

Activity Report – January 2017

January 24, 2017

Meeting with the Board's Attorney, Martin Daesch

Financial transactions:

- January 4, 2017 \$228.00 Chesterfield PO Box - 1 year renewal
- January 13, 2017 \$ 83.85 Sandberg, Phoenix, Von Gontard – Attorney fee release of lien
- January 28, 2017 \$240.00 Margaret Bour – 2016 Trustee Compensation
- January 28, 2017 \$ 72.90 Trustee MB – reimbursement supplies

Activity Report – February 2017

February 7, 2017

The 2017 Trustee Nomination Forms were mailed to the VGT property owners.

Financial transactions:

- February 9, 2017 \$ 240.00 Harvey Rosenberg – 2016 Trustee Compensation
- February 9, 2017 \$ 68.84 Trustee HR reimbursement supplies
- February 17, 2017 \$6,500.00 Terrill Landscape – partial winter common ground clean up
- February 17, 2017 \$ 295.00 Della O. Jay – CPA Board's 2016 Tax filing preparation
- February 17, 2017 \$5,768.00 Onder, Shelton, O'Leary & Peterson, L.L.C. – Attorney fees
- February 21, 2017 \$ 240.00 David Kaplan – 2016 Trustee Compensation
- February 21, 2017 \$ 11.26 Trustee DK – reimbursement Polaris fuel expense

Activity Report – March 2017

March 3, 2017

The Board met to check on the revegetating of the common ground just north of 135 Greentrails after the completion of the Greentrails South Drive reconstruction.

March 8, 2017

The Board extended the Terrill Landscaping contract for the 2017 mowing season.

March 10, 2017

The Board received an update from Christopher Krueger, Senior Civil Engineer of the City of Chesterfield that the contractor for the dredging of the Lake will start to grade out the bagged material and establish vegetation starting the week of March 20, 2017 depending on weather conditions.

March 17, 2017

The Board was contacted by Zachary S. Wolff, Senior Civil Engineer of the City of Chesterfield regarding the update on the project of revegetating the common ground just north of 135 Greentrails Dr. South. Marschuetz partially sodded the area and partially seeded and strawed the area that was further off of the road.

Financial transactions:

- March 28, 2017 \$553.19 Kwik Kopy printing and mailing

Activity Report – April 2017

April 1, 2017

The Board toured the VGT Common Grounds for a total of six (6) hours with the five (5) candidates running for the Trustee positions.

April 18, 2017

The Board met to discuss the agenda of the VGT Annual Meeting and election procedure for the Trustee election.

The Board approved the 2017 Lake Management contract.

Financials transactions:

- April 5, 2017 \$400.00 refund of assessment overpayments
- April 24, 2017 \$120.78 Kwik Kopy printing
- April 24, 2017 \$150.16 Trustee HR – reimbursement postage & Post-Dispatch ad
- April 24, 2017 \$ 17.00 Trustee DK - reimbursement Polaris fuel expense

Activity Report – May 2017 Revised

May 1, 2017

The Village of Green Trails Board of Park Trustees Annual Meeting was held at Chesterfield City Hall.

The election of three Trustees for the June 1, 2017 – May 31, 2021 term was held.

The following candidates were elected:

Mary Monachella, Scott Masterson and Tom Hornung

May 11, 2017

Trustees David Kaplan and Harvey Rosenberg with Zac Terrill of Terrill Landscaping, Inc. toured the common grounds to view the storm damage and to determine the necessary clean-up of the common grounds.

May 22, 2017

Bob Williams was appointed to the Board as Trustee for the remainder of the June 1, 2015 – May 31, 2019 term.

May 24, 2017

Trustee Harvey Rosenberg toured multiple erosion areas on the common grounds with DJM Ecological Services.

May 25, 2017

Harvey Rosenberg resigned his position as Trustee.

Jon Viglione was appointed to the Board as Trustee for the remainder of the June 1, 2015 – May 31, 2019 term.

Financial Transactions

- May 4, 2017 Terrill Landscape \$4,784.00
 Lake Management Services 384.00

- May 23, 2017 Chas. DeWitt Ins. Agency Inc. \$7,269.00
 Lake Management Services 480.00

- May 30, 2017 Terrill Landscape \$2,808.75
 Harvey Rosenberg 40.00

May 1, 2017 Annual Meeting

In attendance (property owners who entered their name in the sign in register)

Cathy Rosenberg	Scott Clayman	John & Barbara O'Brien	Sally & Jack Crowley
Sandy Moody	Joan & Stan Mengwasser	Erv Schmitz	James Lindsley
John Birtwistle	Kurt & Donna Kruger	Carl & Jan Hermann	Ryna Hart
Eugene Corn	Joe & Carrie McCaffrey	Shirley Horel	Mike Horton
Steward Rayfield	Thomas & Jane Hornung	Stephanie Corley	Bob Williams
Paul Amsterdam	Anita Chastain	Tom & Evelyn Kurtz	Mary & Terry Monachella
Alan & Joan Brown	Scott Masterson	Margaret Langa	M. Bour
Arlo Curtis	John Hank	Steve Iverson	Jackie Scott
Brent Mansell	Jon Viglione	Jane Durrell	Frank Agovino
Richard Enderle	Danielle Smith	Jason & Brittany Berry	Max Inman
Robert Baker	Kathy & Meyer Kranson	John Lamberg	Annette Heller

Meeting began 9:05am

Opening statements by David Kaplan, Trustee and Harvey Rosenberg, Trustee

The Board has been maintaining the common ground. With the assessment payments, the Board can now address the erosion issues, problems on the common ground, encroachment issues, fences that have been built on the common ground and plantings.

The Terrill Landscape contract has been extended for the 2017 mowing season. This contract can be revisited next year or the Board can bid out the contract next year.

Lake Management has been contracted to treat the lake with a monthly weed and algae control program for spot and marginal shoreline treatment; apply alum to precipitate out phosphates and help reduce the algae growth on a regular basis; apply lake colorant to inhibit weed growth and/or for aesthetics.

