

SHOAL CREEK FARMS HOMEOWNERS ASSOCIATION  
SPECIAL MEETING  
Monday, February 18, 2016  
Whit Davis Elementary School  
7:30-9:00 PM

Board Members Present:

Sharyn Dickerson- President  
Ron Sims- Vice President  
Janine Durden- Secretary  
Asa Boynton- Member  
Gary Adcox- Member  
Vicki Robinson- Member

Board Members Absent: Joy Barrett, Treasurer

Meeting was called to order at 7:35 PM by Sharyn Dickerson.

Roll call was taken by Janine Durden, Secretary. See attached list for members present.

Sharyn Dickerson opened by stating that the meeting had been called for the purpose of a vote by members on the following two questions:

Question 1: Beyond already committed legal expenses, should the Board stop using paid legal services associated with opposition to the Dodds' operation of their farm?

Question 2: Should the Board stop opposing the Dodds' farm and instead cooperate with the Dodds on the location of the three hoop houses that are needed to operate the Dodds' farm?

Sharyn then introduced SCF HOA attorney, David Ellison. Mr. Ellison gave a brief overview of the background surrounding the meeting and stated that it is in the Bylaws that decisions related to the covenants reside with the Architectural Review Committee (ARC).

Sharyn Dickerson noted that while the membership has the right to request a vote by petitioning the Board, under corporate law, management is vested in the Board. Under the Declarations, the Board is vested in the ARC; therefore, it is up to the ARC to grant any exceptions, not the membership. Sharyn pointed to Section 3.10 and Section 4.02 of the bylaws and Article III, A; Article IV, Section G; Article VIII, C; Article IV, B; and Article V, A of the Covenants.

Sharyn Dickerson cited Robert's Rules of Order would be followed for the meeting and gave instructions of procedures to the members.

Sharyn Dickerson then presented **Point 1** of the petition presented by Carter and Shelley Dodd:

**"Beyond already committed legal expenses, should the Board stop using paid legal services associated with opposition to the Dodd's operation of their farm?"**

Sharyn stated that the Board's position is that it is our fiduciary responsibility to protect the interests of *all* homeowners; especially when the Dodds have lawyers helping them.

The floor was opened with 2 minutes allowed per person to make statements or questions.

- Hank Joiner - asked about attorney fees. Sharyn responded that the Attorney charges \$150 per hour

- Chris Forsythe - thinks ARC shouldn't have so much power
- Bob Synk - asked what was budgeted for defensive litigation? Sharyn responded that the Board didn't have a budget for that because we couldn't know what that might be and wouldn't necessarily budget for a lawsuit unless we knew one was coming. She reminded him that the 2019 budget for the Association that was approved at the October Annual Homeowners Association meeting was \$2000 for legal services.
- Charlotte Johnston - thinks Dodds can use their own money for legal counsel
- Dennis Rice - Dodds should be able to use their own legal services

A motion was made by John Pickering to move to Point 2 before further discussion and vote on Point 1. Jack Paschal seconded the motion. No discussion. A vote was taken by a show of hands with 27 YES votes and 3 NO votes. The motion carried.

Sharyn Dickerson presented **Point 2** of the petition presented by Carter and Shelley Dodd:

**“Should the Board stop opposing the Dodd’s farm and instead cooperate with the Dodds on the location of the three hoop houses that are needed to operate the Dodd’s farm?”**

The floor was opened with 2 minutes allowed per person to make statements or ask questions.

Sharyn Dickerson- presented the Board’s position on the hoop houses. She read the following statement:

“The Board and other members have voiced the following legitimate concerns about the request that the Dodd’s properties be approved for the operation of a commercial farm and the farm proposal:

- Missing the farm proposal document; application is incomplete
- Non-residential use of properties
- Precedent setting decision
- Property values

I expect most everyone here tonight would agree that it is responsible and fair for the Board to have a copy of the farm proposal in its entirety before rendering a decision. Unfortunately, no one yet has been able to provide that to the Board. In fact, many here tonight have been told the farm proposal includes 3 hoop houses, a well, and ...well we’re not sure what else because no one, including the Dodds, have produced the farm proposal that was supposedly presented to the Board in July. In fact, some members point to the minutes as evidence that the farm proposal was approved, but nowhere in the minutes is there any information on what the farm proposal is nor are there any documents of the farm proposal in any of the Board files.

When someone builds a house, according to the Covenants, the ARC requires them to provide a set of house plans and a site plan. There is no evidence in the HOA documents that they have provided either, and yet everyone keeps pointing to the farm proposal.

At the October 21<sup>st</sup> Annual HOA meeting, neither Dodd nor any of the Board members shared any details about the farm proposal except for the fence. Nine days later, the Dodds submitted a request for hoop houses. This is not transparent and one could say there was intent to keep homeowners in the dark about the full plans for the farm.

The Dodds have stated that they moved their operation from their property in Hull because they need to grow their farm. Question 2 asks for approval to locate 3 hoop houses that were supposedly approved by the Board in the farm proposal. However, the Dodds applied for and received (pending any neighborhood Covenant restrictions) approval for 7 hoop houses from

ACC, but some members have stated that they were told at one of the meetings with the Dodds that they wanted 9 hoop houses. When I met with the Dodds last week and asked them about this they said they want to know how many they could pursue at some future date. Without a complete set of plans for the development of the farm, we don't know what we are truly getting.

The Board needs some certainty of what this project looks like as a whole in order to protect everyone's expectations of what the farm may be when it is fully developed.

