

HIDDEN LAKE ESTATES
HOMEOWNERS ASSOCIATION
RESOLUTIONS OF THE BOARD OF DIRECTORS
Effective March 3, 2022

At the board meeting held in person at 6:00 p.m. on March 3, 2022, pursuant to the authority granted to the Board of Directors in the governing documents and the Planned Community Act and Nonprofit Corporation Act of Oregon, the board resolves as follows regarding certain communications and approvals regarding Lot 23, owned by Bill Gaffi and Linda MacPherson, other clarifications of the CCRs, and engagement of general counsel and other matters:

1. **RESOLVED** that the Board of Directors acknowledge and ratify the approval issued by Architectural Control Committee on November 16, 2010 to Mr. Bill Gaffi regarding his proposed changes to landscaping, addition of a vineyard, and construction of improvements on Lot 23. A copy of the 2010 approval letter and site plan that was attached to it is attached to and made a part of this resolution. We acknowledge that he has reasonably relied upon this approval and has constructed the proposed improvements and made investments for a vineyard to be grown on his Lot and over his easement area on Lot 21.

2. **RESOLVED** that the Board of Directors ratifies the communication sent to Mr. Gaffi's attorney, Jacob Zahniser, by the Association's litigation counsel, Jeff Seymour, on February 24, 2022 at 8:48 AM, a copy of which is attached to and made a part of this resolution. The Board further resolves that the intention of the communication was to provide assurances to Mr. Gaffi that the Board does not oppose his planting a vineyard on Lot 23 and over his easement area on Lot 21. Our position is that whether or not individual owners or directors oppose such plans, unless construction of buildings or recontouring of the Lot is involved or other nonconformity with the CCRs that we do not anticipate or know about at this time and that would require our action, the planting grapes on a Lot in HLE in and of itself is not within the scope of the Board's authority. The Board confirms that it does not and will not consider a grapes as customarily grown as a hedge, fence, or "other vegetation" subject to the restrictions in the CCRs Paragraph M(15).

3. **RESOLVED** that Board of Directors acknowledge that subject to the specific restrictions set forth in the CCRs of Hidden Lake Estates Paragraph M, planting a vineyard or other crops is a permitted use as provided in the CCRs of Hidden Lake Estates Paragraph M(4)—Business and Commercial Uses and that customary preparation for a crop or vineyard (short of recontouring a Lot by terracing hillsides or changing the general grade of a Lot) does not require Board or Architectural Control Committee approval, in accordance with Paragraph M(22). The Board acknowledges that other restrictions set forth in Paragraph M may apply to any given agricultural enterprise. The Board of Directors invites any owner with plans to plant a vineyard or other crop, or to make improvements to their Lot, to share their plans if they wish to receive further assurances.

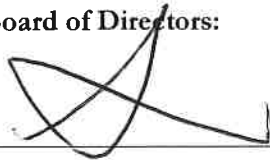
4. **RESOLVED** the Board of Directors engage the firm of Michelle D. Da Rosa LLC for general counsel for the Association and legal advice focused on real estate, title, and association law and other areas of expertise that Michelle has. The Board of Directors acknowledges that Michelle had represented Bruce Bosch in respect of real estate, association, and title issues in connection with litigation against Pollywog Bog LLC to which the Association is a co-plaintiff, and to the extent that she has waivable conflicts related to that representation, the Board resolves to consent to such conflicts. The Board also acknowledges that Michelle currently represents another Lot owner in Hidden Lake Estates in unrelated matters.

5. **RESOLVED** that the board will meet with Bill Gaffi and Linda MacPherson as soon as possible to negotiate basic terms of a written easement agreement for the area near and around the Lake.

6. **RESOLVED** after coming to easement agreements as possible with owners of Lots 21 and 23, the board intends to put to a vote of the membership having the Association quitclaim the fee title (but not the easements established in the original CCRs and Phase 1 Plat) to the parts of Tract A replatted into portions of Lots 21, 23, and 24 to clear the cloud on title to those Lots resulting from questions of ownership of the Tract when it was re-platted in 2005.

7. **RESOLVED** to (1) strive to have proper minutes taken at every board meeting and to post all approved minutes on the association's website in a timely way going forward; (2) re-negotiate the association management contract with Superior to include additional services, not just financial services.