The partial dredging of the lake by the City of Chesterfield and the reseeding of the sediment that was removed has been completed.

The Board is hoping to have a common ground clean-up and down trees removed when weather permits.

We are a Board that is functioning solely to maintain our common ground and property for everyone in this room. This is the sole purpose of the Village of Green Trails Board of Park Trustees.

Everything that is going on in the Village is a direct result of the antiquated 52 year old Indentures. It is not because of David or I, not former Trustees, or people with bad intentions. This is not a meeting to discuss subdivision issues. This is a meeting about the common ground.

During the course of the remainder of the meeting we would like to give the residents that have questions three minutes to speak. We will not have people yelling, screaming or having disagreements. It is not necessary. David and I are not the enemy. We are homeowners in the Village of Green Trails.

A resident wanted to talk about the assessments.

Harvey Rosenberg replied that the assessments were changed incrementally since 2004. The assessment was last changed in 2014. \$50 to \$100, \$100 to \$150, \$150 to \$200 is how the assessments were changed incrementally. In 2009, 99.7% of the 635 property owners paid \$100. In 2010, 99.5% of the owners paid \$150. The increases took place according to historical applications. The assessments increased long before David & I were on the Board.

We have a great Village. Residents have paid the assessments from \$50 to \$100 to \$150 to \$200. Even with all the misinformation, 86.5% 549 VGT residents paid \$200 in 2014. Historically, the Board voted to raise the assessments as a direct result of the needs of the common ground; mowing, fixing erosion, bridges on the verge of collapsing. There are a lot of things on our property we are liable for. We have taken many people on the common ground and all the five nominees have viewed the common grounds. They have all seen the problems that exist. Consequently, the people running for office know what is in front of them.

Jack Crowley spoke about his property issues with his neighbor. The Board originally told him that his issue was between him, his neighbor and the City.

Stephanie Corley asked about the financial statements. 2015 and 2016 shows only capital balance sheets, not retained earnings, net worth or income loss. In 2015, there is an expense she did not understand; it was a transfer/overage of \$122,393, listed as an expense which resulted in a loss. She emailed the Board two times asking for financial information. Did the Board have a CPA and also questioned the upkeep of the common grounds regarding down trees.

David Kaplan responded that the transfer is listed as an expense. The Board's CPA does the tax returns.

Kurt Kruger thanked the Board for their service and asked if there was a third Trustee. He has suggested over the past year, the Board provide at least three years of financials statements. We have had conversations about the post card mailings. The Board has had issues with legal fees. The Indentures are outdated. What steps was the Board taking presently to update the Indentures? It is not expensive and you have the money. There will be 5 Trustees on the Board. We can elect four Trustees today so there will be six.

Harvey Rosenberg answered that Kurt would have to ask the former Trustee directly their reason for resigning. It was a personal matter. The Board sent out postcards to get a feeling on amending the Indentures, to find out what was the pulse of our residents in the Village. There is a cost involved to amend the Indentures. We sent out three post cards, everyone in this room received at least two, some received three. The results of the ballot mailings were 310 residents 49% voted yes to amend, 127 residents 27% voted no, & 155 residents 24% did not reply to the mailings at all. The Indenture requires 2/3 of the property owners for approval.

David Kaplan stated part of the increase from \$150 to \$200 was to use some of that money to modernize the Indentures. The whole goal is to modernize the Indentures. People complain about lots of different items in the Indentures. The Indentures do not give the Board the ability to hold modern day elections by mail vote or any other format. At present, nothing is being done to amend the Indentures. We are putting on hold amending the Indentures until the new Board comes on board. The election today is for three trustees for a four year term. This is held every two years.

Mike Horton asked about the vote by the post card mailing and asked if that was the post card where we voted for the \$200 and subsequent post card mailings that were sent to specific people to vote. Some people got a second chance to change their vote. The third mailing went to some of people.

David replied the third mailing went to the residents that did not respond to the previous mailings.

Harvey Rosenberg responded the reason the post cards were mailed was to check the pulse of the Village to see if they would be interested in going forward to amend the Indentures. It has nothing to do with the assessment. The percentage of the people that replied to that point was stated earlier.

A resident said she had two questions. The first one was about the common ground. The hand out states the common ground has an ongoing hazardous environmental issue that needs attention. Also, can the Candidates identify themselves and speak to the audience?

Harvey Rosenberg answered the Board did an environmental cleanup. Thousands of pieces of dumping were removed from the wooded area; 50 gallon barrels of oil, old car engines. It was disgraceful. The Candidates can speak at the end of the meeting.

David Kaplan stated if someone were to walk the common grounds, they could get injured by the rusted things still remaining in the common ground. There is still a lot of work to be done.

A resident said the candidates should communicate with the residents. The type of communication the Board was sending to the property owners was too legal. The mailings have to be clear and detailed.

Harvey Rosenberg replied there are 637 property owners that the Board answers to. The Trustees answer phone calls and address problems every day. Next time the mailing will be clearer.

David Kaplan responded that a 2 -3 page mailer costs about \$1,000 to \$1,200. The Board tries to save on that expense.

Anita Chastain from Montessori School spoke about the Board trying to operate within the integrity of the Indentures. She said she gets 70 votes. She asked if she voted today, will the Indentures be followed. She said that she gets 70 votes.

David Kaplan answered the Indentures will be followed and Montessori School does not get 70 votes.

Harvey Rosenberg stated Montessori gets 3 votes, one vote per parcel.

A resident questioned if the Board has legal access to our common ground behind Montessori School.

David Kaplan replied the Board currently does not have legal assess.

Anita Chastain responded that they offered legal access and there was no action from the Board.

David Kaplan asked Ms. Chastain how much money Montessori School wanted for that legal assess. The Board does not have the ability to pay for access.

Anita Chastain did not know what the amount was and asked the Board if they were trespassing right now when the Board goes on to the common ground?

Harvey Rosenberg responded to Anita Chastain the she wanted \$5,000.

Anita Chastain said the \$5,000 was to cover the legal fees.

Harvey Rosenberg answered that it was just for the access to the common ground.

