

LONG HILL ESTATES OWNERS ASSOCIATION
ANNUAL MEETING MARCH 10, 1993

PRESENT: Lee Bruder, President; Hazel Hafeli, Secretary; Rita Lynch, Katy Forry, Don Lagerquist, Edward Lee, Eleanor Webber, Harry Ray, Mary Lou Miley, John Miley, Robb Wray, Bill Tucker, Atty. for Woodmaster.

A motion was made and seconded to waive the reading of the minutes of the last meeting.

A motion was made and seconded to waive the reading of the Presidents report.

Both of the above motions were approved unanimously.

TREASURERS REPORT: Harry Ray read the Treasurers Report. Cash on hand as of December 31, 1992 was \$3845.54. Total paid to On the Mark for Lawn and Road Maintenance was \$3676.81. Total paid to On the Mark for 1993 to date is \$6367.24, due to the heavy amount of snowfall. This has used the surplus which is built into the operating fund. This budget doesn't touch the operating fund which is a balance of \$3921.03.

Dues are being paid promptly and can be left at \$88.00 per month for the time being.

The Treasurers report accepted.

Furnaces must be cleaned yearly. Robb Wray will call Keene Gas for prices regarding cleaning. Robb will also call Rymes Heating for a comparison figure. Perhaps if all unit owners use the same service a better price can be had.

Katy Forry reported some shingles have fallen from the roof of her unit. This becomes a problem for the Association.

Presently there is a total of 16 units occupied. Eleven of which are owned and five rented.

A committee was formed to work on what options we might have for the field. Suggested was either a floral area or construction of a tennis court. Named to the committee was Robert MacNevin, Rita Lynch and Katy Forry. Lee Bruder will meet with the committee. In order for Woodmaster to do anything other than a tennis court would require unanimous approval of the homeowners. Woodmaster would also have to go back to the Planning Board in Peterborough for approval of the change in plans. With the unanimous approval of the owners, there probably would be no problem in getting their approval.

NEW BUSINESS: Katy Forry was re-elected to the Board of Directors for a 3 year term.

Lee: Item #2 under New Business is to consider the following resolution:

"That the Unit Owner's Association amend the Declaration of Condominium of Long Hill Estates at Peterborough, for the purpose of extending the time period for conversion of the convertible land in the condominium until ten (10) years after the date of recording of the original Declaration, and that the Unit Owners' Association hereby adopts the proposed amendment to the Declaration of Condominium of Long Hill Estates, a copy of which is attached to accomplish such purpose" and we'll turn the floor over to Attorney Tucker.

Tucker: I guess I will speak to the issue of the 5-year period within which all of the convertible land, that's all of the phases which need to be declared as built as condominiums, is going to expire next January. I think it's clear to everyone, at least it's clear to the owners,-----The State Legislature a year and a half ago, foreseeing this problem with many condominiums around the state, given the economy and the fact that buildings weren't progressing as all developers and many banks involved in the project had expected, passed a statute permitting the original 5-year period, given under the State Statute, be extended to 10 years. If you started a new condominium today, you could make it 10 years but anyone that was in existence when the Legislature passed the Act, only had five. The Legislature stated that "you can extend the five-years up to ten providing you get a vote of two thirds of the unit owners", and we're asking for two thirds of your vote to extend this and file it with the Registry to get additional five years to build the project out. I can say I have been-----now I'll answer your question-----maybe I won't. Uh, I've been through this with a number of other clients and a number of other condominiums and the question that always comes up is "How fast do you plan to build it out? Can we only give you another two years and then give you another two and then another one, if you need it?". The answer to that is as follows: That the ability to extend with the two thirds vote is only applicable if the voting is taken prior to the expiration of the five years. If the vote is taken after the five years, then any extension requires a unanimous approval by the unit owners", and so as opposed to asking you for a two-year extension, in the hope that we can get it done and everything built, the economy turns around and sales come back; and then be forced to come back and try to get a unanimous vote in 1995, we're asking for the full five years now and all I can say is that we would like to build and sell these units as quickly as possible-----and that's our intention.