Board of Directors:



Amy Snow

Dale Coppage

Cody Olson

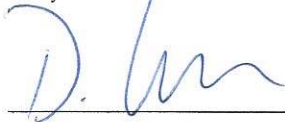
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Board of Directors:

Amy Snow

Dale Coppage



Cody Olson

Hidden Lake Estates Homeowners Association
15201 S Lake Ridge Way
Oregon City, OR 97045

November 16, 2010

Mr. Bill Gaffi
17482 S Garden Lane
Oregon City, OR 97045

RE: **Landscape and Architectural Review**

Landscape and Architectural Review Committee

Dear Mr. Gaffi,

The members of the Landscape and Architectural Review Committees have reviewed your application and conceptual drawings submitted on 11/10/10 regarding the proposed changes to the landscaping and addition of a vineyard located at 17482 S Garden Lane Oregon City. With the compliance of the following notes the proposed changes will become compliant with the standards set forth in the Hidden Lake Estates Homeowners Association Restrictions and Covenants.

The CC&R's for Hidden Lake Estates do not allow barns to be constructed on any property in Hidden Lake Estates, your property however, which includes an existing barn, was grandfathered into the Hidden Lake CC&R's and therefore is exempt from this requirement.

Access to the vineyard shall be limited to Garden Lane Drive. This would include permanent and part time labor force and public visitors.

Restrictions and Covenants for Hidden Lake Estates:

Item #4 Page 9 & 10 Business and Commercial Uses: "No trade, craft, business, profession, commercial or similar activity of any kind shall be conducted on any lot that is not permitted by the applicable zoning ordinances, nor shall any goods, equipment, vehicles, materials or supplies used in connection with any trade, service or business be kept or stored on any lot, without proper screening and storage as approved by the Architectural Control Committee....."

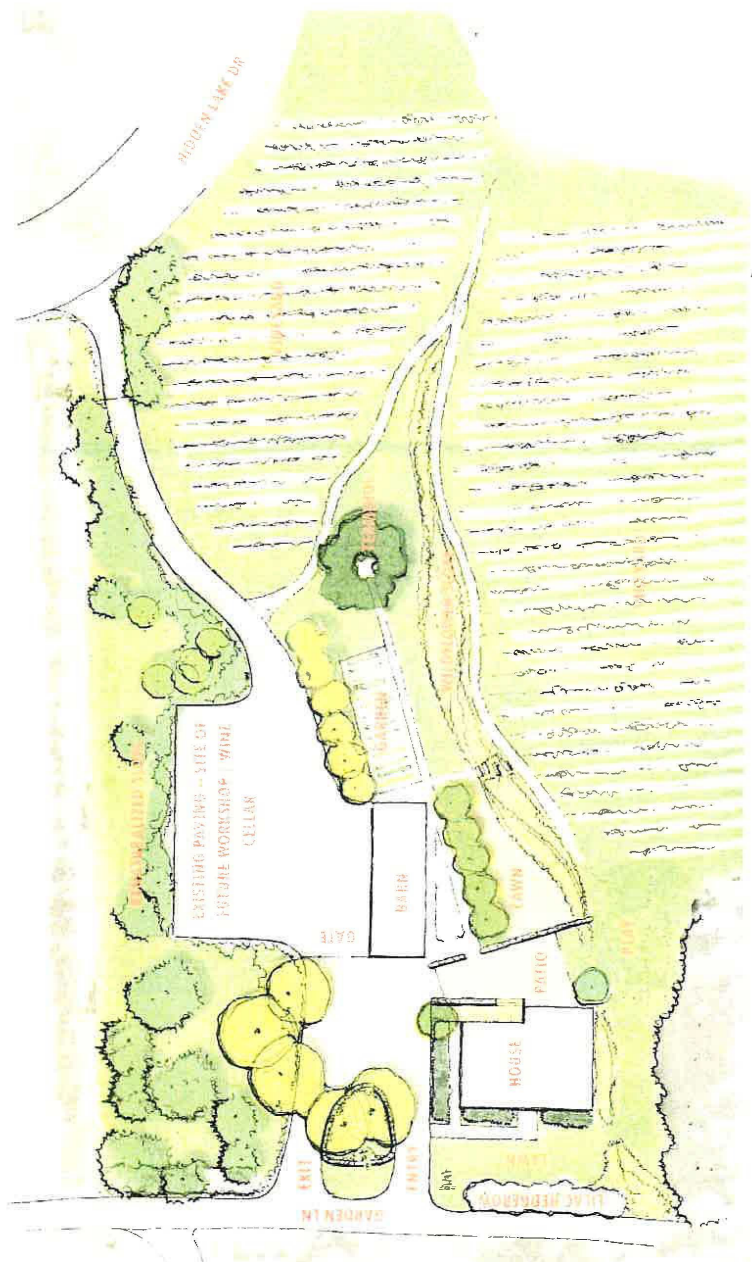
Item #7 Page 11 "No signs shall be erected or maintained on any lot....."

