

POST Annual Meeting - Board MEETING

Waterville Estates Association

January 29, 2012

11:45am

Attendees: Denis Cahill, Frank Marshall, Paul Axelrod, George Humphrey, Penny Joyal, Chris Fagas, Samantha Ciaston, Mike Mahoney, Anne Formalarie

Welcome Chris to the Board

Recap of the Annual Meeting: The mood was very positive among the board members today. A number of owners gave heartfelt thanks to the members of the WEA staff, and the BOD. Some owners mentioned satisfaction with services and were happy to say they were proud to be members of our association. The issue with the Matsons was discussed with full transparency to the ownership and the matter was dismissed without much sentiment. All and all it was felt the Annual Meeting was a success.

New Business:

Election of the BOD Officers: Some discussion begins by asking the current officers if they were interested in continuing on in their capacity for 2012. Each of the officers said that was acceptable. Motion made by: Samantha to keep the officers status quo for another year; Seconded by Penny; all were in favor.

Internet Upgrade: Short discussion regarding recent issues with internet connections at the center. Corey mentions that there were already upgrades made and folks should already be seeing improvements in performance.

Lunch

Executive Session: none held today

Adjournment: 12:47

Waterville Estates Association Board of Directors Agenda
Saturday, March 24, 2012
9:00 a.m.

Board Attendees: Denis Cahill, Paul Axelrod, George Humphrey, Anne Formalarie, Mike Mahoney, Chris Fagas, Frank Marshall, Samantha Ciaston & Penny Joyal
Others: Corey Smith, Libby Griffith, Lloyd Willey

Homeowners Corner: Jennifer Dabeningo was to address the board but was not in attendance.

Points of Action

Corey reviewed the small project completions; Corey is requesting additional funds to cover other needed small projects. Paul inquired into how long the budget lasted this year. Corey replied 6 months.

Motion: Anne motioned that we appropriate \$10,000 for the Small Project fund. George seconded. All voted in favor.

Mike is recommending that a committee investigate snow making at Campton Mountain. We've already looked into water and power costs. Denis informed us that WEVD isn't including this in its budget. We need to be realistic about costs, which are likely to be significant. A discussion ensued about our business model. Mike will investigate along with Chris and Paul.

Treasurer's Report

Operating Account	\$ 40,157.40
CIF Account	\$130,226.15
<u>MVSB CIF Account</u>	<u>\$ 51,715.01</u>
Total CIF	\$222,098.56

Samantha reported collection activities and court actions. Chris inquired about the composition of the list. We noted that there's growing participation in the 3-payment plan. Building committee has not seen much activity. A builder approached us about a modular home on Hodgeman Hill Road. A discussion related to the bond amount followed. Frank shared his experience with modular construction. The Building Committee will assess the bond requirement and report back to the Board.

Violations will be assessed again now that the snow is gone.

Manager Report

Budget (Corey presented pre-audit numbers)

We're seeing the effects of increased marketing for functions. Discussion about costs and revenues by event. Paul requested a per event tally. Several board members noted that many owners don't realize the costs of our amenities and services. Our revenue is closely tied to weather. This past winter's lower snow amount caused lower numbers at the Center and ski lodge, which resulted in much lower income. The BOD is always seeking ways to inform

owners of our costs and structure. Corey noted that we ended last year in the red. Corey will take a fresh look at our menu pricing.

Motion: Sam motioned that we suspend the 10% food and beverage owner discount. Frank seconded. Passed unanimously.

Corey summarized his findings on lot ownership and possible REC changes. Paul prepared elements of suggested REC changes. We're seeking a solution that is fair and benefits our community. Paul believes that is best to seek input from lot owners, bottoms up approach. Frank inquired about financial implications. A discussion of possible outcomes and issues began. The BOD is moving quickly to prepare communications that are easy to understand. These changes have far reaching consequences.

Beautification Committee

Led by Pat Learned, the group has done a wonderful job.

