost of living adjustment (COLA) for the staff. The motion was made and seconded during the December meeting and passed, however due to a misinterpretation on Director McCutchen's part, discussion was limited to Directors only. It should be noted that none of the other Directors corrected this error. Our governing documents require public discussion/comment be allowed on any motion in an open meeting prior to a vote. For that reason, the vote was rescinded until public discussion could be made at the following month's meeting. The motion was made again by Director McCutchen and seconded by President Johnstone. Discussion was opened. To a request for clarification, it was noted that this was a cost-of-living increase and not a merit raise and that several COLAs had not been made when they should have so this one was important to do especially with the high rate of inflation being experienced. It was also noted that at 4%, it still was not keeping up with the current inflation rate. To a suggestion that the entire Association Membership be allowed to vote on the issue, it was pointed out that salaries have always been under the purview of the Board as long as we stayed within the approved overall budget and that even with this COLA we would still come in well under budget for the year. Directors McCutchen, Cyphers, McDaniel, Christensen, Isenhart, Sommers (proxy) voting in favor of the motion. Voting against the motion were Directors Taylor, Leonard (proxy), Saylor (proxy), and Grimes (Director Taylor said she had the proxy since Director Grimes couldn't be heard on the call). The motion passed.

Director Cyphers discussed the progress towards retaining a management company to run the BEMA HOA. He recommended the Finance Committee develop a scope of work to generate an RFP. He stated that he had contacted five companies of which two declined to discuss, two declined to pursue and one came up to BEM and met with Directors Cyphers, McCutchen, Leonard and Taylor.

## **New Business:**

Director Taylor made a motion to add Sheila Leonard to the Finance Committee. There was no second and the motion was tabled.

**2:45 Adjourn Meeting** Director Cyphers motioned to adjourn. Director McCutchen seconded. All voted in favor.

Next Board meeting is on Saturday, February 19 at 9:00 a.m. location TBD.

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