David Kaplan stated that MODot volunteered to pay all the legal expenses, write the easement, do the surveys and then you requested \$5,000 for that to take place and you said without that \$5,000, it would not take place.

Jane Durrell asked that people who speak give their names and address. Are minutes being taken?

Max Inman inquired what do the Indentures say about when the election of Trustees take place, is there a maximum number of Trustees that can be elected each election. What do the Indentures say about filling an empty seat? Why can't residents vote either by proxy or mail?

David Kaplan replied the election is for three seats, every two years for a four year term. Per the Indentures, the Board can fill an empty trustee position. The Indentures do not allow vote by proxy or by mail. The Indentures need to be amended.

Margaret Bour spoke about the voting procedure. She would like the ballots to be mailed to the residents. She is thinking about what is best for the common ground and the care of the common ground. There are so many people that want to be part of the voting that can't do it today, people that can't leave their house, they are elderly. How are we going to get a good representation of the people's wishes if we don't allow them to vote? She wants the right people in office. It could be voted on.

David Kaplan responded in the future, the Indentures could be changed. We cannot change the voting now by not following the Indentures.

Harvey Rosenberg answered the Board has limitations as to what the Board can or cannot do because of the Indentures. The Board is criticized whether the Board does or does not do something. The Board put the ad in the paper announcing the election, following the Indentures. It is an archaic way of doing things in today's world. The nominees have stepped forward to become Trustees and have put time and effort in becoming Trustees. They deserve the opportunity for us to vote for them. David and I have no vested interest. Enough people are in this room to elect the new Trustees. The point you are making is not falling on deaf ears. It is the timing. I think it would be inappropriate with all the effort these candidates have made.

Robert Baker, a new resident, stated he needed information. He has not been able to find where the Indentures are, what the Court settlement was. He had three different communications. The Board members need to have an open meeting, so the Board members can put all things in perspective.

David Kaplan stated he should have received a copy of the Indentures when the home was purchased. That is the title company's responsibility. The Indentures are also available on the website. Regarding the Court case, the Judge listed what the Indentures said, gave the money back to the Trustees and did not decide what the assessment should or should not be.

David Kaplan asked Steve Iverson, who was a Board member in 2004 when the assessment was first raised from \$50 to \$100, if he could explain how the assessment increases were initiated.

Steve Iverson answered that Carl Herman was also a trustee in 2004. Irv Zwibelman was the Chairman of the Board at that time, he was an attorney and most of the Board members were relying on Irv to keep everything on the straight and narrow. His position was that the Board basically had little or no power, which I intend to agree with. The Board was responsible for maintaining the property that was conveyed to them. There are a lot of questions what was actually conveyed to them, what the real powers are. It is my position that needs to be legally investigated. They brought in an unpaid attorney. She said the Board might be able to raise the assessment. Try it and see what happens. It was done imperfectly, done with dissent. Nothing really did happen at that point. Nobody brought suit, no one disagreed with it. And that was because it had been \$50 for about 45 years. People were in the mindset that it had to go up. People in general said we can deal with that. Meetings and elections were not being held per the Indentures. That is the basic way the first one was tried.

The second one in 2010 had a different attorney. The Chairman Frank Agovino represents the homeowners that the Board had legal authority to unilaterally change the assessment. It's in writing, go back to the 2010 minutes. I have a copy of a letter sent to the homeowners. Against dissent, the Board raised that assessment to \$150. Then people said OK, it's not worth fighting over. There were people who started fighting about it. I was not one of them. In 2014, there's legal opinion, that yes in fact, you do need homeowners' to approve an increase in the assessment. And it's not just the Indentures that are at fault here, it is the sub indentures too. The sub indentures have capped a \$50 fee on the Park Trustees

Then a group of people started working to get the Board to agree the Indentures did require a vote. And the Board at that point said we got other legal opinions, you're right, this needs to be amended. They called for an amendment and it didn't pass. And they kept right on going and shut down all communications. From December 31, 2015 there have been no open meetings. They don't answer questions. Indentures clearly state \$50 cap a year. I am personally on record as supporting the Board. My point of view is the Board has to start following the Indentures. Figure out what the all past transgressions were. Bring those to the light of day. Let the homeowners decide whether to forgive all that stuff or not, let the past be the past. Then everyone can go forward. Until that is done I don't believe you can get anything done with amending the Indentures.

David Kaplan replied it is the intention of the Board to change the Indentures to fix the problem.

Sandy Moody asked the audience if they met Mr. Dasech, the Village of Green Trails Board's attorney. What was his legal assessment? How do we raise the assessment? Do we take votes? She also questioned statements about the assessment comments made during the Interpleader negotiation that \$200 was not enough. Was the assessment going to be raised higher?

Martin Daesch answered that yes a vote was taken. It was first taken in 2014.

David Kaplan responded he never said the \$200 assessment was not enough. If we were to repair everything on the common ground that needs repair now, then it would take more money. \$200 is enough for a while; it would just take time to fix all the problems on the common ground. \$50 in 1965 is almost \$400 today.

Carl Herman said that if the assessment is changed to \$200 and that's it, then we are going to run into the same problem again in the future.

David Kaplan stated when the Board was in mediations during the Interpleader, it was suggested putting in a dollar figure and a cost of living escalator clause with a 5% maximum increase. It was a way to find a fix for the fixture, not a one-time repair.

Mr. Brown stated legally we are only responsible for \$50. No legal requirement to pay more for the maintaining the common ground until we change the Indenture and take a vote.

Eugene Corn asked what process exists for amending the Indentures and what input would the property owners have in amending the Indentures? He said there is no confidence in the Board.

David Kaplan replied the future Board will decide how they want to propose an amendment. Any amendment to the Indentures require 2/3 approval by the property owners. The Indentures do not provide a process on how to change the Indentures. There will be three new Trustees elected today. Previously the monthly meetings were open. The reason the meetings are no longer open is because the residents attending those meetings became vulgar and attacked the Board members instead of being civil. The Board decided not to be attacked and hold one open meeting a year per the Indentures.