Motion: Sam motioned that we appropriate enough funds to bring the fund total to \$2500. Paul seconded. Passed unanimously.

Denis and Deb Cahill, Samantha, and Penny will investigate improvements to the Center's rest rooms.

Other

George inquired about the web site rendering of the RECs and Bylaws. He suggested that it would be better to post the more readable document than the one with the registry seals. Paul noted that we have to point viewers to legal version in our office or at the Registry.

Meeting adjourned at 12:15 p.m.

Executive session ended at 1:16 p.m.

**Waterville Estates Association Board of Directors Agenda
Saturday, April 28, 2012**

9:00 a.m.

Attendees: Denis Cahill, Frank Marshall, Paul Axelrod, George Humphrey, Penny Joyal, Samantha Ciaston, Mike Mahoney, Anne Formalarie, Chris Fagas (by phone), Corey Smith

Approval of: March Meeting Minutes:

Motion: to accept meeting notes made by Anne, Sam second all in favor

Homeowner's Corner:

Points of Action:

1. Small Item Update: Corey Smith

Denis suggests that the signs could use updating, including the Entrance signs. It's important that we have a good first impression.

Judy needs a desk, and the dock will be rebuilt by the pond.

2. Committee Reports

Pass policy committee: discussion regarding concerns about addressing the policy or statement to make it clear how non picture passes should be used. The conversation is tabled for later discussion in the meeting.

Legal response committee: Matson situation is still ongoing. The remaining issues being discussed now are regarding fees and violations of the building committee. The hope is that an agreement can be reached.

Landscape committee: There is a new person we brought in to do some pruning. There is also a plan to bring back the sprinkler system.

Business Updates:

1. Treasurers Report: Samantha Ciaston

Operating Account	45,077.01
CIF Account	136,128.41
<u>MVSB CIF Account</u>	<u>51,713.62</u>
Total CIF	187,842.03

2. Managers Report: Corey Smith

The Village District voted an increase in taxes and the Commissioners are prepared to provide funding to cover rainy day shortfalls, to a certain extent. Also, we are moving some staff wages to district projects as well as CIF projects, which is meant to help the year end, bottom line, for our operating budget.

We need to be looking at Micros (our POS system) because of new legislation with PCI (Payment Credit Card Industry) as we may be out of compliance. Corey will be exploring the options. He is also exploring our IT options and support contracts.

3. Building Committee: Mike Mahoney Hodgeman Hill a plan is submitted for a modular home. Mike shows plans to the board. The BC is suggesting some changes to the current proposed plans. The BC is waiting for an agreement from the lot owner. No permit has been pulled as of

yet. The builder on Holland Trail told Corey that the building of the home will continue this summer. The BC was told the building would continue this summer. The Goose Hollow property that has been sitting (for 3 years), the owner is Goose Hollow Trust. The trustee of this trust is Sinclair. The town has the ability to "take" this property in October of 2012. All building permits involved with this property have expired. There are many questions surrounding the septic system on that property.

4. Reported Violations: Samantha Ciaston sent 12 new letters and awaiting responses and waiting for those to rectify the items identified earlier. There are some habitual offenders and fines will begin soon.

New Business:

1.Private Venture through Pass Policy: A discussion begins regarding the idea of owners and their clients using the gym. This issue has come up in the past and Corey felt it may need further discussion. These arrangements have negatively impacted owners in the past. Suggestions for the language in our pass policy can address the issue. New language for the policy will be introduced and the committee will continue to fine tune for next meeting.

2 Planned Summer Activities: Denis is discussing the planned activities for the summer months and the redundancy of events. Some of our events can begin to run themselves without the over site and expense of WEA.

