

VILLAS AT BIG TROUT CONDO ASSOCIATION - ANNUAL MEMBERSHIP MEETING

Wednesday, March 27, 2024 - 6:30 PM - 8:00 PM

HELD IN-PERSON

**** New Location - TRAILHEAD GOLF COURSE**

22303 E. Country Vista Drive, Rotary Room, Liberty Lake, WA 99019

AND VIA ZOOM MEETING

<https://us02web.zoom.us/j/8092495974?pwd=WlQ3S1A5OVlWcGI1MH1VUjFGWTdNdz09&omn=85420754150>

Meeting ID: 809 249 5974 - Passcode: 22855

1. **MINGLE / LIGHT REFRESHMENTS - 6:15 PM (15 mins.)**
2. **CALL TO ORDER - 6:30 PM**
3. **ROLL CALL (1 min.)**
4. **PRESIDENT'S ANNOUNCEMENT - Decorum (1 min.)**
5. **CITIZEN COMMENTS - (10 mins)**
6. **MANAGER'S REPORT/ANNOUNCEMENT/STATEMENT (5 mins.)**
 - a. Annual Meeting Announced (Re. February Notification)
 - b. Nominations Received: Four (4) applications submitted. Applicant Volunteer Statement of Interests.
 - c. Call for Candidates from the floor.
 - d. Official Count Begins
7. **DIRECTOR REPORTS**
 - a. Board Members (12 mins)
 - b. Treasurer's Report (5 mins)
 - c. President's Report/Updates (3 mins)
 - Re. Winter conditions, Hail Damage progress, BBQ grills, Dog Waste, Parking, Common Area unauthorized structures, Common Area Storage, Dryer Vent Cleaning.
8. **ANNOUNCEMENT - Community Manager, Christina Ross**
 - a. Vote Count: Notification of Newly Elected Directors
9. **GENERAL BUSINESS - Consent Agenda (5 mins)**
 - a. Approve 2023 Annual Meeting Minutes.
 - b. Approve December 20, 2023, meeting minutes.
 - c. Approve February 16, 2024, meeting minutes.

- d. Approve Annual Election of the IRS Revenue Ruling 70-604: Excess Income Applied to Future Obligations.¹

10. **GENERAL BUSINESS - Action Items (5 mins)**

- a. Approve and authorize Christina Ross, community manager, to seek Request for Proposals (RFP) from three (3) professionals for consideration to perform the 2024 Reserve Study.
- b. Approve and authorize Christina Ross, community manager, to seek Request for Proposals (RFP) from three (3) professionals for consideration to perform the 2024 Audit.
- c. Approve, authorize, and reaffirm Christina Ross, community manager's, ability, in the event where an emergency exists, regarding an immediate response, to ensure that any repairs necessary to protect life or property be dealt with regardless of the cost limitation imposed and will act accordingly and advise the Board of the emergent situation as soon as possible.²

11. **CITIZEN COMMENTS (10 mins)**

12. **NEW BUSINESS (3 mins)**

- a. ENUMERATION OF THE NEWLY ELECTED BOARD DIRECTORS

13. **OLD BUSINESS (2 mins)**

- a. Code of Ethics - Committee Proposal Volunteers
- b. Bylaws and CC&Rs - Committee Proposal Volunteers
- c. Roberts Rules of Order Workshop

14. **NEXT MEETING DATE (1 min.)**

15. **ADJOURNMENT * 8:00 PM**

IMPORTANT: PLEASE READ

CITIZENS COMMENT PERIOD PROCESS

Citizen Comments Period: If you wish to provide oral public comments during the Board meeting, you may do so only upon invitation by the Chair or Acting Chair. The Chair will invite the citizen comments during the appropriate section of the agenda, at which time you will be limited to one question or statement per individual for no more than 1 minute. Please do not interrupt another speaker's opportunity to address the Board. This is your opportunity to address the Board, however, the Board will not act but will take your comment or statement under advisement or schedule it for a future Board meeting agenda.

