



Date: July 24, 2024,

Time: 6:00 p.m.

Location: Michelle Childs

Attendees: President: Joy Mittig, Treasurer: Michelle Childs, Secretary: Rebecca Cook, Board member: Yvette Mullins (via zoom).

Absent: Jenni Caverson

Guests: Wendy Ryan, Brent and Justine Titus, Darrin Childs, Tony Swetich, Thom Lefevre, David Stanford, Joy Ashcraft, Dwain and Sandy Kallek, Jeff Jackson, Jason Caverson.

- I. **CALLED TO ORDER:** 6:01 pm by Joy Mittig
- II. **APPROVAL OF MEETING MINUTES:** Michelle Childs made a motion to approve July 11 minutes, Yvette Mullins second it. Michelle Childs made a motion to approve July 17 minutes, Yvette Mullins second it.
- III. **APPROVAL OF THE FINANCIALS:** Rebecca Cook made a motion to approve June financials, Yvette Mullins second it.
- IV. **FIRE AUTHORITY TAX INCREASE:** David Stanford brought the concern of the increase to Michelle Childs. Michelle spoke to the township, and they held a special meeting and voted on a 1-million-dollar tax levy.
- V. **ROAD BIDS:** Jeff Jackson explained that the Board is collecting road bids. They will be sealed and opened at a meeting in which the Board will then choose a contractor. Michelle Childs explained that we are currently in the negative for road maintenance and that the Valley could not continue to spend more of the funds than we are bringing in. The Board is steadfast in being fiscally responsible.
- VI. **COMMITTEE UPDATES:**
 - a) Building (Darin Childs): No new business
 - b) Election (Yvette Mullins): No new business
 - c) Forestry (Joy Mittig): one application submitted and approved
 - d) Lake and Park (Phillip Bissell): No new business
 - e) Oil and Gas Remediation (Kevin Sagasser): No new business
 - f) Road and Snow (Jeff Jackson): Jeff Jackson marked all the pits that are over or near Riverside pipelines. Riverside will maintain these pits.
An email will be sent to Valley members requesting patience while the Board is seeking a new road contractor.
 - g) Dumpsters (Michael Cook): The Board received an email from a concerned resident due to the number of vehicles using the dumpsters without a sticker. The Board will be sending out an email reminding residents about the stickers and to please not approach anyone using the dumpsters for safety reasons.
 - h) Social media (Brent Titus-website): Brent Titus has the website up to date.
 - i) Special Events (Kathy Jackson): No new business
 - j) Welcome (Kathy Jackson): No new business
- VII. **OTHER BUSINESS:** None
- VIII. **FUTURE BUSINESS:** Joy Mittig will be sending a mass email to Valley residents about a timber harvest.
- IX. **PUBLIC COMMENT:**
 1. DAVID STANFORD
 - A) He is concerned that a quorum was not met at the annual meeting therefore the Board is perpetrating themselves by voting Yvette Mullins onto the Board.
* Per article IV of the WVPOA by-laws "The remaining directors at any regular or special directors meeting may fill vacancies in the Board of Directors, but the directors so selected shall hold office only until the next annual meeting of the membership."
 - B) He wants the number of homeowners not paying their road dues.
* Michelle Childs answered this with 29 residents are past due.

- C) He also believes the Board has changed the deed restrictions without membership approval.

In 2022 the board altered the outbuilding Deed Restriction known as Liber 1607 page 288. Allowing for an outbuilding to be constructed before a dwelling. This change allows owners the ability to store construction materials during the construction process. The Building Committee before approval must also receive the dwelling plans. Construction of the dwelling must begin within one year. Prior to the Deed Restriction amendment, the board sought advice from counsel to ensure we were acting in good faith

At the same time then said Board did clean up the handbook following our building amendment to ensure the handbook reflected only what was historically recorded with Otsego County. When we reviewed the handbook, we found someone in the past had tried to simplify/summarize the deed restrictions as reflected in the handbook, and in doing so also seems to have included provisions which were never recorded at the county.

OTHER DEED RESTRICTIONS

- The dumping or accumulation of trash or rubbish shall not be permitted on any property. Refuse, ashes, garbage, and debris of any kind shall be cared for in such manner as not to cause an unsightly appearance, nuisance, or health hazard.
- No livestock, poultry, or animals of any kind shall be raised, bred or kept on any lot, except for dogs, cats, and other ordinary household pets.
- No lot shall be divided without prior written WVPOA Board Approval.
- The WVPOA will maintain all existing roadways within the Valley currently servicing existing home sites, which is accomplished through annual solicitations of the assessment of funds from all Wilderness Valley Property owners. The WVPOA will not construct new roadways or rebuild existing roadways in poor condition not currently serving existing home-sites, and all alterations to existing roadways must have prior written Board approval.

