

**MINUTES FOR THE MEETING OF THE BOARD OF DIRECTORS
OF THE
EAGLE CREST MASTER ASSOCIATION**

CALL TO ORDER Pursuant to call by the President of the Association, the fourth quarter meeting of the Board of Directors was held on November 15, 2024, at 9:00 a.m. at 7555 Falcon Crest Drive in Redmond, Oregon.

ATTENDANCE Directors present included Mike Bessonette (Residential Director), Chris Earnest (Commercial Director), Lori Heironimus (VROA Director), Denene Holbrook (Residential Director) and Bill Neumann (VROA Director). Management company staff members present included Debbie Hahn, Curt Heimuller, Mark Owings, and Marrison Rainey. Karen Smith, consultant with Resort Resources, Inc., was also in attendance. Bill Neumann, President, presided at the meeting, and Debbie Hahn recorded the minutes on behalf of the Secretary.

CONSENT TO AGENDA The meeting was called to order at 9:22 a.m. Denene moved to approve the agenda as presented. Chris seconded the motion and it passed unanimously.

PRIOR MINUTES Reading of the prior meeting minutes dated October 4, 2024 was waived and Denene moved to approve the minutes as presented. Lori seconded the motion and it passed unanimously.

**MANAGEMENT AND
COMMITTEE
REPORTS**

FINANCIAL REPORT Mark Owings provided the 2023 draft audited financial statements (“Attachment 1”) noting there were no major findings, only standard minor adjustments as noted in the financial summary (“Attachment 2”). Karen stated the golf course reserve study was provided during 2024, so that note requires updating in the report.

Following discussion and upon motion duly made (LH) and seconded (CE), the following resolution was unanimously approved:

RESOLVED, that the Board of Directors approves the 2023 Audited Financial Statements in the draft form (“Attachment 1”) and further authorizes the Treasurer of the Association to sign the management representation letter and CPA adjusting journal entries included with the draft statements.

Resolution 2024.11.15-01

Mark then presented the financial report, which included the financial summary (“Attachment 2”) and internally prepared third-quarter 2024 financial statements (“Attachment 3”), noting the 2024 beginning fund balance was updated to reflect the 2023 ending fund balance in the draft audited statements.

Management was directed to provide details of what is included in the outstanding Accounts Payable. Karen stressed the importance of cash flow management and timely billing going forward particularly in respect to the requirements of the pro shop loan.

Following discussion and upon motion duly made (CE) and seconded (BN), the following resolution was unanimously approved:

RESOLVED, that the financial report submitted by Mark Owings including “Attachment 2” and “Attachment 3” be hereby approved subject to audit.

Resolution 2024.11.15-02

UTILITY SYSTEMS REPORT

Oregon Water Utilities (OWU) provided the written utilities report (“Attachment 4”) and information regarding non-lead initial inventories (“Attachment 5”). Marrissa indicated she would provide the statement for non-lead initial inventories to water utility customers. OWU noted their intention to provide a report on the status of water conservation at the Q1 meeting to measure results of the new irrigation policy implemented this year.

OPERATIONS REPORT

Marrissa reviewed the written Operations Report (“Attachment 6”). Following discussion about the front entry monument signs, directors noted their preference for the brushed aluminum design, but requested the eagle be modified to be more defined.

In response to a director question regarding the condition of the Eagle Crest Conference Center, Marrissa noted her understanding is that the owner of the building, Eagle Crest Acquisition Group, is budgeting for exterior painting of the building during 2025.

There are no insurance claims to report.

RESERVE EXPENSE REPORT

Karen Smith, reporting for Resort Resources, Inc., reviewed the Budget vs. Expenditures per 2024 Reserve Studies (“Attachment 7”), including the highlighted variance presented for approval.

Following discussion and upon motion duly made (MB) and seconded (CE), the following resolution was unanimously approved:

RESOLVED, that the Budget vs. Expenditures per 2024 Reserve Study (“Attachment 7”) be approved, including the variance as noted in highlighting on the report.

Resolution 2024.11.15-03

GOLF OVERSIGHT COMMITTEE

Mike Bessonette, committee chair, reported Deschutes County has indicated final approval of the golf pro shop renovation project will be a few more weeks. Demolition will begin soon, as that can be started prior to the County’s approval; there may be some lag time between demolition and the start of construction. Mike confirmed the pro shop will be closed during the project.

ENVIRONMENTAL CONTROL COMMITTEE

Marrissa provided a verbal report on behalf of the Environmental Control Committee, noting the following:

- The committee has reviewed four (4) applications since the last meeting.
- An application for new home construction is expected in the near future.
- EHOA will be submitting revised Architectural Review Committee guidelines to ECMA for review and approval.

**COVENANT
COMPLIANCE
COMMITTEE**

No activity.