¹ The purpose of revenue ruling 70-604 is to allow a homeowner's association that has excess member income in a given tax year to either refund that excess to the members or roll it over to the next tax year to avoid taxation of the "inadvertent" excess member income. The association can make the election to apply the excess of membership income over membership expenses to the subsequent year's assessments.

² Management Site Visit Emergencies - Immediate response within 2 hours.

Big Trout Condo Association Resolution
ANNUAL ELECTION: IRS REVENUE RULING 70-604
Excess Income Applied to Future Obligations

EXPLANATION: Tax experts recommend that all HOA / COA hold an annual vote on elective IRS Ruling 70-604, which allows the HOA /COA to file Form 1120 vs 1120H thus only net non-membership income would be taxed. If the election is not made, any excess membership income would be subject to higher taxation. Essentially, this election gives the Association's CPA the opportunity to file the tax form (1120 or 1120H) that's most advantageous for the HOA (whichever form provides the lowest tax liability). Most CPAs make this election on behalf of their clients when filing the annual return; this election documents the CPA's authority to make such a determination. The Association has always applied excess income (if/when it exists) to future obligations, this election resolution formalizes its decision to do so.

WHEREAS the Big Trout Condo Association is a not for profit, mutual benefit corporation duly organized and existing under the laws of the State of Washington; and

WHEREAS the members desire that the corporation shall act in full accordance with the rulings and regulations of the Internal Revenue Service.

NOW, THEREFORE, the members hereby adopt the following resolution by and on behalf of the Big Trout Condo Association:

RESOLVED, that any excess of membership income over membership expenses for the year ending 2024 and all year's prior shall be applied against the subsequent tax year member assessments as provided by IRS Revenue Ruling 70-604.

This resolution is adopted and made a part of the minutes of the meeting of March 27, 2024.

RATIFICATION: I hereby attest that the resolution made herein was conducted by the Members at a duly called Annual Membership Meeting and ratified by my signature below.

Dg Garcia, Director

Date

Big Trout HOA

Board Meeting Minutes

Meeting called by: Dg Garcia

Type of meeting: Special Board Meeting (Exec. Session)

Note Taker: Cindy Troxel, Secretary

Location: Zoom

Time: 6:30 PM

In Attendance: Dg Garcia (Chair / President), Cindy Troxel (Secretary), Tim Liese (Member At Large), Roger Liermann (Treasurer), Dale Robbins (Vice President), Christina Ross (Ops Solutions Northwest, Community Manager)

Minutes

Dg - called the meeting to order at 6:30 PM.

Roll Call - Cindy Troxel (Secretary), Tim Liese (Member at Large), Roger Liermann (Treasurer), and Dg Garcia (President) all present.

Tim - Called a Point of Order - and stated that he believed that Cindy was not properly appointed and thinks she should not be called in the meeting minutes.

Dg - Recognized the point of order and reported that it would be recorded for the record.

Dale - Arrived and joined the meeting at 6:35 pm.

Dg - Made a motion to adjourn the Special Meeting and go into Executive Session.

Tim - Seconded the motion. No discussion. Motion passed unanimously to move to Executive Session.

Executive Session: Began at 6:40 pm. At 9:08 pm, Dg made a motion to adjourn the Executive Meeting and reconvene the Special Meeting.

Dale - Seconded the motion. No discussion, no other business taken, motion passed unanimously. Board members reconvened Special meeting and Dg motioned to adjourn Special Meeting, no further business.

Cindy - Seconded the motion, no discussion, motion passed unanimously. No meeting scheduled.

Special Board Meeting adjourned at 9:09 pm.

These meeting minutes have been respectfully submitted by Cindy Troxel, VBT Secretary.