**Bottom line:**

- The Dodd's farm proposal is incomplete.
  - There are more questions of what this farm proposal entails than there are answers.
  - The responsibility of the property owner is to present a full proposal to the ARC for review and approval or denial.
  - The Board has a responsibility to follow the Covenants, and the rules of the ARC are that a full proposal should be submitted for review. That has yet to happen.
  - If we allow this piece-meal approach, then we're setting a precedent for any and all future plans that come before the Board for approval.
  - The proposal would need to be compelling to justify approval of business use.
  - This does not mean they would get what they want thought. No one member is guaranteed that. There would certainly still be terms and conditions to meet"
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- Shelley Dodd- stated that the farm proposal was one of the documents provided in Sharyn Dickerson's document to the members and offered copies to anyone present
  - Steve Moorman- stated that a full proposal was provided and voted upon in approval
  - Linda Law - asked if the Dodd's proposal was presented in a formal format and if there are specific requirements for them to do so. Sharyn Dickerson responded by referencing Article IV, Section B, Approval of Plans of the Covenants which states "No building, fence, wall, road, driveway, parking area, tennis court, swimming pool, barn, shed, or structure or improvement or alteration of any kind shall be erected, placed, altered, added to, modified or reconstructed on any unit until the plans therefore and for the proposed location thereof upon the unit shall have been approved by the ARC." Before taking any action requiring approval, they must submit "a complete set of final plans and specifications showing: construction schedule, site plans", and if it's a house, a house plan, etc.
  - Jodi Weber - concerned with tone of Board and why the farm wasn't discussed with entire neighborhood?
  - John Pickering - believes the Board is setting SCF up for a lawsuit
  - Charlotte Johnston - thinks farm never should have been approved but prefers farm over lawsuit
  - Rudy Chimo - thinks the fence is becoming less noticeable and agri-communities are becoming more popular
  - Cecil Wimbs - Agri-hoods are found in pre-planned neighborhoods, not in already established residential communities
  - Eliana Forsythe - thinks former Board didn't represent neighborhood in their best interest
  - Jeani Goodwin - feels current Board can't change prior Board decision
  - Dale Van Cantfort - feels previous Board made mistake in approval, but current Board can't rescind approval
  - Eric Weber - wanted to know what previous Board was thinking
  - Asa Boynton – clarified his position as a board member stating that he understood that the Board approved the farm but that the Covenants had to be met and that was the reason for drawing up

an agreement; his vote against the farm wasn't about the farm, he mostly didn't like aesthetics of hoop houses

- Cindy Hickson- agreed with Asa's understanding of the Board's actions
- Hank Joiner - doesn't believe property values will be affected by farm
- Gail Chimo - expressed division of the neighborhood should be resolved
- Dennis Rice - we must work with the covenants
- Elaine Synk - asked if farm wasn't approved, then why was the fence?
- Asa Boynton - stated there was approval for the fence with conditions
- Carter Dodd - stated he had approval for the fence
- Asa Boynton- rebutted stating that the fence was part of the agreement
- Jodi Weber - asked Vicki Robinson for her input
- Vicki Robinson - said felt there was approval for the fence.
- Steve Moorman - provided background on Dudley ownership problems, noting the issue was mostly about Dudley enclosing his two-car garage when the Covenants require everyone to have a two-car garage
- John Hickson - brought up issue of possible curb cut on Morton Road
- Cecil Wimbs - stated Dodd's plans are bigger/ different than Dudley's
- John Pickering - wants positive response moving forward
- Cecil Wimbs - questioned votes against Dudley

With no further questions or comments, Bob Synk made a motion that the Board stop opposing the Dodd's farm and instead cooperate with the Dodds on the location of the three hoop houses that are needed to operate the Dodd's farm. The motion was seconded by Jeani Goodwin. With no discussion a roll call vote was initiated by Janine Durden, Secretary. Proxies were counted and confirmed by Denise Sims. The results were **37 YES** and **29 NO**. The tally was confirmed by Sharyn Dickerson and Hank Joiner.

Discussion followed on how to vote on Point 1 since the meeting time was running short. After some discussion, it was unanimously agreed that all parties would provide the same vote as they did on Point 2. **Point 1: 37 YES and 29 NO**

Rudy Chimo made a motion to adjourn which was seconded by Steve Moorman. With no other discussion, the motion passed unanimously.

The meeting was adjourned at 9:11 PM.

Alexeev (P)	Y	Robinson	Y
Allen, Johnson	N	Selick	Y
Anderson	Y	Sims	N
Adcox	N	Smith	Y
Bahr (P)	N	Stevens	Y
Barrett (P)	N	Synk	Y
Beahan (P)	N	Tatum (P)	N
Boynton	N	Thacker (P)	Y
Chimo	Y	Thompson	N
Coyne (P)	N		
Crowe (P)	Y	Town	N
Curry (P)	N	Tyson	Y
Dailey (P)	Y	Van Cantfort	Y
Delinsky (P)	N		
Dickerson (P)	N	Vaughn (P)	N
Dodd	Y	Villalobos	Y
Dovorany (P)	N	Wang (P)	N
Durden	N	Weber	Y
Easom	Y	Wheeler (P)	Y
Edwards (P)	N	Wimbs	N
Evans	N	Wolfe (P)	Y
Flick	Y		
Forsythe	N		
Gardner (P)	N		
Gazlay	Y		
Gill (P)	N		
Goodwin	Y		
Hassan (P)	N		
Hickson	Y		
Holden (P)	Y		
Houston (P)	Y		
Howard (P)	Y		
Johnston	Y		
Joiner	Y		
Krahl	N		
Law	Y		
McMullin (P)	N		
Moorman	Y		
Paschal	Y		
Pickering	Y		
Ponsoldt	Y		
Poss (P)	Y		
Powell (P)	N		
Price (P)	Y		
Ramey (P)	N		
Reinert	Y		
Rice	Y		