Kurt Kruger again stated his support for the Board. In all fairness, we are having an election today; there are 5 candidates, three can be elected.

I would suggest that the Board take the fourth highest vote getter and place that person on the Board and have six Trustees, so it doesn't fall on your shoulders. The decisions can be made to represent the entire community and we will have a full Board of six people.

You have the power to do that by your own admission. Take the step, fill it and regain confidence in the Board. You cannot communicate well with only two people on the Board. You are getting defensive. That's not the right place to be. Engage with the individual subdivisions and use those Trustees to get the 2/3 vote and let's get an Indenture passed. Let's get updated on the Indenture. Make that a priority.

A resident spoke that residents have lost confidence in the Board. This Board and the new Board should not worry about amending the Indentures, but communicate with the 637 home owners to regain their trust. Make good financial decisions. Get homeowners to attend meetings.

David Kaplan responded the Indentures dictate the annual meeting is to be held on this day and time. The Board has wanted input from the residents. Your trust has been eroded over the past three years by false information.

Margaret Bour made the following statement: She wanted to comment about people losing faith in the Trustees, not knowing what is going on and not receiving communications.

In 2014, emails stated coming out that misreported what was going on in the meetings. So when people weren't there, they were getting reports from someone in this community that basically was not true. A lot of made-up stuff. I called that person one day and said I was there last night, why does this email say these things. And that person said to me because we want to make the Trustees look bad. The Trustees have been harassed, lied about, since 2014.

As far as communication goes, every activity report in 2016 recorded every activity on the Board, every expenditure, every grounds project, every financial concern, everything was recorded. There's more information in the activity reports that has ever been in the meeting minutes. It is all there. You can take item by item and match it up to the budgets and the financial reports. The information is more extensive than it's ever been in the past.

The problem is that false information continues to be distributed in this community. There are hundreds of emails that have originated basically from one source that are not true. Stories, outrageous claims, allegations, and accusations that is absolutely not true. A lot of people in this room have received false communications and it's really sad that people have lost faith in people who have worked so hard on the Board to take care of the grounds. Those two gentlemen have done an excellent job of taking care of the grounds.

There has not been one cent of money that has been misdirected; the grounds are better than they have ever been before. The grounds are more useable then they ever been before. The grounds are cleaner and healthier. They have done an excellent job.

I have seen hundreds of emails that have lied about these people, lied about me, lied about Scott, lied about Frank, and that's what going on.

You might as well hear the truth. You have heard a lot of bad information and it's really sad this is what is happening in this wonderful community that we all really love and it's a shame that it's being tainted by lies and deceit.

Meeting ended 10:13am

Village of Green Trails Park Board
Meeting Minutes
June 14, 2017

The meeting was called to order at 7:00 p.m.

Trustees David Kaplan, Bob Williams, Scott Masterson, Tom Hornung and Mary Monachella were present. Trustee Jon Viglione was absent.

David Kaplan chaired this meeting. He began by leading a discussion about the board positions of Chair, Secretary and Treasurer. After some time discussing the options, nominations began. Jon Viglione was nominated as Secretary by Bob Williams with the motion seconded by Scott Masterson. He was elected with 4 yes votes with David Kaplan abstaining. Mary Monachella was nominated by Tom Hornung for Chair with the motion seconded by Scott Masterson. She was elected with 4 yes vote with David Kaplan abstaining. Tom Hornung was nominated for Treasurer by Mary Monachella with the motion seconded by Scott Masterson. He was elected with 4 yes votes with David Kaplan abstaining.

Our new treasurer, Tom, is a CPA. The next discussion concerned handling the financials. The Board uses Montgomery Bank. Tom will be primary on the account and use on-line banking to pay the invoices. Tom will down load the monthly bank statements, and update the spread sheets for receivables and expenses. All invoices will be approved by a majority and noted in our meeting minutes. David passed out discs with the last few years of financial statements and records. Bob will also be on the bank account. David, Tom and Bob will arrange a time to go to the bank to make the necessary changes. All assessment money is sent to a post office box. Tom and Scott will have keys to the box.

Currently the Board does all financial record keeping, composes the financial statements, and prepares items for mailing. A CPA (not on the board) does the taxes. Sometime in the future we may be able to use a service such as City and Village.

David reported that our insurance policy covers all items and is paid up for the year.

Next we considered a possible change in attorneys. In order to form an opinion, all agreed to hear ideas from two attorneys, Martin Daesch and Todd Billy. Todd Billy was recommended to Mary as the former partner of retired community association expert Martin Nodiff. The recommendations first came from Trails West trustee Stan Mengwasser and attorney Rich Edwards of Ladue Woods. Presentations/interviews will scheduled July 11 and July 12 if possible.

Grounds:

Frank Agovino sent pictures of 5 dead trees by the lake behind his property at 14611 Laketrails Court that he thinks should be removed as they might fall into the lake. Also there is a dead tree behind the Heckman property that the owner thinks is a hazzard. David, Scott and Bob will look at both properties and determine what action, if any, is necessary.

The trustees were presented with a proposal by DJM Ecological Services, Inc. for Streambank Repair and Slope Protection for the Village of Green Trails Park at 14058 Boxford Ct. See attached proposal. This estimate was requested by trustee David Kaplan and former trustee Harvey Rosenberg on the recommendation of erosion expert Guy Litteken. Scott will procure more bids and advice on this situation.

The washout area in question on Boxford Ct is filled with dead trees and debris adding to the problem. It is also difficult to see clearly what, if anything, needs to be done. David made a motion to accept Terrill's bid of \$1690 to remove dead trees and debris from this area before Scott gets more bids. The motion was seconded by both Tom and Scott and passed with all in favor.

David passed out Harvey's summary of the May annual meeting.

Mary moved to adjourn as it was 9:50. Bob seconded and all were in favor.