3 WEA Weddings: When the idea of weddings began, the intent was to supplement revenue for WEA. This has now become more of a need. These dollars are helping to keep staff in place year round so there is no interruption in services. We are trying to be diligent about maximizing our income potential. The fewer weddings that can be done, at the optimal income, the more we can focus on our members. We can arguably do as many weddings as we like, so long as we meet our primary purpose of providing recreational amenities and services to our members. The extent to which we set our wedding income goals needs to be agreed upon, between management and the board. Maximizing income potential is a function of supply and demand. Presently we are offering a low expense, all inclusive, wedding package that is aimed at landing business and filling dates. We need to work to increase demand. Being a smaller business we do not have a strong market presence. Presently we are spending about \$1,100 a year on 2 ads in Premiere Bride Magazine, one being the inside cover. Additionally we have been to 5 wedding shows in 2012 (normally \$500 per show, negotiated to \$350 per show). This has only resulted in 7 bookings between this and next year, though as demand is going up.

Executive Session:

Adjournment: 12:30

Waterville Estates Association Board of Directors Minutes

Saturday, September 29, 2012

9:43 am

Attendees: Denis Cahill, Frank Marshall, Paul Axelrod, George Humphrey, Penny Joyal, Samantha Ciaston, Mike Mahoney, Anne Formalarie, Chris Fagas, Corey Smith, Bob Haskins, Michael Baumann, Lloyd Willey, Jim Murphy

Homeowner's Corner: There were no issues for the BOD to discuss

Points of Action:

1. Small Item Update: Corey Smith

Corey is discussing the update of the Micros (Point of Sale system) and the cost and whether or not it should be paid for by CIF funds. After some discussion, Anne made a motion to allocate \$3602.00 from the operating budget to the CIF fund to cover the cost of the upgrade of the Micros system in order for us to remain in compliance. It was seconded by Frank and all were in favor.

The topic is the Small item fund and if that fund is needed to be funded year after year and what the intent of that fund was at its inception. The fund was established for the flexibility of the GM to decide on smaller projects without the BOD being involved. The accounting of that fund will be reviewed periodically: George makes a **motion** to allocate \$10,000.00 to the Small Item Fund, Mike seconded – Frank opposed, Penny, Chris, Mike, Sam, Denis, Anne, Paul, George were in Favor.

Lloyd has begun a discussion about the relation/agreement of the WEA and the WEVD there are some revisions being worked out. One is a schedule of what and when interaction should occur between the WEA and the WEVD. The agreement is meant to define the funds that WEA wishes to make available for services, the extent of the services WEA sees as commensurate with those funds, and WEVD's reaction to and willingness/ability to commit to delivering such. After briefly summarizing the roles of WEA and WEVD, the agreement details the schedule by which the two entities agree to formalize coming together on the agreement, roughly as follows;

By November 1st of each year WEA to provide WEVD with

- the amount of funds they will make available for WEA services
- proposed activities desired
- estimated cost of activities
- proposed WEA funded capital upgrades

By December 15th

- WEVD to accept or deny WEA proposed activities and funding
- WEVD to accept or deny WEA proposed capital upgrades and funding

By January 15th

- WEA/WEVD meet jointly with focus on reconciling management agreement issues and finalizing the agreement.

Discussion about the feasibility of this arrangement begins and certain dates are looked at to see if WEA would have the details to adhere to this proposal. Corey is explaining the current process with dates and does feel this could be accommodated.

2. Committee Reports

George discusses the committee for the Lot Ownership. The committee has been drafting explanations to the membership as well as proposed changes to the recs and bylaws. A draft reallocation budget is in the works also. All of this is for presenting a vote for a basic change to the organizational structure, via a lot owner expense/privilege modification. There is a lot of work and decisions that need to be made regarding the options that were discussed at the last meeting. Specifically around the grandfather clause and the duration of it. Some durations being mentioned by the Board is 5 to 10. Most feel that 10 is reasonable for owners to decide to build or not to build.

Beautification Committee Report was reviewed by the board. It mentions that the recent updates as well as the seasonal decorating that have taken place. With the increased number of weddings at the ski area there has been some discussion with the committee about some possible landscaping there. George mentions that we should consider this a yearly expense and build this into the budget each year. Perhaps the BOD will revisit. A **motion** is made Anne by to allocate \$3000.00 to the Beautification committee, seconded by Frank all were in favor.

