

MASTHOPE MOUNTAIN COMMUNITY POC

GENERAL MEMBERSHIP MEETING AGENDA

NOVEMBER 14TH, 2020 10:00 AM in the Lodge and/or Teleconference

- 10:00 Reading of the teleconference and voting procedure
- 10:03 Meeting called to order & salute to the flag
- 10:05 Approval to waive the reading of the July GMM Minutes
- 10:07 Approval of July General Membership Minutes
- 10:10 Treasurer's Report
- 10:20 Approval of Bylaw changes with board approval
Motion 1: Revision of Article V of the Bylaws (clarification of reference to Appeals Committees)
Property Owners Motion: To remove grandfathering from the Property Owners Handbook
- 10:40 President's Report / Questions
- 11:00 Management Team Report / Questions
- 11:20 General Questions from Membership
- 12:15 Old Business
- 12:30 New Business
- 12:45 Voting Results
- 1:00 Adjournment

COMMITTEE OF THE WHOLE RULES OF ORDER

Standing Rules:

1. Each person shall have a maximum of two minutes at the microphone.
2. Each person shall speak no more than two times on the same issue.
3. Decorum in debate shall be maintained at all times.

Rules of Order:

The business of the community is conducted in an orderly manner, following the set of rules specified in the governing documents of Masthope Mountain Community. The following are some important concepts with which you should become familiar

1. The Chairman's role is to run the meeting in an impartial manner, following the rules established in our governing documents.
2. Motions to be added to the agenda need to be raised following rules established by the community in our Bylaws.



**MASTHOPE MOUNTAIN COMMUNITY
PROPERTY OWNERS COUNCIL**

196 Karl Hope Boulevard
LACKAWAXEN, PA 18435

PHONE (570) 685-4790 • FAX (570) 685-2701

E-mail: masthope@ltis.net

Website: www.masthope.org

October 9, 2020

Dear Property Owners,

You are receiving this letter to notify you about the General Membership Meeting which will take place on Saturday, November 14, 2020 at 10:00 AM at the Lodge and teleconference. Two main items on the agenda are the amending of the By-laws and a Property Owners Motion for a Handbook/Rules Change. Sign ins will begin at 9:00 AM.

Explanation of these items are included in this mailing. If you cannot attend the meeting, and you are a member, in good standing, you may mail in the Directed Proxies which are enclosed. Instructions as well as a pre-addressed envelope are included. This will assure you that your vote will be counted as you express. Directed Proxies will count towards the quorum.

**NOTICE OF QUORUM REQUIREMENT
AND ADJOURNED MEETING PROCEDURE**

The meeting will be called to order at 10:00 AM. If there is an absence of quorum, the Chair will wait 15 minutes and call the meeting to order again at 10:15 AM. If there is still no quorum the Chair will then wait an additional 15 minutes and finally call the meeting to order at 10:30 AM. If no quorum is present at that time, then those members present may set the date for a new meeting not less than 30 days after the scheduled meeting at which time the agenda shall remain the same.

The General Membership Meeting, Saturday, November 14th at 10am.

To join an audio conference call:

1. **Dial (720) 740-9528**

Please note: All lines will be muted until the Q&A portion of the meeting.

Q&A Session Instructions

Keep in mind all lines will be muted until the Q&A portion of the meeting.

1. **When** the Q&A Session is announced:
2. Press * 6 to ask a question
3. Press 1 to place yourself in the queue
4. Wait to be called on by the moderator:
 - a. Moderator will **unmute** your line for the duration of the question.
 - b. Questions will be answered in the order received.
 - c. Our regular 2-minute time limits will be followed.
 - d. One question period per member.

We are **looking** forward to seeing you on November 14th.

Dan Clark
Chairman

June Carrozza
President



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October 10, 2020

Since our last GMM in July, the community has continued to follow the Covid-19 restrictions from the State and Local governments. This summer was very unusual, but the community rose to the task and together with our staff and management made the use of our amenities a success, with usage shifts at the beach and pool, wristbands, and socially distant seating. Yes, there were some difficult moments, but our management team and staff did an awesome job. The board thanks the Department Managers and their staff, and everyone on the management team for their outstanding service during a hectic and thoroughly unpredictable time this summer.

The community is extremely popular and finding eager buyers was not hard, with over 100 homes sold, both new builds and older homes. The pool expansion has begun, and we hope to have completion by next summer. Ski is in motion preparing the mountain for the opening of ski season. To make this a successful season, there will need to be changes, new technology, COVID-compliant processes and we will all have to work together. We will have updates as we progress through the season with Covid-19 guidelines. RMC and the BOD are watching our budget closely. We are not where numbers usually are but are maintaining.

I want to remind everyone that we have a new draft Declaration that needs approval. In this mailing, you will find a letter by Tom Carasiti, who has been chairing our Document Review Committee. The case for our new Declaration is strong, but it has to pass a high hurdle for approval. Both our existing covenants and the new draft can be viewed on masthope.org under property owners. The board encourages you to submit your Consent Form together with your proxy!