**Village of Green Trails
Board of Park Trustees
Board Meeting 7/17/17**

Chaired By: Mary Monachella

Attendees: David Kaplan, Tom Hornung, Bob Williams, Jon Viglione, Scott Masterson

Meeting began 7:00pm

Minutes

- Approved previous meeting minutes (June Board Meeting)
- Tom moved, Jon seconded, accepted unanimously
- Previous May activity notes will be amended next meeting by David/Bob
- Annual meeting minutes still need to be approved: David will approve

Grounds Issues / Owner issues / Financials

- Discussed bids for Laketrails Court tree cleanup. Two bids received and will be proceeding with low bid by NPB Services
- NPB Services bid was 14611 Laketrails bid at \$1300, 14687 Laketrails bid at \$600
- Bob moved, Scott seconded, Unanimously approved
- Boxford Court erosion issue deferred until next meeting for bid review.
- Discuss Greentrails Drive North tree cleanup and fence repair including board liability
- Insurance claim not necessary as cost to repair is less than deductible
- David informed board about previous legal discussion around board liability. If the tree was dead and the board knew of it or should have reasonably known, the board is liable for tree removal and and property repair.
- Board discussed a recommended policy which includes scanning common ground for dead tree risks to become aware, asking owners to communicate to us if they see issues, and paying for dead tree removal in all cases but only paying for property damage when the Village is liable.
- 141 Greentrails Drive North getting bids from NPB and Terrill
- 111 Greentrails Drive North getting bids from NPB and Terrill
- Board will approve ASAP via email communication
- We have two pending bills - both approved by prior contract - for Lake Mgmt Services \$335 and Terrill Landscape \$47xx
- Discussed general policy that secretary will keep a copy of contractor's insurance along with the bid

Communications

- Board discussed replying to homeowner emails. We should be respectful to each other in dissent and attempt to see if we have board consensus prior to responding if possible.

Assessments / Collections

- Board discussed the purpose of the 2017 assessment. Two lawyers advised we should bill only what is necessary to maintain the grounds until we can amend the indentures to allow for a different strategy.
- Board reviewed multiple years of expenditures to determine conservative maintenance needs for 2017. \$150/year seemed to be too tight. We passed a \$160/owner assessment for 2017.
- Mary moved to bill \$160 for 2017, Jon seconded, Tom / Scott / Bob affirmative, David against (5/1 pass)
- Jon V to start communication process, Tom (presumably) to ensure budget document supporting \$160 is ready
- The board will delay decision on collections of past due assessments until next meeting at least

Legal Issues

- Discussed the two attorney interviews. The consensus was to interview at least one more attorney prior to making a decision.

Other Business

- We have been advised to hire a title company to look into ownership and warranties on parcels of common ground not titled to the Village.
- Tom to contact Investor's Title and St. Louis Title to research ownership. Jon will help as requested.
- 14217 Forest Crest has had cars parked on lawn. Bob will contact chesterfield code enforcement.

Mary moved to adjourn, Tom seconded, meeting ended at 9:40pm

Submitted by Jon Viglione

VILLAGE OF GREEN TRAILS BOARD
MEETING MINUTES
August 9, 2017

Chaired by: Mary Monachella

Attendees: Tom Hornung, Jon Viglione, Scott Masterson, Bob Williams

Absent: David Kaplan

Meeting began 7pm

Approve July 12, 2017 minutes

- Tom motioned, Mary seconded, all approved
- Jon confirmed that May annual meeting minutes and May activity report were updated per last meeting's minutes

Consider hiring a new attorney

- Tom shared potential attorney to interview, Jeffrey Schmitt of Danna McKitrick
- All agreed to proceed with one more interview based on materials circulated by Tom

Approve final 2017 assessment bill with letter and mail

- Tom moved to approve billing communication (3 pages previously distributed by Jon). Scott seconded, all approved
 - Need to get the 4th page, bullet points about dumping, dead trees, etc. Tom to find and send to Jon (or email if electronic copy found)
- Jon to work with Kwik Kopy and we'll get invoiced to get communication sent out. Tom can help
- Jon to keep excel spreadsheet with addresses and names updated with info from recent home purchases from Mary

Reports on grounds/owner issues

- Official ownership of common grounds
 - Tom found warranty deeds and quitclaim deeds for 95%+ of questioned acres and is relatively confident that the rest are titled appropriately just difficult to find. The VGT Board of Park considers the issue closed and will operate under the premise that these 135 disputed acres are legally under our care.
- Bills paid
 - Lake Management services (under contract)

- June service Invoice #16165 for \$437
 - July service Invoice #16304 for \$323
- Terrill
 - Mowing Invoice/ #4991 for \$6,116
 - Mowing Invoice #5161 for \$4,809
 - Boxford debris cleanup Invoice #5155 for \$1690
 - Spraying rip rap & trees Invoice #5145 for \$340
- Vendors/policy on bids
 - Board discussed how many landscaping companies to keep for project bidding. We will try to keep two companies on hand for landscaping work and divide business so both companies remain interested in doing work for us and to promote competitive bidding.
 - Board discussed procedure for fallen trees...board suggests no need to haul away trees unless a specific need is identified (i.e. in a walking area, etc.)
- Mowing frequency
 - Current contract would allow us to “call off” the mowing if we wished. Scott will discuss with Terrill. First, would Terrill be able to make that decision as opposed to the board calling him and asking him to bypass mowing. Mary commented that previous minutes show this strategy was implemented in 2012 and funds committed to mowing but not used were put towards other work by the mowing company (i.e. tree removal).

Report on financials

- CMA currently managing account at Alliance Association Bank. Tom called to get it transferred to Montgomery Bank. CMA contract went through March 2018 but we have not paid or been serviced since the interpleader Tom will try to get more info regarding termination agreement. Balance is \$7657
- Posting Financials to the website
 - We discussed posting the following three documents including a final budget at end of year
 - Cash Activity Statement
 - Income Statement
 - Balance Sheet
 - Jon will convert to PDF and post (after getting website access from David)

Determine spreadsheet adjustment for past assessments

- Board discussed how to charge for unpaid balances carried over from 2014-2016 assessments. No conclusion was reached by the board.