Violations committee has nothing to report

Building committee: Waterville Birches is in its third phase. There is also some contact with current builders and the lack of completion of homes. A discussion then ensues regarding the capacity of our facilities and how additional building will impact it. It will be beneficial to look at the long term planning of WEA.

Denis makes a special mention to Bob Haskins and his great link and all the work he's done for WEA. He has shown a true commitment to our community by educating all of us about the night sky.

3. WEA Signage: Corey Smith

Corey has some pictures of signs and is suggesting that we replace some of our existing signs at the entrance of WEA. They are hand carved and made of foam which is resistant to rot. They would be potentially put up in the spring.

4. Review of Summer Financials

The golf tournament was not only (once again) profitable, but it was a good time had by all. The friends of Campton Mountain fund is as \$10,384. Catering and function income in addition to event and function income are up significantly as compared to this time last year.

Business Updates:

1. Treasurers Report: Samantha Ciaston

CIF:

MVSB	51,783.94
Northway	154,242.73
Total:	206,026.67
Operating Account:	3626.60

2. Managers Report: Corey Smith

The 2012 budget remains in the black despite \$6,584 in unanticipated insurance increases due to the District agreeing to lower the 2012 management fee by the same amount, while supplementing the loss in revenue to the Recreation Fund through taxes. Our business expenses are up over \$16,934 from last year at this time. This is due mostly to the addition of Sara Sidor as an administrative assistant to Judy Kinney. This change was requested by the Commissioners who felt the organization would be better served by having more redundancy in our financial accounting. At this time Corey is cautiously optimistic, with continued diligence we will end the year in the black.

3. District Commission: Lloyd Wiley (see committee reports)

New Business:

1. Election Committee Formation

The election committee has established the Nomination and Election schedule for 2012. Frank will continue to run this committee again this year. All were in agreement about it.

2. RV Parking: Chris Fagas

Chris brings up the topic of RV parking and wants to be sure that we are enforcing the regulations regarding them. Some discussion ensues about the rules and the BOD agrees that we will enforce the regulations as we are currently.

3. Discuss viable process for presenting questions to Management.

A discussion begins regarding a process to streamline questions to Corey. It should allow for better preparation for board meetings. It will also provide more manageable meetings.

4. Wedding Pricing Discussion

Our wedding package pricing appears to be in line with several local hosts. A compare was done with the Wolfboro Inn, the Margate, Marriott Concord, Steel Hill, and Indian Head. It has been a good addition to our bottom line and we should continue to market wedding packages. It has augmented our seasonal income schedule keeping our staff, therefore our services consistent.

5. Propane: Paul Axelrod

Franconia Gas has treated us well, but they talk to us about pricing when it's too late to switch. If we are entertaining a switch we need to be thinking about it 2 years in advance. We have a good deal for this year, but it's easy for companies to give incentives for a year leaving you locked in with little wiggle room. Rymes gave us names of folks they do business with. Paul called some of them and got some feedback and it was all positive. Several different fuel companies are being discussed. In terms of supply (and hence price) the future is unknown. Companies cannot quote prices into the next year. Franconia, formerly owned by Heritage Gas, was taken over by Eastern Propane in January of 2012. We have not been informed by Franconia yet. This acquisition may have given us the price advantage this year. One might expect different pricing in subsequent years. EP does not have a good reputation and pricing has been high. Rimes prices gas according to cost at the time with a small fixed profit margin (cents not %). Price, therefore changes with each delivery. They do not offer a seasonal rate. As Rymes margins are small, the price is competitive.

A motion is made to close made by Denis seconded by Anne. All were in favor.