There are two other items for your consideration. The first is a bylaw change recommended by the Document Review Committee that clarifies the distinction between the existing Appeals Committee and the Environmental Control Appeals Committee.

The second motion is presented by the Property Owners for a handbook and rule change, about removing all grandfathering from the Property Owners Handbook dealing with prior BOD motions on grandfathering.

The BOD recommends approving these motions. Please continue to wear a mask and socially distance when near staff. We are doing this to keep everyone safe.

Hope to see you all on the mountain soon.

Regards,

June Carrozza
President

Treasurer's Report for Period Ending August 31, 2020

Unaudited

Collections - YTD

	Aug 19	Jul 20	Aug 20
Total	2038	2034	2034
Billable	1718	1714	1714
Paid in Full	1434	1396	1414
Percent	83.5%	81.4%	82.5%
Outstanding - Lots	284	318	300
Outstanding - Dues	\$316,872	\$467,754	\$325,190
Total Bad Debt Lots	31	31	31

Unrestricted Income and Expense - YTD

	Aug 19 YTD	Jul 20 YTD	Aug 20 YTD
Revenues to date	\$2,589,342	\$2,439,589	\$2,570,393
Expenses to date	\$979,693	\$627,613	\$883,633
Net Surplus (deficit)	\$1,609,650	\$1,811,977	\$1,686,760
Margin (Net/Revenue)	62.2%	74.3%	65.6%

The Summit - YTD

Revenues to date	\$723,549	\$341,493	\$534,997
Expenses to date	\$667,978	\$318,174	\$463,324
Net Surplus (deficit)	\$55,570	\$23,320	\$71,672
Inventory	\$36,555	\$37,082	\$34,147

The Market Place - YTD

Revenues to date	\$226,399	\$138,687	\$205,986
Expenses to date	\$216,455	\$123,170	\$182,526
Net Surplus (deficit)	\$9,944	\$15,517	\$23,460
Inventory	\$10,805	\$22,379	\$20,764

Summit/Market Net Surplus (Deficit)

	\$65,514	\$38,837	\$95,133
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Dear Masthope Member:

Our Community needs your help to approve the draft Amended and Restated Declaration of Covenants, Easements, and Restrictions (Declaration). Here's why:

The Declaration, Masthope's most important and senior document, is still the original from over 40 years ago. It was created by a for-profit development corporation in two parcels 4 years apart with 2 Declarations, i.e. Masthope Rapids (1974) and Falling Waters (1978). It has become outdated in several ways not the least of which, after the development corporation bankruptcy in the 90s, the community became a non-profit and membership managed Association. The Declaration is overdue for an update that reflects the current operations and positions us for the future.

In Spring 2019, the Document Review Committee (DRC) completed a draft Declaration. We used the Masthope Rapids and Falling Waters Declarations as primary sources for the draft, and updated the document so that it aligns with current community practices and legal requirements and terms. Masthope's Legal Counsel, Management, ECC and Board members were all represented and participated in writing the draft. We produced a document that is now better positioned to be the foundation for the future of our community.

The draft Declaration was announced and presented online from July thru November 2019 for community comments. A Townhall was held after the November GMM for further questions and comments. Afterwards, final edits were made based on the comments from community members. The draft was approved by the Board for community vote in December, then copies and consent forms were mailed in December to all 1700 plus lot owners. The POC posted the draft Declaration on its website. Additionally, we posted the two source Declarations and two FAQs from your questions, comments, and two Townhalls regarding the draft (<http://masthope.org/draft-declaration.aspx>). We'll continue to add supplemental FAQs as your questions or comments come in.

Changes to the Declaration require a super majority (66 2/3 %) of all lot owners to approve. That's about 1200 consenting votes. For our community that's a high bar to achieve especially since only about 300 votes are cast at GMMs for Bylaw changes. To date, we have received only 345 consents. To align our senior document with current procedures and better position our community for the future, we need your help. We ask all lot owners to do one of two things: complete the consent form you received in the December mailing, or email your question about the draft Declaration to boardpresident@masthope.org. **We need about 855 more completed consent forms to have the draft approved.** If you need another copy, you can download from the web page noted above or contact the POC. On behalf of the Board and all our members we thank you very much.

Sincerely,

Document Review Committee

Petition to remove Grandfathering clauses from Handbook

We, the Masthope Community Homeowners, petition to have a motion added to the Fall State of the Community General Membership Meeting agenda. We feel that Masthope Mountain Community should adhere to the Bylaws which states that the Association shall have one class of membership. The sections of handbook that define and permits Grandfathering allows for different classes of members with different privileges.

At present, the current Bylaws state:

Article 1. B. 1 - Membership.

- 1. The Association shall have one (1) class of membership, under the general plan of servitudes established in the Covenants, Conditions, and Restrictions for Masthope Rapids and Falling Waters at Masthope (the "Declaration"). The terms of the Declaration are specifically incorporated in these Bylaws by this reference, as they appear in all deeds for properties located in Masthope Rapids and Falling Waters at Masthope, Pike County, Pennsylvania (the "Community"). Membership is automatic upon owning a Lot in the Community bound by the Declaration.*

The handbook contains two sections that violate the bylaws:

V.D.11

Any individual or families that have established membership rights prior to May 22, 2004, will not be affected by these rules changes: they shall be "grandfathered". Upon sale/transfer of the "grandfathered" property the 12 pass per lot motion will apply.

