

Elkhorn Springs Residential Condominium Association, Inc.
PO Box 254
Ketchum, ID 83340

A Special Meeting of the Members of the Elkhorn Springs Residential Condominium Association, Inc. (“Association”) was held on Tuesday, April 9, 2024, at 1:00 PM MT by Zoom.

DRAFT UNTIL APPROVED

1. Call to Order, Proof of Notice, and Establishment of a Quorum

President Ed Wong called the meeting to order at approximately 1:00 PM reporting that notice was duly given to the Members.

A quorum was established with 50 of 71 units present by Zoom or proxy.
(Note: the attendance below is based on those participants noted on Zoom, the sign-in sheet, and proxies received. If your name is missing or incorrect, please contact Tanja Green.)

Present by Zoom (listed by Unit number and last name/entity) were:

A01	Vik	B15	Steinbock
A02	Peterson	B16	Kolousek
A04	Knoeller	B17	McGinnis
A06	Davis	C01	Albright
A07	115 Elkhorn Way #7, LLC	C02	Earhart
A08	Sandine	C03	Price
A11	Eide	C04	Bowe
A12	Gering	C05	McKay
A14	Papalian	C07	Romito
A16	Lee	C09	Hartwell
A17	Turner	C10	Benz
A18	Prohaska	C11	Whyte
A19	Jones	C13	Vandenburgh
B01	Lientz	D03	Westphal
B02	Smith	D06	Sproul
B07	Eleazer/Kelley	D09	Rolland
B09	Messler	D10	Livingston
B11	Gladish	D11	Blair
B12	Fitzpatrick	D12	Zalkowitz
B13	Smith	D19	Rietveld
B14	Schultz		

Present by proxy were:

A05	Bell	B10	Mendelsohn
A10	Edwards	B18	Davis
B05	Englert	C06	Watson
B08	French	C08	Petermann

Also present were Rob Meldrum, Association manager; Tanja Green, Association bookkeeper; and Karl Nichols, Association attorney.

2. Management and Bookkeeping Transition

Ed Wong reported that, as was previously communicated to the members by mail, the board unanimously voted to terminate the previous management company and to hire Alpen Management (Rob Meldrum) as the general manager of the Association and Sawtooth Mountain Management (Tanja Green) as the bookkeeper. He gave a brief explanation as to why the transition was made. Rob Meldrum and Tanja Green introduced themselves.

3. Discussion and Member Vote to Approve a Special Assessment

Treasurer Kathleen Romito provided a summary of the loan and the loan process noting that the proposal at this meeting was to ask the Members to approve a 1.2-million-dollar loan with First Citizens Bank. A lengthy discussion ensued about the Association's mitigation project, the need to secure immediate financing, costs to date, and the specifics of the loan. This loan is to cover Phase I of the mitigation project which includes those costs already incurred on the mitigation project as well as those costs related to the near-term projects including professional work/consulting/planning, construction, and management. It was noted that Phase II will require additional funding and likely a larger loan. Such a larger loan will require lengthy underwriting and the Board will begin work on securing the next loan.

MOTION: Norris Peterson moved to authorize the board of directors of the Elkhorn Springs Residential Condominium Association, Inc. to secure a loan with First Citizens Bank, as discussed at this meeting, and to special assess the Members, the total amount of the loan, subject to the following conditions and authority:

- a. The total amount of the loan shall include principal, interest, and other fees but shall not exceed \$1,405,000;
- b. The annual interest rate shall not exceed 6.3%;
- c. The term of loan is sixty months;
- d. The workforce housing units are not subject to this special assessment;
- e. The loan closes within sixty days from the date of this meeting;
- f. The special assessment will be paid by the Members over the course of sixty months, invoices will be billed quarterly, excepting the first invoice which will be sent after the loan closes and pro-rated for the first quarter of the loan;
- g. The Board may invoice the loan payments for this special assessment in this and future fiscal years, but not to extend beyond the last quarter in which the loan payments are due;
- h. A Member may prepay their special assessment, in whole only (partial prepayments are not permitted);
- i. If prepayment is made, the Members will receive a credit against their special assessment equal to the interest the Association saves on the loan when that Member pays its principal balance.

- j. If prepayment is made, prepayment shall not be considered made until up to ten days after credited against the loan by First Citizens Bank and may require a bank fee of \$100.
- k. There shall be no fee or interest charged to any Member who prepays within ten days after receiving notice from the Association that the loan has been approved.

The motion was seconded and passed unanimously, including the affirmative vote of all those holding proxies.

4. Discussion on Mitigation

Additional discussion ensued related to the mitigation project. It was noted that the specifics of the project, including the entire scope, timing, sequencing, and total cost are not yet known. Of note is that a competent project manager, with substantial experience in construction and multi-dwelling units, will be hired to oversee the project.

5. Adjournment

President Ed Wong declared the meeting adjourned at approximately 2:15 PM.

Respectfully Submitted,

Holly Knoeller
Association Director and Secretary