

The annual meeting of the members of the High Park Road Association was held at the Cedaredge Community Center on October 27, 2007.

The meeting was called to order by Gary Fischer.

In attendance: Richard Belden

Jim Brown (attorney)

Roger and Betty Bulla

Steven Burr

Mindi Conerly (attorney)

Michael Keune

Gary Fischer

Mark and Judy Fairchild

Daniel Gates

Steve Letterhos

Mrs Letterhos

Bruce and Tanya Marvin

Hugh Osborne

Ward Rabb

Ed Seubert

Dawn Sudmeier

Reese Wagner

Diane Wilkerson

Mike Zubowicz

Represented by Proxy:

Charles T. Frey Estate (Proxy to Gary Fischer)

Seubert Children (Proxy to Ed Seubert)

Stefvanie and Eamonn Kerrigan (Proxy to Mark and Judy Fairchild)

Dispensed with reading of the minutes from the last meeting.

Dawn Sudmeier submitted a written motion requesting that Unit No. 1 be removed from the Road Association (see attached). Mindi advised that the question needs to be referred to the Board of Directors for further research regarding historic, technical and legal issues.

Motion by Hugh Osborne - Table the issue until next annual meeting and authorize the board to research the matter. Second by Steven Burr. Motion carried.

Dawn Sudmeier stated that this current meeting can't be considered an annual meeting because it is not being held in June as required by the By Laws. This meeting must be considered a special meeting.

Mindi recommended that this meeting continue as the annual meeting.

Board of Director member elections were held for the position currently held by Gary Fischer:

Nomination of Gary Fischer by Ward Rabb, seconded by Dan Gates.
Nomination of Matthew Seubert by Ed Seubert, seconded by Hugh Osborne.
Gary Fischer elected by majority vote.

Discussion regarding Jim Root's standing to serve as a Director:

Ed Seubert – He is a partner in Cedaredge Park Development (CPD).

Jim Brown – CPD can only have one representative on the Board.

Mindi – He should continue as director until he either resigns or his term expires. On issues where the High Park Road Association (HPRA) governing documents are unclear or silent, the Common Interest Ownership Act (CIOA) applies.

Jim Brown – Removal of a director can only be done after adequate notice prior to the meeting.

Richard advised that each year the following routine maintenance should be performed:

1. Grade the roads.
2. Clean the drain ditches.
3. Add gravel in places where it is needed.

Dawn requested a cost/mile.

Dan Gates – There is a need for a culvert and drain ditch where the security gate was previously located in order to keep the runoff water from running across the road.

Dawn Sudmeier – They get their irrigation water by means of the road drain ditch. That ditch needs to be kept functional. requested that Richard – Every year the road will have to be graded and the drain ditches cleaned.

Mike Zubowicz – There is a low spot and soft area on Squirrel Rock Road that needs to be taken care of.

Ward Rabb – The culvert for the Easement No. 9 crossing of the Granby Ditch is too small.

Gary Fischer advised that the section of road crossing F/F property will be completed shortly and that they intend to turn the road over to HPRA for administration and maintenance as soon as it is completed. After some discussion regarding the need for a process to accept completed sections of the road, Ward Rabb and Hugh Osborne volunteered to perform a final inspection of the road after completion. Gary advised that he will definitely try to address any legitimate, significant concerns that are raised, but F/F has the right to turn over the road to HPRA once F/F concludes that it is completed in a satisfactory manner. There was a consensus agreement that all concerns regarding completion of the road will be given to Ward and Hugh who will pass them on to the developers.

Discussion regarding amendments to the governing documents:

Mindi – She submitted proposed modifications to the Board of Directors in November, 2006. There have been about 100 emails between the Directors and her. She will not proceed further until the Board reaches a consensus and provides a single set of comments to her. She will also

neither respond to communication from nor take direction from an individual Director. Most of the focus should be on the By Laws. There should be little grounds for unresolved disagreements over the Articles of Incorporation and By Laws. The modified documents that she has proposed are very standard. The goal needs to be for the Board of Directors to propose a set of modified documents to the Membership. Once the Board agrees on comments regarding her proposed modifications, it should not required much of her time to respond and complete them.

Jim – There have been dynamics among the Board members that have made it very difficult to reach a consensus.

Dawn – Since the Board appears to be stalemated, consideration should be given to selecting another committee to work on them.

Mindi – It is permissible for members to propose modifications, however, she can't give counsel to members regarding changes to the documents. It is okay for the Board to circulate her suggested modifications to the membership for their review and comment if they so desire.

Gary – The Board has been working on reviewing the documents and is in agreement on most things.

Mindi – Suggest that all Board members be copied on all emails, that there be no pertinent communication between only two of the Directors. Perhaps the Board could return to the membership with a two-pronged document – one with the items over which there has been agreement and one with the items which could not be resolved.

Ed S – Prefers the freedom to communicate with individual Board members rather than all at once.

Mindi – There will be much more potential for disagreements over modifications to the Covenants and modifying those should come last.