Other new business

- Scott Masterson will talk to the environment company who bid on the Boxford erosion issue. Bid was ~ \$16k and we will not proceed without another bid and the project in budget.
- Scott will find another company for bidding on environmental/erosion issues, Bob will assist with discussion of multiple situations with bidding companies
- Darla is currently maintaining safe deposit box from 2015 vote
 - Mary moved to move safe deposit box from Darla to us, Tom seconded, All approved
- Scott inquired about on service records for UTV and will check with Frank at Mobil to receive service records
- Tom stated that the Country Club Grounds bridge is in poor shape. Should we padlock it? Scott to talk to David and Terrill regarding who is using bridge and if trucks are going across it and then we can discuss next meeting.

Adjourn

- Jon moved to adjourn, Tom seconded, all adjourned 8:43pm

Submitted by,
Jon Viglione (Secretary)

VILLAGE OF GREEN TRAILS BOARD
MEETING MINUTES
September 13, 2017

Chaired by: Mary Monachella

Attendees: Tom Hornung, Jon Viglione, Scott Masterson, Bob Williams, David Kaplan

Meeting began 7:05pm

Approve August 9, 2017 minutes

- Mary moved to approve August 9 minutes, Tom seconded, all approved

New Attorney Update

- Board interviewed four firms and selected Jeff Schmitt of Danna McKittrick (4 approved, Bob and David abstained). The vote occurred after meeting with attorneys not during this board meeting. Bob and David did not vote as they were not present for all attorney interviews.

Grounds Issues

- Bills paid
 - Invoice 55234 Kwik Kopy \$480.94 for copies and \$165.23 for assessment mailing unanimous approval
 - Invoice 1208 Nathan Brummitt \$1,900 for 14611 Lake Trails tree removal, clear brush, and cut trunk (\$1,300). 14687 Lake Trails cut and remove tree (\$600), previously approved
 - Terrill Invoice 5261 mowing under current contract (\$5,094)
 - Lake Management Services invoice 16356 for lake treatment under contract (\$442)
- Report on bids for Boxford Court erosion and progress
 - Bob Williams to make two contacts for bids (ASP Enterprises and another company)
- 14370 Ladue Road - Fence encroaching on common ground, Jon to contact regarding if they had a survey.
- 14581 Ladue Road - Fence on top of retaining wall which was built on common ground. Jon to inform residence that fence is on common ground. Board not requesting any action considering the common ground would not be used by other residents and cannot be reached for mowing. Notification of acknowledgement ensures that ground is not ceded to resident.
- 198 Gunston Hall - garden and shed on common ground, Mary to call Chesterfield as permits would be required for a structure of that size.

- 14017 Augusta Dr - creeping bamboo onto common ground prohibits mowing. Jon V to send a letter asking homeowner to maintain and cut back bamboo.
- 14217 Forest Crest - parking issue not continuing. Issue closed.
- Update on Country Club Grounds bridge
 - Board discusses consulting with structural engineer. Bob Williams will show this issue to the various contractors we are contacting for Boxwoods issue above.
- Mowing frequency
 - In the past, the board pre-determined what areas needed honeysuckle control and asked Terrill to work on honeysuckle when mowing not needed. We will revisit next year when contract comes up. Mary to share our plan with Chesterfield. The board believes we should make the call when mowing is warranted or not.
- Dredging - Muck Miners didn't survey whole lake to determine what if any dredging was needed. Mary had contacted another vendor (Magruder Construction). We want to prevent the area from becoming a swamp which requires a certain depth or aeration. Any recommendations will be used to determine deferred maintenance budget for future assessment.

Board discussed focus areas for attorneys regarding indenture amendments

- Initial assessment amount
- Optional annual assessment increases
- Special assessment provision (special voting provision, ideally at a meeting)
- Expansion of acceptable voting methods
- Notification requirements for public meetings and elections
- Election cycle and frequency
- Process for filling empty board positions
- Number of Trustees

Adjourn

- Jon moved to reconvene the meeting on 9/19, Scott seconded, all approved at 9:10 pm

Reconvened 9/19, 6:35 pm

Chaired by: Mary Monachella

In attendance: Tom Hornung, Jon Viglione, David Kaplan, Bob Williams

Grounds Issues

- Mark Aylward suggested we should remove tree at risk of falling. Live tree with exposed roots. Recommend getting a survey and we'll pay for survey if it's on village property. Bob agreed to be point person this issue.
- David to respond to concerns about spikes/wood for erosion control.
- 14324 Bramblewood common area not being mowed. It's surrounded by trees. The board would like to plant some bushes there to mitigate the need for mowing. Forest Relief offers free native bushes. David to lead discussion with owner.
- MSD is going to fix erosion under Diplomat Ln.

The board continued discussion regarding indenture amendment topics for our attorneys

- Assessment increase limits and frequency
- Special Assessment Voting
- Procedures if/when filled trustee positions drop below 3
- Voting provision for future indenture changes
- Voting Provision for commercial properties
- Description of trustee role
- Spending restrictions on the board

Submitted by,
Jon Viglione (Secretary)

VILLAGE OF GREEN TRAILS BOARD
MEETING MINUTES
October 10, 2017 & October 24, 2017

Chaired by: Mary Monachella

Attendees: Tom Hornung, Jon Viglione, Scott Masterson, David Kaplan

Guests: Jeff Schmitt and James Heffner (Danna McKitrick lawyers)

Meeting began 6:32pm

September 13/19 Meeting minutes not approved. Instead of reviewing together, the board decided to focus on conversation with attorneys and to approve minutes at a later time.

October 10 meeting consisted primarily of discussion with Danna McKitrick lawyers regarding future indenture changes.

