

MAY 2025 SPHOA BOARD MEETING

DRAFT: SPHA BOARD MEETING

May 13, 2025

Location: Arlene's home at 7:00 PM.

Present: Arlene, Josh, Nancy, John, Bob, Mike. Absent: Steve.

President's Report: Arlene was present by phone for the April meeting but is able to be present in person for today's meeting.

Secretary Report: April meeting minutes reviewed and approved.

Treasurer Report:

- April treasurer report reviewed and approved. See attached copy. Details reported by John:
 - All 2025 annual dues paid except lot 130. The same result as 2024.
 - \$53 charge on the bank statement is for 2024 IRS Form 1120 H taxes.
 - To date, PSE expense is tracking 2025 Utilities Budget.
 - Insurance is due in August. Budget is \$1600. (Versus \$1250 in 2024.) Insurance is in flux throughout WA state; \$1600 may be too low.
- Arlene suggested that BOD consider AARP as an alternative insurance carrier.

Website: No new issues.

Old Business:

- Lot 130:
 - TC posted an **Emergency Order Unsafe Do Not Enter or Occupy** notice (Red Tag), dated 4/24/2025, on the garage door.
 - John submitted his engineering report concerning Lot 130 on 4/24/2024.
 - Josh inquired whether it was necessary to submit this report since Thurston County had its own engineers and processes however, John insisted on submitting his own report.
 - John attended and spoke at the TC Commissioner meeting on May 6, 2025. Details:
 - All TC Commissioners present had a copy of John's 4/24/2025 report.
 - John thanked Commissioner Clouse for her involvement. She told John that TC Development Services is considering moving from Title 14 (Dangerous Building) to Title 26 (Enforcement). She will follow up.
 - SPHOA will individually follow up with Commissioner Clouse in early June.
 - The Property has recently been mowed. Operator is unknown.
 - Lot 130 owes approximately \$310 for unpaid 2024-25 annual dues. Josh stated that lien cost exceeds unpaid dues. After some discussion, BOD agreed to delay placing a lien.
- Lot 122: Alter Tract approved. Signed alter tract e-mailed to homeowner.

LOT 100:

- As a recap of the events between April and May 2025 meetings:
 - Mr. Logan came to the April 2025 meeting to appeal to the Board for the safety of his home and property due to the large maple in the greenbelt. Residents from DeMarie Court also wrote to Mr. Logan and the SPHOA and the board received a copy of the letter at the April meeting requesting maintenance on the tree for limbs hanging over their homes and street.
- The Board received an Altertract from Mr. Logon in prior months requesting the removal of the tree they believed to be dangerous.
- On May 2, 2025, Mr. Logan found a contractor willing to do the job for just over \$5000, 50% of the initial estimate.

- **May 2-4, 2025 Email Discussion -**

- After receiving the bid from Monkey Tree on May 2, 2025, Josh restarted the board discussion about Lot 100 via email as time was a factor for homeowner safety and SPHOA Liability. (May 2, 3:08pm)
- Arlene suggested we have a few days to discuss approval of the actual cutting. May 2, 3:36pm email)
- Due diligence was performed by the board, by Josh, to make sure Monkey Tree was licensed and bonded and able to do the work safely and effective. Paperwork was shared via email. (May 2nd, 4:55pm email)
- Following reception paperwork, Josh proposed via email that we had duly discussed the situation adequately in the March and April 2025 meetings and that the main resistance of the board was cost, which had be greatly improved thanks to the Monkey Tree bid.
- In that same email, He then initiated a motion to approve the cutting. (May 2, 5:53pm email)
 - Josh's Motion: **I make a motion to approve the removal of our Greenbelt tree behind Bruce Logan's home using Monkey Tree LLC as the licensed and bonded contractor.**
- Nancy shared concerns with cutting the tree as it related to budget. (May 3, 7:19am)
- In a vote of 4-1 (with the president not voting with no tie to break), the board approved the bid with 4 affirmative votes (Josh, Bob, Steve and Mike) the Sladeks (1 vote) in dissent received later in the May 3, 2:41pm email.
- John requested, we delay any action until the board could meet in person again on May 13th. (May 3, 2:41pm email)
- The email chain was expansive especially between Josh and John.
 - HOA Members who would like to read the full email chain on this topic the link is on the website. ([Email Link Here](#))
- In the May 3, 2:41pm email: John repeated his recommendation that BOD not proceed with Lot 100 GB tree removal. He goes on to state via email: *"As treasurer, I have an individual financial responsibility to Shana Park homeowners. I would not be fulfilling that responsibility by preparing/signing a check to pay this expense. I will not prepare/sign a check for the proposed work."*
- However, reviewing Section 3, Article 4 of the By-Laws for the SPHOA, Josh notes in the May 4, 8am email, that John holds no such individual authority or responsibility as a BOD member OR Treasurer and that individual financial responsibility does not exist for him or any other board member.
 - **Section 4. Treasurer. The Treasurer shall receive and be accountable for all funds belonging to the corporation; shall pay all obligations incurred by the corporation when payment is authorized by the Board of Directors; shall maintain bank accounts in depositories designated by the Board of Directors; make available monthly financial reports; have the books ready for the annual audit; and transfer audit report and books to the new Treasurer.**
- Josh went on to note that, there is nothing in the By-laws that give John or any other BOD member "individual responsibility" and that all actions taken by the board are done as a group and all expenditures made by the board are fully at the discretion of the board highlighted by Sec 3, Art 4 language: "when payment is authorized by the Board" and "...designated by the Board of Directors".
- Josh also noted in this email and in person, that there is no desire for the BOD to remove John as the Treasurer, Josh repeatedly implored John to stay as Treasurer however to do the job that the HOA has empowered him to do, which is pay our Board-approved expenditures and bills.