X.B.11

In the event a property owner was allowed to register more than four ATVs in the fiscal year 2003-2004, said property owners shall be allowed to register that number of ATVs or replacements of ATVs. This rule applies to only ATVs which have been registered each year, failure to register annually will result in the number allowed to be decreased to the number consistently registered.

Currently "Grandfathered" homes are exempt from certain limitations that are imposed within the community. These homes are not limited to 12 passes and are permitted to register unlimited owner passes at no additional cost. Grandfathered homes may also list multiple families on their deed. These homes have multiple family names on the deed, pay one set of dues, and get unlimited passes. Other examples of grandfathering include boats larger than the allowed on the lake and homeowners permitted to register more than four ATVs.

We petition to add the following motion to the November General Membership Meeting because in Masthope we are one class of membership and should pay the same set of dues and need to be treated equally.

Motion: Therefore, be it resolved, that pursuant to Article 1.B.1, the Association shall have one class of membership and therefore, Sections V.D.11 and X.B.11 shall be removed from the Property owners handbook effective immediately. All members shall be required to conform to ID pass limits and boat/ATV restrictions by May 1, 2021.

Pursuant to the following sections of the By-laws we present the required signatures to have the motion listed above added to the agenda of the November 14th General Membership meeting.

ARTICLE II ASSOCIATION: MEETINGS, QUORUM, VOTING AND DIRECTED PROXY

- I. Placing an item on the agenda. In addition to all Board agenda items, members shall have the right to add a motion to the agenda of any regularly scheduled meeting of the Association by presenting a petition containing the signatures of at least twenty-five (25) members in good standing to the Board of Directors at least sixty (60) days in advance of the meeting.*
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LOT OWNER'S IRREVOCABLE CONSENT

TO THE AMENDED AND RESTATED

DECLARATION OF COVENANTS, EASEMENTS, AND RESTRICTIONS FOR MASTHOPE MOUNTAIN COMMUNITY

This is a lot owner's irrevocable consent regarding the Masthope Mountain Community, a planned community located in Lackawaxen Township, Pike County (the "Community"). This consent is delivered irrevocably to the Board of Directors of the Masthope Mountain Community Property Owners Council (the "Association") by the persons who signed it, and shall be binding on the signers, and their respective heirs, successors and assigns.

Owner's name(s): _____

Owner's Address: _____

Owner's Masthope Property Lot No: _____

Background: The Association is the duly organized association of lot owners in the Community. Masthope Rapids, Inc. and its successor, Falling Waters at Masthope, Inc. (the "Declarants") created the Community by recording a Declaration and series of amendments for the Community (collectively the "Declaration"). The current Declaration, as amended, is dated May 23, 1978 and is recorded in the Office of the Recorder of Deeds for Pike County, Pennsylvania in Deed Book 627 at Page 49 et seq. (the "1978 Declaration"). The Community is also governed now by portions of a 1997 Pennsylvania statute titled the Uniform Planned Community Act, 68 Pa. C.S.A. 5101 et seq. (the "UPCA").

The 1978 Declaration is quite outdated. It needs to be updated to integrate best practices in the industry, the strategic plan for the Community, certain UPCA legal standards and other concepts already made part of the Association's Bylaws. To that end, the Association's Board of Directors authorized and has overseen a comprehensive effort to prepare a new Declaration for the Community titled an Amended and Restated Declaration of Covenants, Easements and Restrictions (the "new Declaration"), which has also been the subject of an educational outreach effort by the Association to all members of the Community.

A copy of the proposed new Declaration is enclosed with this Irrevocable Consent form and is intended to replace the 1978 Declaration for the Community. While you should read this new Declaration carefully, some of its highlights are also stated in the Executive Summary enclosed with this Irrevocable Consent form.

For the new Declaration to become effective, it must receive the written approval by Lot Owner(s) to whom a minimum of sixty-six and two-thirds percent of the votes in the Association are allocated. The new Declaration has already been approved by the Board of Directors. The Association's Board of Directors recommends that you approve the new Declaration by signing this Consent form.

Owner's Consent: I/We hereby **APPROVE AND CONSENT** to the new AMENDED AND RESTATED DECLARATION OF COVENANTS, EASEMENTS AND RESTRICTIONS FOR MASTHOPE MOUNTAIN COMMUNITY. The Board of Directors of the Association is specifically authorized to execute and record the new Declaration, as directed by this Irrevocable Consent.

Owner Signature(s): _____

Date: _____

Note: Have at least one or all persons who hold title to the property sign this document as evidence of their consent. Please sign in ink. If you own more than one Lot, please sign a separate consent form for each lot. Use the envelope provided to mail form to the auditor (or mail to: William Owens & Co. CPA, 5 John Street Floor 2, Carbondale, Pa. 18407). No forms can be accepted if mailed or delivered to Masthone POC.

