



OWNERS' ASSOCIATION INC.

March 11, 2022

EMERGENCY BOARD OF DIRECTORS' MEETING MINUTES

The Caldera Springs Owners' Association, Inc. (CSOA) virtual Emergency Board of Directors' Meeting was called to order by the President, Tom Sidley at 1:04 P.M. via Zoom. The meeting was noticed on Thursday, March 10, 2022, and all owners were invited to attend by telephone.

ROLL CALL

Directors Present: Owners Carol Scherman, Vice-President; Tom Sidley, President; Dan Taylor, Director; Alan Dinger, Director and President of the Caldera Cabins Owners' Sub-Association and Krista Miller, Director and the Golf Course Representative all attended via Zoom.

Other Association Representatives Present: Catherine Smith, CSOA Association Manager.

QUORUM AND PROOF OF NOTICE

Though no notice was required for the Emergency Board meeting, Catherine noted that notice of the meeting had been sent electronically the evening before, on March 10, 2022, and a quorum was present with all five Directors present.

President, Tom Sidley, noted that this emergency meeting had been called so the Board could review and discuss actions to be taken related to a homeowner's threatening, abusive and profane comments in e-mails that were widely sent to staff and former staff members, and secondly to address the homeowner's threats to alter and possibly damage community property and private property belonging to the golf-course owner. Tom noted that these e-mails with threats had come at an accelerating pace since Sunday, March 6th and therefore it was necessary to take immediate action.

Tom stated that he did not feel these threatening, profane and demeaning e-mails represented who we are as a community and are unacceptable. He also felt the Board and the Community had a moral obligation, a fiduciary responsibility, and a legal responsibility to not allow this behavior to happen again.

Tom read in detail some of the emails that had been received by management and staff last fall, the responses that had been sent addressing this homeowners' concerns, and then read various threatening and demeaning emails that had been received in the past week. The homeowner had also sent a photo of the Association property that had been altered.

Tom asked the other Board members to comment. Vice President, Carol Scherman, stated that she was extremely disappointed and disgusted that a member of our community would address a member of our team – or anyone – in such a disrespectful and degrading way. Carol reminded everyone that the Caldera Springs' team and staff received overwhelming support and praise from Caldera Springs owners in the recent association survey. Each of the other Board members stressed their concerns as well and there was overwhelming agreement that this type of behavior was unacceptable in Caldera Springs.

Tom then asked the Board for their support in having the Association's attorney draft a letter advising the homeowner that these types of comments and vulgar language are unacceptable, and that the behavior must cease immediately. Tom also asked for the Board's endorsement to have the Association's attorney draft a Community Code of Conduct that would address the repercussions for these types of behaviors in the future, not only between owners and staff, but also between the Board and Officers as well as between community members.

Upon a motion duly made by Dan Taylor and seconded by Carol Scherman, and unanimously approved, it was:

RESOLVED, to approve that Tom and Catherine work with the attorney to draft a cease-and-desist letter to the homeowner.

Tom stated that the Board members are always willing to meet with an owner who has a concern about the Association or staff and has done so in the recent past. The issue today was not the concern the homeowner had raised, but the behavior and way the concern was raised.

Upon a motion duly made by Krista Miller and seconded by Carol Scherman, and unanimously approved, it was:

RESOLVED, to approve that Tom and Catherine work with the attorney to draft a Code of Conduct policy for all members of the Association.

There being no further discussion, the meeting was adjourned by President Tom Sidley at 1:30 P.M.

Respectfully submitted by Catherine Smith, Secretary