Big Trout HOA

Board Meeting Minutes

Meeting called by: Dale Robbins

Type of meeting: Regular Board Meeting

Note Taker: Cindy Troxel, Secretary

Location: In Person and via Zoom

Time: 6:30 PM

In Attendance: Dg Garcia (Chair / President), Cindy Troxel (Secretary), Tim Liese (Member At Large), Zoom, Dale Robbins (Vice President), Christina Ross (Ops Solutions Northwest, Community Manager, Roger Liermann, Treasurer, Absent.

Residents in attendance: Chris, Jeanne, Xiaojia, Mary, Terry, Talia, Verna, Linda, Bobby, Unidentified resident, Terry, Bobby, Terry, Potential Buyer, Theresa.

Dg - Requested Dale chair the meeting as she felt ethically that it was not appropriate to chair the meeting since she was listed on the agenda.

Dale - Called the meeting to order at 6:30 PM.

Roll Call - Cindy Troxel (Secretary), Tim Liese (Member at Large), Dg Garcia (President), Dale Robbins all present, Roger, absent.

Tim - Called a Point of Order - on Cindy's appointment.

Dale - Deferred to Dg - Point of Order was made and acknowledged that it will be addressed on agenda.

Tim - Meeting Minutes - Tim doesn't consider last meeting valid, or legal. Made motion to move approval of minutes to the end of the meeting. No second, motion failed.

Dale - Dale moved conversation along - point of order.

Dg - Made a motion to approve the minutes as is. Dale Seconded.

Tim - Discussion: Alleged meeting was not "Special" Needed 14 days.

Dg - Provided information regarding definition of "emergency," for clarification.

Tim - Called point of order, asked what was the emergency? Requested that he needed someone to come back to him and wanted to share his screen to provide a legal opinion, from an outside lawyer, that he had solicited.

Christina - Request declined as items for the agenda must be received in advance to prevent unforeseen issues. Board is aware of the protocol on submitting reference

material for meetings to community manager in advance of the meeting. So, there is adequate time to allow for the Board and the community to engage.

Dale - Called for a vote - Cindy, Dg, and Dale voted in favor of approving the minutes. Tim (Roger) voted no. Motion passed.

- President's Announcement - Dg reminded the attendees of Decorum and the importance of Roberts Rules of Order, Code of Ethics for current Board members. Encouraged Roberts Rules of Order be recognized as best practice in standing meetings.

Christina - Advised of Ops efforts to prep and send Call for Candidates which went out a day later than planned on February 14 versus February 13.

- **Financial Approval** - Request was made to have financials approved before posting. Dg discussed the need for the minutes and financials be provided to the membership as soon as possible so that they can know what is going on in their community, it's their money. She stated that RPM use to send the financials to the Board, then after a week of review they were posted on the website by Melissa Owners. They were not approved by a Board vote prior to being posted. A concurrence was received from a former Board member of this practice. Dg noted that the members were sitting on the minutes and financials sometimes for weeks almost months at a time and this was not fair to the membership.

Tim - Advised that Roger wanted the whole Board to approve the financials prior to them being posted on the website. He advised that Roger wanted financials reviewed and then provided at least a month to do so.

Dg - Stated that best and prior practice was to review no more than a week which has served for several years without problem. Especially not to delay the people's information and the financials should be discussed in open session so the membership could hear what was going on, not isolated with the Board only and that the treasurer should not be the only one who has an opportunity to review the financials. The community should as well as the entire Board and a week was ample time for the Board to have the manager put it on the website for everyone.

Tim - Stated that he was not comfortable with a week and said it should be more.

Chris Lowe - Resident commented that that is how he remembers it in the past.

Tim - Stated, how would the vote via email be held when it must be unanimous.

Dg - Stated that voting by email must be unanimous and if it is not, it must come to an Open and Public meeting. And that the only time an email vote should be taken is if the directors go into the meeting knowing the expectation is that the vote will be unanimous.

Dale - Made a motion to approve the financials within one week's time. Unless they're not able to for whatever reason, then they would work out the details. Dg seconded. All in favor, the motion passed.

