

**SUN VALLEY ELKHORN ASSOCIATION
BOARD MEETING MINUTES
March 28, 2008 – 1:00 p.m.
Harker Center**

AGENDA BUSINESS ITEMS

1. Report on Harker Center Upgrades
2. Discuss 2008 Goals

IN ATTENDANCE

Board Members	Staff and Counsel	Others & Topic of Interest
Jim Fletcher	Marlene Lowry	Wayne Willich, Sun Valley Mayor
Cris Thiessen	Darlene Kuehn	Nils Ribi, Sun Valley Council President
Pam Bailey	Jan Kaas	
Patty Rosewater	Chuck Williamson	
Meredith Carnahan (via phone)	Ed Lawson	
Jack Daliere		
Stephen Smith		
Margaret Walker		
Ted Witt		

CALL TO ORDER

Jim Fletcher called this Board Meeting to order at 1:05 p.m.

ESTABLISHMENT OF A QUORUM

A quorum was established with all nine Board Members in attendance.

APPROVAL OF MINUTES - December 28, 2007; December 30, 2007; February 15, 2008

The minutes were reviewed. **MOTION:** Pam Bailey moved to approve the three sets of minutes as amended (12-28-07 - Page 9 – Item 14, change second to last sentence to read *“Though the general consensus was that limited landscaping with no permanent water system or structures occurring on open space may, in certain applications, be acceptable, it is important that we make it very clear that encroaching on SVEA Open Space is objectionable”*. Patty Rosewater seconded and the motion passed unanimously.

REPORT FROM SUN VALLEY MAYOR & COUNCIL

Mayor Wayne Willich, and Council President Nils Ribi, attended this portion of the meeting. Topics covered during their report and the ensuing discussion included:

- Mayor Willich reported that the City of Sun Valley is the first Idaho City to install Granicus Systems software. This new \$32k communications system will provide live video and audio meeting coverage to the citizens of Sun Valley as soon as August of this year.
- Communication goals of both the City and SVEA were discussed and it was determined that SVEA’s data base and email addresses would be used to inform Elkhorn owners of any pertinent city issues such as fire protection, road and path work that may cause

inconveniences to owners, health and safety issues, etc. All agreed that regular attendance by the mayor at SVEA Board Meetings is beneficial to both agencies.

- Discussion regarding the potential consolidation of the Sun Valley & Ketchum fire departments began in 2006 when the mayors of both cities agreed to investigate the concept. A consultants report has been considered and Sun Valley has rejected a full consolidation as it is not in the best interest of the Sun Valley tax payers from a financial standpoint. However, there are aspects of the report that, if implemented, would benefit Sun Valley Fire Department. A committee has been formed and will be considering things such as joint trainings, record keeping and other ways for the two departments to work together for the benefit of the citizens of both cities.
- Bike paths, trails and other improvements to open space areas in Sun Valley is an ongoing goal of the City. They plan to consider budgeting funds in the future for the development of these amenities and we will work together to perhaps create some of the improvements on SVEA open space.
- Wildfire mitigation efforts between the City and SVEA continue with Jeff Carnes, fire chief, working with SVEA staff to identify and prioritize areas of risk. The goal is to apply for and use, as available, funds and staff of the county Firewise project.
- Noxious weed control is another concern of both the City and SVEA. Several meetings have taken place with staff members of both organizations and we are now using the same contractor for spraying and other control methods thereby eliminating gaps between city roads and paths and SVEA open space.
- Open Space protection and rezoning SVEA lands to either open space or recreational in order to match the City's comprehensive plan land use map was discussed. The land around the Harker Center will be rezoned as a condition of the approval of the Harker Center upgrades with the remainder being considered in the future.
- Mayor Willich reported that in the last election (November 07) there were 897 registered voters; just under 500 voted.
- Mayor Willich reported that the May 1, 2008 Council meeting will cover mid course budget corrections/adjustments and they will be looking closely at how and where they are spending tax payers' money.

STAFF REPORT

The Staff Report was reviewed and discussed.