Discussion regarding the proposed budget:

Dawn Sudmeier asked how many miles of road will be completed this year. Richard Belden responded that about 7.3 miles of CPD and Fischer Frey Partnership (F/F) road will be completed this year plus spur and access roads for a total of approximately 8 miles. Next year an additional 3 miles of the Williams Creek Road will be completed.

Discussion concerning whether or not to collect a reserve fund.

Ward prefers to have a reserve fund so that there are no large assessments. Dawn prefers that there is no reserve fund.

Mindi – It needs to be clarified whether any reserve fund is for a specific budget item or for general operations.

Motion by Ward to accept the budget and assessments proposed by the Board of Directors for a \$300/unit assessment for 2007/2008 with any amounts exceeding what is needed for operation and maintenance to be held as a reserve for general operation. Second by Steven Letterhos. Motion carried.

Gary – The HPRA website is <http://hpra.tripod.com>. It is a free website but there are sponsor advertisements. The contact information for the HPRA will be placed on the website.

Dan - The new gate code will be 2424.

Reese will fix the gate.

Ed S – Are there people willing to serve on the Board of Directors? Ward, Dawn, Hugh, Clayton Frazier and Steven Letterhos all expressed interest.

Gary – Reminder that all building construction requires prior architectural approval from the Board of Directors. All members who use the road for access during the winter must sign a winter road use agreement. There is a limitation that a unit owner cannot have a mobile housing unit on the property.

Dawn – Temporary housing provisions should be by Board of Directors' approval.

Reese – They will be starting construction and think it will take about 6 months to complete. They will need a winter road use agreement.

Steven Burr – There needs to be a provision for temporary housing during construction.

Reese – There should be a covenant provision which addresses fire protection issues for construction.

Meeting adjourned by consensus.

Submitted by:



Bruce Marvin
Secretary/Treasurer
High Park Road Association

High Park Road Association

Motion-Members Meeting-Oct. 27, 2007

Resolved that the property owned by James Moorhead and Dawn Sudmeier at 20092 High Park Road be removed from the membership of the High Park Road Association.

History and Reasons:

- The property was not included in the original High Park Road Association. All of the original governing documents describe the association as 50 properties of 35 acres.
- During the 1990's there was an agreement for a road easement across this property from the current location of the mailboxes to the original gate location. This agreement was between the Entoss' and HPRA. The Entoss' purchased the property from Edwin Fisher.
- The easement is still in place. This motion has no effect on the easement.
- John Shireman purchased the property in 1999. He abandoned the original driveway access from the county road. As the lower part of the private road was built, the Shireman driveway was changed to access the property from the easement. The property appears to have been added to the HPRA in 1999. The revised Common Interest Community Declaration reflects the differences of Unit 1. •
Differences include the lot size of 13 acres and the southwestern architecture. The gate is located at least 3/10s of a mile above the driveway.
- The property owners use less than 1/10 mile of the private road. Every vehicle using High Park Road uses this same portion of the road.
- If the property can be added to the Association, it can be removed.
- Assessing this property for access to High Park Road is unreasonable, excessive and unnecessary. As stated above, the easement is all that is required.

HIGH PARK ROAD ASSOCIATION
2007/2008 PROPOSED BUDGET

	2006/2007 ACTUAL	2007/2008 PROPOSED BUDGET
Annual Road Maintenance	\$775.00	\$12,000.00
General Maintenance	\$245.06	\$300.00
Insurance	\$1,766.00	\$1,800.00
Legal	\$2,580.00	\$2,600.00
Miscellaneous	\$45.00	\$100.00
Total Proposed 2007/2008 Budget		\$16,800.00
Less 2006/2007 Remaining Balance		(\$4,810.12)
Budget Shortfall To Be Satisfied From Assessments		\$11,989.88
Assessment For Reserve Fund		\$2,710.12
Total Proposed 2007/2008 Assessments @ 49 Units		\$300.00 /unit

Fischer and Frey
C/O Gary Fischer
2800 Saint Joseph Drive
Concord, CA 94518

To the members of the High Park Road Association:

This letter is to inform the members of the High Park Road Association that Fischer and Frey Partnership has completed the portions of the original High Park road that crosses its property and that provide access to units originally held by Fischer and Frey. Fischer and Frey intends to turn these roads over to the High Park Road Association for all future control, responsibility, administration, maintenance and repair. Fischer and Frey intends to make this transfer effective as of the date of the upcoming annual meeting, October 27, 2007, barring the revelation of significant evidence of defects. Fischer and Frey is providing this notification in order to allow affected parties the opportunity to examine the completed work and express any significant concerns at the annual meeting. The completed sections of road are described approximately as follows:

1. Starting at the lower end of the road – Approximately the first .3 miles.
2. Starting again at the cattle guard, located approximately 1.9 miles from the lower end of the road – Approximately 1.7 miles to the end of the road at the hunting lodge.
3. The first 0.9 miles of the spur road know locally as Easement Number 9.
4. Spur roads providing access to units 7, 8, 9, 17, 18, 21, 22, and 23.

Thank you all for your patience while this work was being completed.

Submitted by:

Gary W. Fischer
Fischer and Frey Partnership