If you have any questions please feel free to call a member of the Landscape Review Committee or the Architectural Control Committee.

Thank you,

Darrell McNeel
(503) 631-8525
Darrell@cepdx.com

Bruce Ament
(503) 631-8444
BAment2001@aol.com




 MACPHERSON - GRAFT READING
 ARCHITECTS
 1000 WEST 10TH AVENUE
 DENVER, CO 80202



Exhibit to Board of Directors Resolutions: 3-3-22

From: Jeffrey Seymour <jeffseymour1@earthlink.net>
Sent: Thursday, February 24, 2022 08:48
To: Jacob Zahniser <jacob.zahniser@millernash.com>
Subject: Comments from the board

Jacob,

On behalf of the Board of Directors of the Hidden Lake Estates Homeowners Association, we are sending this communication to you as counsel for Bill Gaffi and Linda Macpherson (“Gaffis”). We’re asking you to pass along this communication to them, with the hope it clears up some misunderstandings they may have.

The board of directors wants to assure the Gaffis that the board does not oppose their plans to plant a vineyard. They believe that the Gaffis have the right to plant a vineyard on their Lot 23 and on Lot 21 to the extent of their easement rights, and that they intend to continue to conform to the restrictions and limitations otherwise imposed in the CCRs for business operations. They look forward to the addition to the landscape and aesthetics of Hidden Lake Estates that the Gaffi’s vineyard would provide.

The board regrets that their request in an email sent to the Gaffis October 22, 2021 to discuss their vineyard plans may have been misconstrued. They did not receive a response from the Gaffi’s about the request then, but understand that now there are rumors and petitions circulating that incorrectly represent that the board opposes the Gaffis’ vineyard. By sending the request the board was not suggesting that planting the vineyard was subject to Board or ARC approval. On the contrary, the board recognizes that planting a crop is allowed under RR5 zoning, which is the criteria for permissible use generally under the CCRs. They do not believe that planting the grapes for commercial sale is otherwise prohibited under the CCRs. They have not communicated directly to the Gaffis nor resolved officially that the Gaffis should not plant their vineyard as soon as they like. The board believes there are issues that might arise that could benefit from our working together. Some are addressed in our suggested easement agreement. We are confident those issues can be worked out with the Gaffis at this time.

The board also wants to assure the Gaffis that this board of directors is willing to confirm and stand by the ARC’s 2010 approval of the project proposed then for improvements to be constructed on Lot 23. Furthermore, they have no information leading them to believe that the Gaffis are in

violation of the 2010 ARC approval or of the CCRs at this time. As they would for any other owner in Hidden Lake Estates, should a violation occur in the future, they reserve the right to take appropriate action in an even-handed fashion. Under section R(8) of the CCRs, any ARC approval for proposed work is automatically revoked a year after issuance, unless construction of the work has been started. We understand that the Gaffis constructed the improvements they had proposed and in reliance on the approval of the ARC committee in doing so. They will honor the ARC's 2010 approval.

The board wants to learn more about the vineyard project. Two of the current board members were not members in 2010, and two of them were not residents in HLE back then. Several new homeowners are not familiar with the vineyard plans. The board needs to understand the plans in order to address questions from those, and all residents.

The board would like to clarify that they have concluded under legal counsel that the Association still has easements and interests over the portions of Lots 21 and 23, that were originally part of common property Tract A. Those easements are the ones which the Association has requested the Gaffis confirm in the agreement we have presented for the Gaffis' consideration. The easements are limited to HOA maintenance, access, storm water, and general recreational use and enjoyment.

Thank you for reviewing this with your clients and getting back to me at your earliest convenience. We look forward to working with you and the Gaffis on this, and would like to see development of the vineyard begin soon..

Jeff

Jeffrey S. Seymour

Attorney at Law

(address and phone numbers redacted)