- **Attorney Engagement** - Dg asked the Board previously to give the president the authority to sign a contract when the Board chooses the attorney firm to represent the Association. This has been voted on previously. Chris, former Board member, resident, provided that it was approved on September 25, 2023. Dg discussed the important reasons why an attorney would be appropriate and necessary. Christina had provided three firms for consideration.

Unidentified community resident - stated that he knows how important it is to have an attorney and delaying should not be an option. He agreed with Christina.

Cindy - Asked, overall, how does billing work and Christina explained, as needed and with the entire Board's approval, date, time, reason, amount, etc.

Tim - Provided a name of an attorney firm in Spokane (No particulars but said they were good, but he had not provided this information prior and the community manager had already vetted the firms as directed by the Board in September, 2023. Tim was having a hard time hearing the meeting dialogue and the entire group was having a hard time hearing Tim. No further information was provided.

Note: All others in the room and on Zoom were able to hear just fine, after being asked if they could hear.

Christina - Advised that only one firm responded in earnest and one failed to respond all together with one declining having no interest in representing our condominium association.

Dg - Motioned to accept the attorney firm that Christina provided: Peryea, Silver, Taylor. Christina advised that the firm is well known and respected in the state of Washington and elsewhere, further, his mother lives in the Spokane region where he visits often.

Christina - Advised that he is well versed in HOA/COA legal provisions and requirements. Cindy seconded.

Tim - Had concerns about the location and that there were not enough options.

Note: Standard practice is to charge the manager with vetting three vendors and to report back, providing the Board with the information for their selection and approval.

Verna - A new resident, asked why it was not Liberty Lake. Several residents wanted to move forward and to hire the firm presented because it appeared we needed legal available at the earliest convenience.

Dale - Called for the vote for the legal firm: Peryea, Silver, Taylor. Dale, Cindy, and Dg in favor, Tim and Roger opposed.

- Appointment Process - Tim had an issue with Cindy's appointment and the appointment process and provided his opinion but disagreed with the process in general having a member of the Board help make the selection.

Christina - Provided details of why the appointment was first necessary and legal stating a Business, Judgement, Rule. Dale agreed and Dg read the RCW: 24.03A.525 section (3), A vacancy that will occur at a specific later time, by reason of a resignation effective later under RCW 24.03A.525(2), or otherwise, may be filled before the vacancy occurs but the new director may not take office until the vacancy occurs.

Tim - Stated he did not agree.

Christina - Read Section 8 of our governing documents on the manner to handle his reasoning and he failed to meet that burden. Discussion ended and Christina moved the item along with no further communication.

- Director Reports - None
- New Business - Voting Process - Dg provided information on the Voting Process in accordance with our governing documents. No other directors provided any more information.

Cindy - Motioned to add 10 minutes as the meeting was going long. Dg seconded, Dale, Dg, Cindy approved, no comment from Tim or Roger. 10 minutes was added.

- Vote of No Confidence Recommendation made by Dale in reference to Board Director Roger Liermann.

Dale - Explained why he had added Roger to the agenda and wanted to recommend a vote of No Confidence (vote of dissatisfaction). Director Dale Robbins' dissatisfaction resulted from months of unprofessional behavior and posturing during meetings and in emails. His exact statements will not be included here.

Dale - Advised the community that this was not an effort to vote Roger off the Board as that was only an action the membership could take.

Tim - Read a letter provided by Roger as Roger was not in attendance.

Dg - Addressed the community, as Roger's letter included his feelings about her. As with Dale, her comments will not be included here.

Citizen Comments - Linda, resident, commented that she liked Roger and said he did good work.

Cindy - Motioned the Board for a Vote of No Confidence. Dale seconded. Dale, Cindy, and Dg voted in favor. Tim voted against. Vote of No Confidence for Roger Liermann passed.

Dale - Motioned to add 15 more minutes as the meeting to complete the agenda. Dg seconded, Dale, Dg, Cindy approved, Tim, Roger abstained. 15 minutes was added.