BUSINESS

1. Report on Harker Center Upgrades

Cris reported that the plans have been approved by ADC and will be considered by Sun Valley P&Z in April. Once both approvals are received work will begin on the construction drawings. It is expected that work will commence on the upgrades immediately after the Labor Day weekend, continue through the winter and be completed by the 2009 summer season. Brian Poster, the contractor previously selected, is unable to take on our project now due to work load constraints. As soon as P&Z approval is received a request for proposal and plans will be sent to a list of approximately ten interested contractors. They will be asked to provide, among other things, an estimate of the total project costs and their proposed contractual structure, i.e. firm/fixed price, cost plus fixed fee or others. The Harker Center Improvement Committee will review the responses and select three or more contractors to do an in-depth interview. The goal is to have a contractor selected by the end of May.

2. Discuss 2008 Board Goals

The Board goals, as outlined during the February 15, 2008 Board Meeting and reflecting four key elements of our strategic plan, were reviewed. The proposed action steps under each element follows:

Facilities & Open Space

- “Welcome to Elkhorn” Signs – The Board discussed the benefits of new signage identifying the entrance to Elkhorn, and concluded, while it would be desirable to better identify our community, when the time comes, the Board or a committee of the Board will determine a sign design that will then be presented to the ADC for review and approval.
- Village Bathhouse Facelift – Ted Witt, new Board Member and Pool Committee chairperson, has toured the pool facilities and has concerns regarding the appearance of the gray, concrete block bathhouse building and how it fails to blend with the other structures in the Village Core. Many Board Members agreed that the building is somewhat unattractive and with minor changes could be greatly improved. Ted requested that the #2 priority rating given to this project during last year’s budget process be changed to #1. It was agreed that Chuck Williamson will work with Ted and the Pool Committee to investigate opportunities to improve the visual aspect of the building and have it blend more with the surrounding structures. A report including photos, samples, costs and a timeline will be provided at the July Board meeting.
- Capital Purchase/Wish List/Future Opportunities for Capital Improvements – The key elements of the current “idea” list include:
 1. Harker Upgrades
 2. Entrance Signs: “Welcome to Elkhorn” (At Sunrise and top of Elkhorn Hill)
 3. Village Tennis Building
 4. Village Bathhouse Exterior Upgrade
 5. Indoor pool or bubble for existing pool
 6. Indoor tennis court & racquet ball courts or bubble for existing courts
 7. Construct permanent shade structures for the pools
 8. Develop an Open Space trail system including parking areas and maps
 9. Park improvements to include; putting green, Frisbee golf, barbecue area, and nature path
 10. Dog Park – Fenced area of open space

The Finance Committee will evaluate possible costs for these improvements and report back to the Board by the July meeting.

SVEA Management

- Amendments to the Bylaws and Master Declaration – In 2006 the Board proposed amending the 30+ year old Bylaws to reflect changes in the law, in technology and in Elkhorn. The Bylaws contain the rules for the corporation’s operation – the mechanics of association governance. The proposed rewrite of the Bylaws (20 pages) were presented in one package, for a single vote, to the membership at the 12-30-06 Annual Meeting. The majority of the proposed changes required a 67% vote of the total membership. However, four of the proposed amendments required an 80% vote. After the final vote, only 69% of the total members were in favor of the amendments resulting in the failure of the complete package.

Following discussion of the above, the Board agreed that we should again present proposed amendments to the members. The proxy/ballot format for any amendments will allow for separate votes on each section. Ed Lawson will review the past information and submit draft amendments to the Board for their review. This topic will be included on the agenda for the July Board Meeting.