Executive Session begins at 1:19pm

Adjournment 3:10pm

Tuesday October 2, 2012

After a second draft with minor changes to the notes was published to the BOD, a **motion** was made to accept the September 29th Meeting notes by Frank, seconded by Anne – all were in favor

Waterville Estates Association Board of Directors Agenda

Saturday, November 03, 2012

9:00 a.m.

Attendees: Denis Cahill, Paul Axelrod, George Humphrey, Penny Joyal, Samantha Ciaston, Mike Mahoney, Corey Smith

Homeowner's Corner: No issues today

Points of Action:

The 40th Anniversary Party was fabulous, with so much energy. We wanted to thank the staff for hosting such a great night. The guest speakers were wonderful and it was so nice to hear about the founding of our community.

1. Small Item Update: Corey Smith

Of the \$24,739 spent over the past year the bulk of the money was spent on 3 items, the micro compliance upgrade \$3,602, the pool furniture \$7,999 and the new alarm panel at the ski area for \$4,600. (Totaling \$16,201 with \$8,538 spent on smaller items).

2. Committee Reports

Violations committee: There is a home on Snowood that has a chain link fence. We do not allow them (Recs Section K) and the fence really does take away from our aesthetics of our community. It seems to be falling over and they should receive a letter soon to have the fence removed as one has already been sent. There was no communication to the building committee to erect the fence.

Land Owners committee: We review the drafts of an introductory letter and ballot regarding the WE Property Restrictions, Easements and Covenants (Recs) to alter the voting and assessment of association dues(regarding our owners who own land, not homes in WEA). We will be sending the ballot out to the ownership prior to the Annual Meeting. Some minor changes are made to the communication.

- A **motion** is made by Michael to accept the changes to the communication and move forward sending to the ownership, Sam seconded and all were in favor.

Election committee: Frank and Chris were looking for a member to volunteer to help with ballots and to date no one has volunteered.

Event committee: has been disbanded.

3. WEA Signage: Corey Smith

At our last meeting the signage discussion progressed to a debate about what to do about the logo, if anything. We have solicited the input of Nancy Brownstein of Act One Creative LLC. Nancy is the artist who has created the updated logos that are being used by Waterville Estates Realty and Waterville Birches. Nancy was asked to make the design fall somewhere between the traditional look of our logo and the modernized look of Waterville Estates Realty's, with some specific changes to the building and ski hill and other items. We reviewed some renderings and it was decided they needed a bit of tweaking and we'd review again in the spring.

Business Updates:

4. Treasurers Report: Samantha Ciaston

CIF:

MVSB	180,296.19
Northway	24,698.61
Total:	<u>212,742.04</u>
Operating Account:	7747.24

5. Managers Report: Corey Smith

Financials

P&L previous year comparison year to date demonstrates that we are still on track to end the year about \$41,000 ahead of last year which puts us at about a break even. We are working on a budget vs. actual year end projection report as our basis for next year's budget. This draft report will be available prior to the meeting.

Management Agreement

There being no input on the draft Management Agreement presented to the board last month, the next important date is November 1st with the need for the association to commit to a certain dollar amount it will make available for services.

Ski Area Update

- this week we passed our cable inspection
- This week we passes our grip inspections
- Thursday we will have our Full Load Dynamic Test
- Insurance testing will be thereafter

Other Misc. Updates

Goose Hollow realty house the town of Campton has decided not to take the house by tax deed. So the house will continue to remain abandoned. Corey is still trying to come to some resolution about the property. Fines continue to be assessed on it. The fines and fees are approximately \$73000.00 as this point in time.

New Business:

1. Annual Meeting Agenda we review a rough draft and make changes

2. Management agreement association/district

- A **motion** is made by Sam to commit \$228,845 making it available for 2013 services, George seconded and all were in favor.

Adjournment: a **motion** is made by Sam to adjourn Mike seconded and all were in a favor. 10:56 am

Executive Session

Tuesday November 6, 2012

After a second draft with minor changes to the notes was published to the BOD, a **motion** was made to accept the November 3rd Meeting notes by Sam, seconded by George – all were in favor