**UTILITY SYSTEM
PLANNING
COMMITTEE**

While the committee had no activity, Karen provided a copy of an email from Jim Newton (“Attachment 8”) detailing the status of the Well 2C project. Mike noted the project is progressing as expected and is within the approved budget.

**SCHEDULED 4TH
QUARTER BUSINESS**

**ELECTION OF
OFFICERS**

Following nominations by directors, and upon motion duly made (MB) and seconded (DH), the following resolution was unanimously approved:

RESOLVED, that the following persons are elected to the corporate offices set forth opposite their respective names, to serve until the next meeting of directors following the members’ annual meeting in 2025, and until their respective successors shall be elected and qualified:

**Bill Neumann – President
Mike Bessonette – Vice President
Denene Holbrook – Secretary
Chris Earnest – Treasurer**

Resolution 2024.11.15-04

**TRAVEL/LODGING
EXPENSE POLICY**

Directors reviewed and affirmed the current expense policy for the 2024/2025 board year. The current policy is copied here for reference purposes:

“Transportation costs are allowed based on the most prudent mode of travel as determined by each director. If driving, a mileage rate will be paid at the then current IRS mileage rate. Air travel will be reimbursed at cost. Lodging, as needed to accommodate for the meeting schedules (1-2 nights), will be provided by the Association at the resort property. Directors may be reimbursed for meal expense up to \$50 per day, only if lodged in the hotel, upon delivery of receipts for meal expenses. In addition, communication costs will be reimbursed to directors at cost upon receipt of a bill.”

Following discussion, and upon motion duly made (MB) and seconded (LH), the following resolution was unanimously approved:

RESOLVED, that the 2024/2025 Travel/Lodging Expense Policy be hereby approved.

Resolution 2024.11.15-05

**ECMA COLLECTION
POLICY
DELEGATION**

Directors reviewed the memo “Annual Sub-association Billing Delegation; ECMA-JUEA Fees Collection” (“Attachment 9”), and proposed ECMA Collection Policies for 2025 (“Attachment 10”). The proposed fee of \$14 was unchanged from 2024.

Following discussion, and upon motion duly made (LH) and seconded (CE), the following resolution was unanimously approved:

RESOLVED, that ECMA adopts the Collection Policies for 2025 (“Attachment 10”) and delegates the responsibility for collecting ECMA Dues, Utility Fees, and JUEA Fees in 2025 to those Sub-Associations listed in the adopted policy; and

BE IT FURTHER RESOLVED, that ECMA approves a 2025 Billing Fee equal to \$14 to be added to each invoice generated by its management company for ECMA Dues, Utility Fees, and JUEA Fees to include invoices to Sub-Associations collecting these dues and fees on behalf of ECMA as well as invoices to individual owners; and

BE IT FURTHER RESOLVED, that ECMA authorizes payment to its management company on a quarterly schedule equal to the total invoiced Billing Fees.

Resolution 2024.11.15-06

GOLF COURSE 5-YEAR CAPITAL PLAN

Golf Operations Committee Chair Mike Bessonette presented the “Resort Golf Course 5-Year Capital Plan” (“Attachment 11”), summarizing the 2025 planned projects.

Following discussion and upon motion duly made (MB) and seconded (CE), the following resolution was unanimously approved.

RESOLVED, that the updated “Resort Golf Course 5-Year Capital Plan” (“Attachment 11”) be hereby approved as presented.

Resolution 2024.11.16-07

2025 ASSOCIATION BUDGET

Mark Owings reviewed the proposed 2025 association budgets dated 11/11/24 (“Attachment 12”). There were no revisions to the Facilities budget. Revisions made to the Utilities and Sports Center budgets are noted below.

Utilities:

- The monthly rate for developed lots was increased from \$84 to \$87
- Misc. income – water sharing rights was increased from \$729 to \$755.

Sports Center:

- The ECMA owner fee was changed from \$25 to \$27 and the RECOA owner fee was changed from \$11.30 to \$12.30.
- Water/sewer expense increased from \$10,080 to \$10,440, which resulted in a management fee increase from \$67,259 to \$67,281.

Directors discussed whether management fees should be paid on debt service.

Following discussion and upon motion duly made (MB) and seconded (LH), the following resolution was unanimously approved.

RESOLVED, that ECMA will pay a 6% management fee on debt service agreements in the first year of the agreement only; in subsequent years, no management fee will be paid on debt service.

Resolution 2024.11.15-08

The budgets as revised during the meeting will be distributed to the directors and are attached as follows: the Facilities budget (“Attachment 13”), Utilities budget (“Attachment 14”), and Sports Center operations budget (“Attachment 15”).