Discussion with lawyers

- Rebilling for past assessments
- Line item amendment vs full indenture replacement/amendment
- Board incorporation and legal benefits thereof
 - Breach of Contract protection vs protection against liability (i.e. injury on grounds)
- Assessment increases and special assessment provision
- Separation of bylaws (how the board works, procedures, etc.) from indentures (what the board can do, how much it collects, how it can spend, etc.)
- Appointment vs election of vacated seats
- Timing of board meetings following election
- Trustee recall process
- Subdivision sub-indentures and if they are an impediment to changing VGT Board indentures

August 9, 2017 minutes amended and will be re-approved

Regular Business

- David moved to not vote on rebilling past due assessments until all 6 members are present, Scott seconded, Tom/Jon vote yes, Mary abstains

- Tom to provide footnote to explain 2017 revenue associated with 2016 billing
- 14058 Boxford – Severe erosion, Scott to check in with Bob on progress for bids

Jon moved to reconvene on 10/24, Mary seconded, Tom/Scott vote yes

Reconvened 10/24, 6:35 pm

Chaired by: Mary Monachella

In attendance: Tom Hornung, Jon Viglione, Scott Masterson, David Kaplan, Bob Williams

Regular Business (cont'd)

- Board discusses unpaid balances. Tom moves to table rebill discussion, Jon seconds, Mary and Bob agree
- Jon moves to ask lawyers to draft legal opinion letter to address each of the subindentures as to whether or not they are an impediment to updating the VGT indentures. Tom seconds and passes unanimously.

Bills Paid

- Lake Management Services Invoice 16463 \$402 for October treatment
- Terrill Invoice 5348 \$4474 for cutting
- Lake Management Services Invoice 16415 \$454 for September treatment
- Danna McKitrick Invoice 1311 paid \$1500 deposit for August
- Danna McKitrick \$307 Invoice 275427 for 1 hour of communication, unanimous approval
- David moves to approve trustee reimbursement request \$54.69 from Tom Hornung. Jon seconds, all approve. Reimbursement covers assessment supplies and costs asso

David moves that we include unpaid billed assessments back on Tom's financial statement. No seconds. Tom suggests the accounts receivable assessments sheet be updated when a final decision is made by the board so that any updating work can be done in the most efficient manner with a format that meets the needs of Kwik Kopy for billing purposes.

New Business

- Board agrees that board members shall inform the board prior to communicating with our attorneys. Best practice would be to route through a single board member – currently chairperson Mary.
- Due to “joint and several liability” Tom is curious as to whether or not a homeowner can quit-claim their common land ownership to an incorporated board (if the board incorporates) to avoid this liability. Board agreed to ask attorneys later.
- Board addressed owners’ emails and reviewed responses
- Bob to contact structural engineer regarding bridge, life span, recommendation, etc.
- Bob to continue with dredging estimates to understand future costs. He has contacted Muck Miners, another company, and Mary has suggested Magruder Construction.
- Mary to review Danna McKittrick contract to determine how many meetings are included
- Jon proposed we align on key milestones for drafting, communicating, receiving feedback upon, and passing new indentures
- David moves we ask for a legal opinion letter regarding acceptable voting procedures. Bob seconds, all agree.
- Bob suggests we consider another newsletter prior to moving forward with indenture changes. Agree to discuss next meeting.
- Jon suggests we extend the prairie south to increase native habitat and decrease mowing costs. David and Bob to explore options, costs, timing.
- Tom to contact resident who overpaid \$40 to discuss refund
- Bob moves to adjourn, Mary seconds, all agree at 9pm

Submitted by,
Jon Viglione (Secretary)

VILLAGE OF GREEN TRAILS BOARD
MEETING MINUTES
November 14, 2017

Chaired by: Mary Monachella

Attendees: David Kaplan, Jon Viglione, Scott Masterson, Bob Williams

Absent: Tom Hornung

Meeting began 6:40pm

Approve Previous Meeting Minutes

- Jon moves to approve August 9, Scott second, Mary and Bob approve, David abstain, approved 4-0
- Mary move to approve September minutes, Jon second, approved 5-0
- Bob moves to approves October, Scott seconds, approved 5-0

Discuss Roberts Rules

- Board discussed approval procedure, motions, unanimous agreement and the procedures to restate/revoke past votes

Financials

- Skipped due to Tom's unexpected absence

Legal Opinions

- Mary reported on call with attorney regarding sub-indentures which referenced \$50 VGT assessment. Attorneys didn't think it was an issue but will proceed as asked. Our cost is \$1500-\$2000 for a legal opinion to support that sub-indentures do not need to be changed.
- Board believes we should still consult attorneys regarding voting methods (to support their recommendation of proxy votes). Mary will go back to them and see how much it will cost.

Grounds Issues

- 14058 Boxford – Reviewed bids to repair major erosion issue
 - DJM - provides additional barrier, native plants, etc. and more stewardship beyond what T. Hill included in their bid. Cost is comparable. Bob and Scott recommend DJM for the contract.
 - Points for negotiation with DJM: 2" fill rock, separate maintenance agreement from main agreement, permission form for owner to sign to allow work on his property, 11.5 month inspection at no charge, verify/upgrade erosion barrier durability, negotiate additional early pay discounts

- Jon moves to approve up to \$28,000 for DJM bid, Bob seconds, approved 5-0
- Homeowner should agree to pay for drainage improvements
- 14046 Boxford – Arborist from DJM stated that the tree isn't in danger of falling. Will get letter from DJM on this topic in near future and present to homeowner.
- 120 Seabrook – Agreed to ask DJM for a letter regarding the tree
- 14017 Augusta – Residents agreed to cut bamboo back. (closed)
- 14066 Boxford – Waiting on MSD to address trees in creek
- 14324 Bramblewood – Plan to get bid from Terrill.
- 198 Gunston Hall - 12x12 shed on our grounds near hill/creek. Chesterfield will kick it to St. Louis County and either they ask him to take it down or ask us to remove it. We could give him some time to move it. Jon V to write a letter confirming Chesterfield has no record of a permit and explain what will happen as a result.
- 14370 Ladue – Fence likely built on common ground. Jon will ask for a survey. If one is not available, the board will look into it
- 14581 Ladue - Jon to send hard copy letter to acknowledge the existence of the fence built on common ground near the retaining wall we previously allowed the owner to build. The letter is only an acknowledgement (to preserve our future rights).
- 111 N Greentrails - Owner to contact Terill to finish work (closed)

Dredging Estimates

- Magruder minimum estimate of \$260k (without draining) and recommended survey, may need more for currently silted over area, this also includes a settling pond in lieu of hauling off all the muck. Hauling expense is significant (not estimated). This was a verbal estimate; a written estimate is forthcoming.
- DJM says our lake very similar to St. Ann lake, all info is public and they can provide to us
- Muck Miners estimate is similar \$275k+. This is also verbal.
- Pond Champs out of Indiana does “bio dredging” to remove organic muck. Mary will inquire to see if it's an option.