COMMITTEE REPORTS

1. Architectural Design Liaison – Ted Witt reported that he is very impressed with the ADC process and the people making the decisions. The committee will continue to evaluate ways to make the process more user friendly and how to work with P&Z to limit duplication.
2. Communications – The Communication Committee Plan dated March 28, 2007 was approved and will be incorporated with the Committee Descriptions which will be posted on the website.
3. Executive – Jim Fletcher reported that the committee had ratified an amendment to the 401(k) Plan and Trust granting Chuck Williamson credit for his prior employment with SVEA.
4. Finance & Audit – The Committee reported that they will be working on a capital “plan-to-actual” report in order to confirm we are adequately reserving. They are continuing to investigate methods of improving our financial transparency – ideas include newsletters, emails, website, and reporting at sub-association and presidents’ meetings.
5. Harker Center Improvement – This topic was discussed under Item #1.
6. Insurance – During a recent Tennis Committee meeting concern was raised about SVEA’s liability exposure in a case where someone playing tennis does not sign-in. Our current procedure requires that only one person per court actually sign in. We contacted our insurance agent, Brett Nilsson, and he informed us that a signature is not required in order for a claim to be covered.
7. Nominating – The Board has been concerned with owner input regarding the transparency of the election process. While most for profit and non-profit organizations rely on a nominating committee to identify, evaluate, and nominate to the membership a slate of board candidates, some owners have suggested direct elections. The Board is evaluating different processes to make the nominating/election process more transparent, while still providing owners with sufficient information to make an informed decision. The Nominating Committee is working on revisions to the Board of Director application and will be fine tuning the interviewing process. They will discuss and make recommendations to the Board in July regarding direct elections.
8. Pool Committee – This Committee will be meeting in May.
9. Tennis – This committee met on March 26th and will be meeting again in June. They are looking at contract details for the 2009 season as well as court use and policies. Changes recommended for this year include: working with the Communications Committee to publish and promote the clinics, socials and programs that are available; implement a sign in sheet with waiver for ALL users; charge a \$10 guest fee for non-resident guests for open play only – a 12-play punch card will be provided to each property. Jim Fletcher provided history on this issue, reporting the strong feedback that was received at the Town Hall Meetings from owners who are very concerned about providing amenities to people who are not contributing to the cost of maintaining the facilities. The Tennis Committee carefully reviewed the issues and recommended that a \$10 per day guest fee be charged for open play to all non-resident guests. Considerable discussion was held. **MOTION:** Jack Dalieri, Tennis Chair, moved to implement a \$10 guest fee charge for non-resident guests for open tennis play with each Elkhorn property receiving a 12-play punch card. Margaret Walker seconded and the motion passed unanimously. Details of this new policy will be outlined and explained in the May newsletter. Staff, both administrative and tennis, will have detailed handouts explaining the process. Anyone having concerns will be directed to the administrative office.

OWNERS ADDRESSING THE BOARD

There were no owners in attendance to address the Board.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

MOTION: Stephen Smith moved to adjourn at 4:30 p.m. Ted Witt seconded and the motion passed unanimously.

Respectfully submitted,

Pam Bailey, Secretary

SUMMARY OF MOTIONS & DECISIONS

Motion or Decision	Page #
Minutes of 12-28-07, 12-30-07 and 2-15-08 were approved	1
Communications Plan of March 28, 2007 was approved	3
Amendment to 401(k) Plan & Trust was ratified	3
Implementation of a \$10 guest fee for open tennis play was approved	3

ACTION ITEMS

Who	Does What	By When
Marlene/Chuck	Post Harker Tennis Building plans at the courts	5-15-08
Staff/HIC	Arrange for removal of the Harker Tennis shack	9-3-08
Chuck/Ted/Pool Committee	Investigate opportunities to improve Village Bathhouse and report at July 10 th Board Meeting	6-25-08
Patty	Review the current Capital Purchase/Wish List and report to Board	6-25-08
Ed	Send information on Master Declaration and Bylaw amendments to Board	ASAP
Darlene	Amend the Owner Cardholder Form to include waiver – Ed to approve	ASAP
Staff/Tennis Committee	Implement Tennis Committee directives: Sign-in sheet, guest fee/punch card, etc.	5-15-08
Marlene/Darlene	Finalize Committee Descriptions (include Communications plan) and post on website	7-1-08