Following discussion and upon motion duly made (CE) and seconded (LH), the following resolution was unanimously approved:

RESOLVED, that the 2025 Eagle Crest Master Association budgets for Facilities (“Attachment 13”), Utility operations (“Attachment 14”), and Sports Center operation (“Attachment 15”) be approved as amended; and

BE IT FURTHER RESOLVED, that the 2025 Association dues shall be assessed at \$98.00 per month, per assessment unit; and

BE IT FURTHER RESOLVED, that the 2025 Association water and sewer rates shall be assessed at \$87.00 per month, per connection; and

BE IT FURTHER RESOLVED, that the Sports Center annual Unit Fee be increased to \$448.41 per Unit and the annual Owner Fee be increased to \$27 per Owner, as those terms are defined in the Sports Center Lease; and

BE IT FURTHER RESOLVED, that the Sports Center annual Unit Fee for Ridge at Eagle Crest Owners be increased to \$171.97 per Unit and the annual Owner Fee be increased to \$12.30 per Owner, as those terms are defined in the Joint Use Easement Agreement.

Resolution 2024.11.15-09

The draft 2025 Association Reserve Studies for Facilities (“Attachment 16”), Utilities (“Attachment 17”), and the Water System Infrastructure Repair Estimation Plan or “WIREP” (“Attachment 18”) were recently delivered to directors electronically. Mark confirmed the suggested reserve fund contributions were included in the 2025 budgets. Approval of planned 2025 expenditures will be requested at the first quarter board meeting, continuing the process by which pre-approval is obtained for planned reserve expenditures.

Following discussion and upon motion duly made (MB) and seconded (CE), the following resolution was unanimously approved:

RESOLVED, that the 2025 updates to the Association’s Facilities Reserve Study (“Attachment 16”), Utility Reserve Study (“Attachment 17”), and WIREP Reserve Study (“Attachment 18”) be approved as submitted, with the financial assumptions and contributions as recommended.

Resolution 2024.11.15-10

**SIGNATURE
AUTHORIZATIONS**

Following discussion, and upon motion duly made (MB) and seconded (LH), the following resolution was unanimously approved:

RESOLVED, that Chris Earnest and Curt Heimuller be appointed as authorized signers for the Eagle Crest Master Association, effective for calendar year 2025.

Resolution 2024.11.15-11

**RESERVE FUND
INVESTMENTS**

The ECMA Board Operating Procedures state “Determination of reserve fund placement will be based on analysis of the reserve fund balances and the Board-adopted Association reserve studies, updated annually, that project near and longer term estimated contributions and expenses. At least annually the Board of Directors will adopt a resolution identifying authorized officer(s) and/or agent(s) to conduct this analysis and make the resulting fund placements.”

Following discussion, and upon motion duly made (LH) and seconded (CE), the following resolution was unanimously approved:

RESOLVED, that the Board adopts the reserve fund investment policy and authorizes Chris Earnest, Curt Heimuller and Mark Owings to conduct analysis and placement of Eagle Crest Master Association reserve funds, effective for calendar year 2025.

Resolution 2024.11.15-12

**UNFINISHED
BUSINESS**

**RESORT SPORTS
CENTER
FOUNDATION ISSUE**

Marrissa reported the Vacation Resort Owners Association has approved funding the sports center foundation work out of the Sports Center reserve fund. Kacy indicated he has received initial costs of \$55 per linear foot for the recommended snow guards and, due to the high cost, is looking into other options.

**TENNIS/PICKLEBALL
USAGE POLICY
REVIEW**

Marrissa provided a review of the pickleball usage policy (“Attachment 19”). No changes were made to the policy.

NEW BUSINESS

**RESORT RESOURCES,
INC. 2025 TASK
ORDERS**

The Resort Resources, Inc. 2025 task orders will be provided for approval via consent resolution or at the next board meeting.

**OTHER NEW
BUSINESS**

Directors set the following dates for 2025 regular meetings:

1st Quarter – Friday, March 14, 2025

2nd Quarter – Friday, June 13, 2025

3rd Quarter – Friday, September 26, 2025

2025 Annual Meeting – Saturday, September 27, 2025

Budget Study Session – Friday, October 24, 2025

4th Quarter – Friday, November 14, 2025

EXECUTIVE SESSION

Following discussion and upon motion duly made (DH) and seconded (LH), the following resolution was unanimously approved:

RESOLVED, that the Board adjourns to executive session to discuss contract negotiations.

Resolution 2024.11.15-13

Bill confirmed that action, if any, would be taken in open session. Management company staff members were asked to attend the executive session.

Bill reconvened the meeting in open session at 11:51 a.m.

Following discussion and upon motion duly made (MB) and seconded (DH), the following resolution was unanimously approved:

RESOLVED, as the Joint Use Easement Agreement was reviewed and approved in concept, the President is hereby authorized to sign the final agreement.

Resolution 2024.11.15-14

ADJOURNMENT

There being no further business, the meeting was adjourned at 11:52 a.m.

Secretary to the Association