The above is such example of something our Board removed from the handbook, as it is not documented or recorded in any deed restriction or amendment we could find with Otsego County.

Mr. Stanford questioned the legality around the Boards ability to amend the deed restrictions without a vote of the membership. The Board thought of this when it amended the deed restrictions and worked with Attorney Slough to understand that deed restrictions do grant the Board the ability to amend the deed restrictions, however the Board would not have the ability to amend the Bylaws, that is the key difference. At the time of our last amendment, Attorney Slough stated that deed restriction 11 basically states that the Grantor (Wilderness Valley Corporation/David Allen Smith), or their duly authorized representative (WVPOA Board) can make and approve reasonable changes, modifications, or additions to the restrictions. Meaning the Board has the power to propose amendments to the deed restrictions and vote within the Board to approve them. In doing so, they must submit these changes in writing to the property owners (which the Board did). By-Laws and Deed Restrictions are two different things. Changes to the bylaws. Per Article VI of the WVPOA by-laws "The by-laws may be altered or amended upon the affirmative vote of two-thirds of the members entitled to vote at an annual meeting or a special meeting, if a notice of the proposed alteration or amendment is contained in the notice of such meeting."

2. SANDY KALLEK

- A) she thanked the Board members that stayed on for the job they are doing.

3. DWAIN KALLEK

- A) He also thanked the Board members.

- B) He wanted a clarification of the balance in the checking account which Michelle Childs provided.

4. THOM LEFEVRE

- A) Has a concern about the deed restrictions on a business running within the Valley.

*This potential violation is being investigated. No formal decision has been made by the Board at this time."

5. TONY SWETICH

- A) thanked the Board for the work they are doing.

- B) He is concerned about people leaving stuff outside the dumpsters and the Valley getting charged for it.

*This issue has been addressed and a reminder will be sent out to all residents.

- C) He also wants to know how the Board plans to collect road bids.

* The WVPOA Board of Directors has updated the road bidding documents and will ask for bids from past contractors, through a Facebook post, and an ad in the Weekly Choice. All bids will be sealed and opened by the Board at a date TBD.

6. JASON CAVERSON

He suggested the Board do a question-and-answer post later.

7. BRENT TITUS

- A) Read the by-laws Article IV pertaining to electing Board members.

- B) He mentioned concerns with the past contractor and said he wanted to see a new contractor in the Valley.

- C) He believes we are governing under our deed restrictions and by-laws currently and that we do not have to hold a second meeting to meet quorum.

8. WENDY RYAN

- A) wants the Board to hold a second attempt at reaching quorum because she feels we are unable to make decisions currently.

*The Board is acting in good faith per Article IV of the by-laws as posted above. However, pursuant to MCL 450.2402 the Board will attempt a second Annual Meeting within a reasonable amount of time. The date and time will be posted and notice of the meeting will be mailed to all residents.

- B) She wants to know if it's possible for the Board to hold a membership meeting to vote on moving funds from the general fund to the road funds if we continue to be in the negative.

* Upon the contact of three different CPA's; the WVPOA Board has the authority to use General Funds to supplement individual funds i.e. Road Maintenance, once those allocated funds have been depleted.

9. JOY ASHCRAFT

- A) wants to know if there is something in the bylaws about a cap on expenditures that the Board can spend before the association has to vote.

*The Board has the discretion to use funds as long as they don't incur debt. Per Article IV of the by-laws. "The Board shall not incur indebtedness on behalf of the Association beyond the funds on hand in the Associations treasury without the Approval of the membership at a meeting duly held."

10. JEFF JACKSON

- A) Is concerned that we will not have funds to correct the Roads if we wait too long on getting a contractor and they continue to deteriorate.

* Homeowners and property owners have the right to fix an area in need of repair while the Road Contractor bidding process is happening. The road committee has a plan to address the roads in the future. We have solicited bids for road and snow removal from 21 companies due on 8/30/24. The board has also authorized a contractor to do a one-time grading to ensure the roads stay in reasonable shape. Grading cannot be done while the roads are dry, the contractor waits for rain to get the best possible result.

X. **NEXT MEETING:** TBD

XI. **ADJOURNMENT:** Joy Mittig made a motion at 6:50 p.m., Michelle Childs second the motion.