New Business

- Insurance certificate for vendors – David brought minimum insurance needed per our insurance carrier.
- Lien waiver form for vendors – Tom has it
- Leaning dead trees by lake (35 dead trees, most near where people walk), all marked with ribbon and/or white X, to go out for bid
 - Reviewed 4 bids
 - Jon moves we accept NPB bid of \$4,490 (lowest), Bob seconds, approve 5-0
 - Vendor to ensure no debris left, trees cut to ground
- Newsletter
 - One pager with key accomplishments
 - Attorneys, warranty deeds, long term maintenance estimates, etc. Mary to write a draft

- Mowing contract due up. Suggested getting at least 3 bids (including Terrill) for a 3 year contract. David to contact potential bidders.
- Dec 5th next meeting

Mary moved to adjourn, David seconds, approve 5-0. 9:09 adjourned

VILLAGE OF GREEN TRAILS BOARD
MEETING MINUTES
December 14, 2017

Chaired by: Mary Monachella

Attendees: David Kaplan, Jon Viglione, Tom Hornung, Bob Williams, Scott Masterson

Meeting began 6:37pm

1. Approve November 14 minutes
 - Bob moves to approve, Tom seconds, All approve

2. Report on financials
 - The board reviewed Financial Statements (Schedule of Cash Activity, Revenues and Expense) for October and November 2017. David will post Cash Activity schedule through November.
 - Standard Contract Invoices – None
 - Special Invoices
 - 12/6 Terrill Invoice 5536 for \$460 – Tree Removal at 111 N. Greentrails. David moves to pay, Tom seconds, all approve
 - 12/12 Nathan Brummit Invoice 1228 for \$4,490 – Dead Trees (30) removed by the lake. David moves to pay, Jon seconds, all approve. Stumps still at lake which likely will require grinding at a later date.
 - 10/4 Danna McKitrick Invoice 276260 for \$295 – Attorneys reviewed documents. Mary moves to pay, Scott seconds, all approve.

3. Reports on grounds/owners issues
 - 14058 Boxford Ct – Engineering drawings and permit required for job for Army Corps of Engineers approval and 15 year guarantee. The engineered drawing proposal from SCI is for \$7700, and DJM is willing to absorb (pay for) \$2700 of the quote, which results in VOGT obligation of \$5000, a lessened amount. Bob moves to pay, Scott seconds, all approve. Jon to scan and send to Mary.
 - End of Prairie – The board discussed if permits would be required for each of 4 separate erosion areas. Scott to check into MSD contact (Jerry Keaveny, principal) as to whether permits would be required as long as we don't change stream bank. DJM (presumably with MSD) suggested we would need permits. DJM reviewed this site to provide board feedback while they are working on the job at 14058 Boxford. We will need additional bids if/when we agree to do this maintenance.

- 14324 Bramblewood – David will follow up in spring with Terrill to clear a mowing path. Solution is to clear path and mow common area previously left unmowed.
- 14066 Boxford – Fallen trees around creek. David called MSD and they are investigating.
- 14046 Boxford – Concern about very large sycamore, the size and location (across the creek) are two contributing factors as to why topping the tree costs \$3500. An entire removal would exceed \$10,000. DJM quoted \$3500 to top the tree to prevent damage to the home IF it were to fall.
- 120 Seabrook – Concern about sycamore falling
- Proposal is to maintain a list of tree concerns to be inspected annually. We will write letters to homeowners explaining this and let them know if – for their own peace of mind – they wish to top the tree, we may consider some cost-sharing based on the situation. Jon to draft a letter/email.
- 14370 Ladue Rd – Possible fence encroachment. Scott, Mary, Jon inspected and met with homeowner. Based on online records, encroachment for a small section of fence appears to be 2-3 feet but this is unconfirmed without a survey.
 - Board agreed fence may be on our ground but does not see a strong need to pay for a survey to confirm encroachment. The board wishes to communicate knowledge of the possible encroachment to the homeowner confirming we are not relinquishing any rights. We may address in future if/when we choose to pay for a survey – potentially if/when the house is put up for sale. Jon to send email.
- 14581 Ladue – Jon to send 2nd email to have them confirm receipt of prior email acknowledging small section of fence on common ground near retaining wall.
- 198 Gunston Hall – garden and shed we believe to be on common ground, shed is not permitted. Mary communicated this to Chesterfield and they will contact St. Louis County to issue a violation upon our request. Jon to write email back to owners explaining their options.

4. Replies to homeowner correspondence

- Board reviewed and revised Mary's draft response to the Kelsheimers
- Tom moved to approve changes, Bob seconded, Mary/Scott/Jon vote yes, David votes no
- Jon to reply to Cathy Rosenberg letter

5. Review/approve VGT Newsletter

- Tom moves to approve newsletter, Scott seconds, all approve
- Mary to work with Kwik Copy to get it sent

- Bob to check with City & Village to get an updated address and homeowner list

6. Discuss DJM bid for extending prairie

- David's past experience believes cost is ~ \$8k, grant money then covers some of it
- David to contact Missouri Conservation Dept. The goal is to grow a prairie consistent with what exists now and for similar cost. DJM's current proposal will be put on hold.

7. New business

- Eagle Scout Project – David informed the board that the Eagle Scout candidate proposes to clean a trail on the common ground behind Green Trails Elementary and has already secured approval from the school. The board agrees that the project can proceed and we wish to see the project plan from the candidate when it is complete.
- Indenture Draft – board members will go over lawyers' first draft and bring comments to a meeting 630pm – 8pm on 12/19.

8. Adjourn

- Mary moves to adjourn, Jon seconds, all approve 9:20pm