- John continued to declined to agree to pay the contractor.

- **May 13, 2025 In-Person - Lot 100 Discussion**
 - Josh stated that delay or refusal to remove Lot 100 GB tree would expose the board and SPHOA to greater liability than removing it.
 - BOD Discussed past/future role for WFC, previously formed SPHOA Tree Committee (Bob, Josh, Arlene).
 - John then re-read his email to the group to enter it into the record for these meeting notes.
 - *“I acknowledge that the vote is an overwhelming yes. I do not acknowledge that it is correct or financially responsible... for multiple reasons. Briefly: I do not understand the great rush to remove Lot 100 tree. I have not heard any mention of the Lot 100 tree's condition changing since the November 2023 assessment by WFC. Removing Lot 100 tree disregards (3) WFC Assessments. What is WFC's continuing role in SPHA GB's? Does WFC have any future role. As Nancy mentioned, Lot 100 estimate nearly exhausts remaining contingency funds in 2025 approved Budget: \$5142 vs \$5215 available: with 6 months remaining in 2025. This is not prudent. I do not question the other BOD members' good intentions. However, I do question their collective financial/legal judgement. I believe the BOD approved action puts SP on a track to unnecessary future liability exposure and immediate financial overextension. As treasurer, I have an individual financial responsibility to Shana Park homeowners. I would not be fulfilling that responsibility by preparing/signing a check to pay this expense. I will not prepare/sign a check for the proposed work. The easy route would be for me to resign as treasurer. However, that would be ducking my individual financial responsibility. Therefore, the BOD/SP membership will need to remove me. The method for removing a Board Director is outlined in Bylaws. In the meantime, other than preparing/signing check for Lot 100 tree, I will continue routine treasurer functions as outlined in Bylaws. PS: Nancy read/we discussed this e-mail prior to my sending. We are in agreement.”*
 - After continued discussion, a motion was made by Josh/seconded by Bob to remove Lot 100 GB tree. ***(Note that this motion had already been made, voted on and passed via email on the 4-1 vote on May 3rd, so this vote was largely a demonstration of the board's continued agreement with the past email vote)***
 - Josh, Bob, Mike voted yes. John/Nancy, (1 vote), voted no. Arlene abstained and Steve did not vote. Motion affirmed.

- PAYMENT DISCUSSION
 - BOD discussed method of PAYMENT for Lot 100 GB tree removal.
 - John repeated his May 3 e-mail position that he would not prepare/sign a check for this work.
 - John requested that BOD start proceedings to remove him as Treasurer in accordance with SPHA By Laws.
 - Josh reiterated that the BOD had no desire to remove him as Treasurer, yet implored John to do his By-Law empowered duty to pay our contractors for board approved expenditures -in a timely fashion. John stated that he refused.
 - Arlene stated that she will pay invoice for tree removal via SPHOA debit card upon assurance that work is completed to SPHA BOD satisfaction.
 - John stated that such action by Arlene would compromise his integrity as SPHA Treasurer. He would resign as Treasurer the day Arlene paid the Monkey Tree contractor.
 - Josh made a motion to pre-accept John's resignation as BOD Treasurer and from the SPHOA Board should Arlene make a payment to Monkey Tree as our

contractor. The resignation -as agreed by John – would be in effect the day that Arlene chose to pay our board approved contractor.

- *“Should the board decide to cut the tree behind Lot 100 and Arlene pays the contractor with the debit card that John will resign as treasurer and we will accept his resignation as treasurer effective the day of the payment is made to Monkey Tree.”*
- The Motion passed 3-1 with John noting he’s abstaining, Nancy opposed and Arlene abstaining.
- BOD discussed future budget issues. A brief summary:
 - John stated that future cash flow projections are negative. (As discussed at 2025 Annual Meeting.) He said current projected 2026 Contingency Budget of \$12000 will require a 2027 Annual Dues increase.
 - Arlene repeated a comment she made at earlier BOD meetings that Special Assessments may be the best approach to pay for future GB tree removals.
 - BOD did not reach agreement.
- Nancy, as Secretary, prepared an original document detailing meeting notes for this meeting, however the Board believed that these notes were incomplete and did not reflect all that had occurred at and after the May 13 meeting. These notes are available [at this link](#) for full transparency.

New Business:

- Request from Matt La Palm for green belt blackberry clearing. Bob will look at the greenbelt adjacent to the property and contact the homeowner.

Next Meeting: June 10, 2025; 7:00 p.m. at Arlene’s home.