

**Board Meeting**  
**Strawberry Hill Estates Homeowners Association**  
**Wednesday September 9, 2015, 11:00 a.m.**

A meeting was held of the Strawberry Hill Estates Homeowners Association at the above time, at the home of the Secretary, 10630 Indianola. The meeting was called by electronic mail and text, and all Board members received the meeting request and replied with their availability to attend.

The meeting was called to order by Motion at approximately 11:00 a.m.

Those in attendance at the meeting were:

**Strawberry Hill Estates Board**

President: David Walmroth, 734-478-5175 david.walmroth@gmail.com  
Vice President and Secretary: Mary McLaughlin 734-646-5363 memc@ieee.org  
Treasurer: Craig Mestach 734.417.9224 tsstitanic@gmail.com

**Others in Attendance:**

Amanda Cole, Estates  
Larry Gauthier, Estates  
James Roach, Estates (Arriving later than 11:00 a.m.)

Mr. Walmroth opened discussion with a suggested agenda to include

1. A confirmation of his and Mr. Mestach's decision to hire Jim Roach to file a Temporary Restraining Order (TRO) and initiate litigation against the Coles for starting construction on the building on their property;
2. Confirmation that the board speaks as one voice;

Ms. McLaughlin said she wished to add to the agenda to include:

3. What happened with the TRO and lawsuit, i.e., she understood when she received documentation from Mr. Roach the day before that these were documents for review by the Board and that they had not yet been filed.
4. If the TRO and lawsuit were indeed filed, under what authority did Mr. Walmroth and Mr. Mestach do so, i.e., Board meeting and vote?

Mr. Mestach stated that he wished to add to the agenda to include:

5. Discussion on upholding the Rules as written, and making changes appropriately when possible.

Mr. Gauthier asked whether each Board member have a vote on an issue, or if each *position* has a vote. The Board members said it was a good question, and that probably it was each member, and they would proceed with this understanding.

Mr. Walmroth started with a request that the Board confirm they speak with one voice, and communication should not be forthcoming from the Board, as statements from the Board without agreement of the Board Members. Mr. Mestach agreed, and Ms. McLaughlin agreed, noting that open meetings and transparency should be our guide, since we represent a group of neighbors and are not a for-profit with corporate secrets or revenues to make and protect.

Mr. Walmroth continued with a Motion to reaffirm hiring Jim Roach and his lawfirm to file the TRO and Complaint. Mr. Mestach seconded the motion. Ms. McLaughlin requested discussion and clarification to include:

- Was there a Board meeting called to make this decision? She noted was not informed of a Board meeting, and in fact had informed the Board that she would be out of town and unreachable from late Wednesday 9/2 through part of the Labor Day weekend.
- Was there an expense estimate made and/or limit placed on Mr. Roach's work for the TRO and litigation?

In reply to these questions, Mr. Walmroth answered that there was a "series of board meetings" but he could not recall exactly when or where. He said that Ms. McLaughlin was informed. She replied that she in fact was not informed, and in fact had informed the Board that she would be out of town and not easily reachable from late Wednesday 9/2 through part of the Labor Day weekend. She noted, however, that when she returned she had several calls from Mr. Mestach requesting a call back to him, but that no details were provided, and certainly no Board meeting was requested. She also confirmed that she had no email or texts from Mr. Walmroth, Board President who would typically call a Board meeting, nor communication from any others attempting to set a Board meeting. She noted that while she was difficult to reach on cell in northern Ontario, she could have received email, and she received none requesting a Board meeting. She also noted that she was home on Sunday 9/6. The lawsuit was filed by Mr. Roach on Tuesday 9/8 at approximately 3:00 p.m. She stated there had been plenty of time to call an official Board meeting and inform her of Mr. Walmroth and Mr. Mestach's plans.

Mr. Mestach said that he had talked to Jim Roach about the projected expenses for his work on this matter, and that the filing would be \$150, and Mr. Roach said fees would be \$500-\$1000 or slightly more.

Ms. McLaughlin asked to restate the Motion to reaffirm Mr. Walmroth's and Mr. Mestach's decision to file a TRO and lawsuit against the Coles and to put in boundaries and detail to include:

- Stating the date of the Board meeting where Mr. Walmroth and Mr. Mestach made the decision to litigate;
- Paying Mr. Roach for work done to date;
- Confirming that the expense for Mr. Roach's work would not exceed \$1200;
- That the neighborhood would hire counsel outside the neighborhood if litigation were approved and continued and that counsel be accessible to us (Mr. Walmroth's stated concern);
- That Mr. Roach's work does not include anything related to subsequent litigation after the 9/17 hearing.

Discussion on Ms. McLaughlin's changes to the Motion were heard, and Mr. Mestach stated that nothing on the estimated costs were in writing, and so they could not be in the Motion; Mr. Walmroth did not want to agree to hiring a different attorney at a future time for ongoing litigation.

The Motions were edited and typed out. All parties (including Mr. Roach who had now appeared) reviewed the Motions which are attached to these Minutes.

The meeting was called to a close by Motion and Second at approximately 12:30.

Respectfully submitted,

Mary Eileen McLaughlin.  
Vice President and Secretary  
Strawberry Hill Estates Homeowners Association.

Note: A clarification of the information in the Motion #2 approved by the Board, i.e., Mr. Roach's statement that the Court allows only one individual to sit with the attorney at the table during a hearing and that it must be a Board member. Ms. McLaughlin called the Livingston County Court Clerk and Administrator. The Administrator, Ms. Peggy Toms, stated that the Court would never instruct a Plaintiff on who could or could not sit with the attorney, and that there is no Court rule or restriction for only one person to do so. McLaughlin asked if at a hearing where an Association was the Plaintiff, and there was a Board, if an Association Member could sit with the attorney. Ms. Toms confirmed, again, that the Court places no restriction. She further noted that the audience area is open to any of the public, and that the Judge could choose to ask questions of any person in the courtroom, including the audience, people at the table, etc.

**Motion #1 at Board Meeting 9/9/2015 11:00 a.m.**

The Motion before the Board is to reaffirm the majority decision of the Board at a Board Meeting on \_\_\_\_\_ (date) at which one Board Member was not present, to hire Jim Roach and his law firm to initiate and prosecute litigation to enforce the Building and Use Restrictions of Sub. 1 regarding the Coles' request to build a 40x60 outbuilding.

Dave Walmroth: Yes.

Craig Mestach: Yes.

Mary Eileen McLaughlin: No.

The Motion was carried by majority vote.

**Motion #2 at the Board Meeting 9/9/2015**

The Motion before the Board is to have Craig Mestach be the Board's representative at any hearings. It was advised by Jim Roach that only one individual may represent the Association, and that the individual should be a Board Member.

Dave Walmroth: Yes.

Craig Mestach: Yes.

Mary Eileen McLaughlin: No.

The Motion was carried by majority vote.

NOTE: Date for the Board Meeting referred to in Motion #1 will be provided by Craig Mestach or Dave Walmroth.