Dale - Next requested of Tim, why he had put Dg up for a Vote of No Confidence.

Tim - Wanted Vote of No Confidence defined, as he did not understand. And then stated that he "Didn't have a vote of No Confidence, but just wanted to not leave Roger alone. Thought it was a waste of time." He stated that why not just scratch it and that he didn't have a reason.

Dale - Stated that it was too late for that.

Dale - Called for a motion in reference to Dg. Tim did not make a motion and no further motion was made. No action taken for lack of a motion. The Item was removed from the agenda.

- **Citizen Comments** - Community residents in attendance wanted to know why Tim had added Dg's name to begin with if he did not know what it meant. Further comments have not been included here.
- **Chris** - Addressed the reasons why he resigned from the Board and said it focused on the treatment witnessed on the Board that was disrespectful and indefensible as to the treatment toward the females on the Board and management.
- **Jeanne**, resident, questioned the reason for putting out a vote of No Confidence for Dg, and for what reason?
- **Terry**, resident, addressed thoughts on Dg saying she works hard and serves her community. "I think she deserves a Vote of Confidence for what she does."
- **Dale** - Stated that this was his final comment that he "could not do what Dg does," she works hard for the community.

Dale - Motioned to adjourn, Dg seconded, all in favor. Meeting adjourned. 8:19 pm

These meeting minutes have been respectfully submitted by Cindy Troxel, VBT Secretary

Villas at Big Trout Condo Association Call for Candidates

February 13, 2024

RE: 2024 Annual Meeting Call for Candidates Big Trout Condo Association

Dear Community Members,

It's time again for the Annual Meeting, at which homeowners will elect Directors to serve the Association over the next two years. The 2024 Annual Meeting is scheduled for March 27, at Liberty Lake Municipal Library, Conference Room, 23123 E. Mission Avenue as well as on Zoom (Link to be provided). A notice for the call for candidates is attached with the details.

If you're interested in participating in the business of your Association by serving on the Board of Directors, *please complete and return the enclosed Candidate Nomination Form to Ops Solutions NW, Community Management by 10:00 am on March 5, 2024.*

Nominations received after this deadline will not appear on the ballot but may still run as write-in candidates.

Please reach out to Christina Ross, Director of Management, with questions or concerns. We look forward to another successful Annual Meeting.

Thank you,

Ops Solutions NW Community Management For Big Trout Condo Association

Phone: (509) 919-7771

Email: christina@opssolutionsnw.com

2024 Annual Meeting & Election Board of Directors Candidate Nomination Form

Three (3) Director Positions are up for election at the 2024 Annual Meeting. Upon election, each Director serves a two (2) year term. Candidate nominations *forms are due* to Ops Solutions NW, Community Management by 10:00 am on **March 5, 2024**. Nominations received after this deadline are welcome to run as write-in candidates, but their name(s) will not appear on the 2024 Board of Directors Election Ballot.

Please complete this form and return to Christina@Opssolutionsnw.com or mail to Big Trout Condo Association, c/o Ops Solutions NW, PO Box 576, Colbert, WA 99005. If you prefer to submit the nomination form via email but do not have access to a printer/scanner, please take a picture of this form or type the information requested below into the body of an email and send to Christina@opssolutionsnw.com.

The candidate's *information will be published to the website* for consideration by all condo owners in advance of the Annual meeting, under Candidate Nominations Tab **by March 8, 2024**. If you prefer to submit your nomination via email but do not have access to a printer/scanner, please take a picture of this form or type the information requested below into the body of an email and send to the Community Manager, Christina Ross at the email address above.

Nomination Submitted by (your own name): _____

Candidate's Name: _____

Phone No: _____

Candidate's Unit Number: _____

Does the Candidate live onsite Full-Time? _____

Does the Candidate live onsite Part-Time? _____

Candidate's Biography (Please feel free to include any information or comments here or attach an additional page):

FOR ADDITIONAL INFORMATION PROVIDED BY CANDIDATE