John: A question (1) is there two thirds present so that it can be voted?

Lee: Yes, there are eleven owners outside of Woodmaster and the question I had-----

John: You have to have eight present-----

Tucker: We get eight votes-----

Lee: The question is whether or not Woodmaster gets to vote.

Tucker: We get to vote because Woodmaster pays for eight units.

John: The second question is what are the consequences to the Association if it's in the negative and the extension is not granted?

Tucker: What it means to the Association is that we will build whatever we can build and sell prior to next January and then be in a position where we can build no more. Your project will-----

Lee: Without going back to the Planning Board?

Tucker: Never mind the Planning Board. That's it----unless we come and get unanimous approval from all the owners. If we don't get a vote before next January, then we have to-----then what we've built is what we have built.

John: What happens then to the remaining land, etc., and what happens to the units that are not sold that are constructed?

Tucker: Any units that are constructed----I mean, we could take a big flyer; we could go out and build all of them; I mean, next month we can file the plans and build all of them, but then we're as you know sitting with a massive inventory and we just don't-----

John: Let me ask the question then - if it isn't extended, what does Woodmaster plan on doing and then, what are the consequences to the Association? Just so people are aware of what it means about either going forward with the five-year extension, or not.

Tucker: I'll try to answer your questions as fast as I can----and you had one before that I didn't get to and that was, what happens to the land? That's it, the convertible land that has not been converted, the back phases, it is just gone forever.

John: But where is the land going? Is it going to the Association, stay with Woodmaster or what happens?

Tucker: You will all pick up an additional tax bill. Your assessment-----

John: It goes to the Association.

Tucker: No, it doesn't come to the Association. It gets divided among the unit owners.

Lee: It's common area.

Tucker: It becomes common area which means all of you are assessed. Right now we're paying-----

John: It belongs to the Association.

Lee: Yes-----No?

Tucker: Conceptually, you're right but then you're using the wrong technical term, because the Association doesn't own any land. They manage it, right? Each unit owner owns right now 1/20th interest in all the land. But the State law provides that as long as it's convertible land, the declarant, or builder, pays the taxes. Once it ceases to be convertible land, then how many units are there-----well, let's suppose it just stopped at 28, then everyone here would get a 1/28th interest in the convertible land tax bill and the taxes would go up. I have no idea what the town would tax it at now. Certainly, it would not be as much as we're paying on it because right now that land has a greater value because we have the right to build on it.

Katy: Couldn't it be declared current use?

Lee: It has to be a minimum of ten acres-----

Tucker: It has to be a minimum of ten acres but then-----

Katy: -----

Tucker: If it has to-----current, it's an area where I'm not an expert. The current use statute has been amended so that you have to have a plan of current use. It's not like it used to be that you could just have ten acres out back and you could declare them "current use". You have to declare a managed forest plan and all sorts of stuff like that; and whether the land would qualify, I'm not going to hazard a guess tonight. O.K.? That would have to really be looked into-----seriously.

Lee: Now, you said that the convertible lands after five years would become dead forever. Earlier, you also said that after the five-year period you would come back and attempt to get a unanimous vote on an extension from the unit owners.

Tucker: Correct.

Lee: Doesn't that seem to be contradictory?

Tucker: No, once the five years expires, we cannot do anything without unanimous approval. Up to the tenth year, we have that five-year period to try and get unanimous approval. I can honestly say that in every developers mind that is probably an impossibility. I guess in this community where we're the Agent of 20, it might be possible to get 12 people to agree - but there always seems to be one person who, for one reason or another, doesn't want to go along with something. I will say this is the first time that I've been before a group that's as small as 12 in number. I can truly say to myself that there's no way I'm getting 42 people to agree.

John: But hopefully, in another year-----it'll be larger than 12.

Tucker: Yes, that's right, that's the problem. In another year we fully expect that problem to be something greater. At least, from what we have discerned, the economy is starting to return a little. I guess I'm not as acquainted with the Peterborough market as I am with things in the Manchester area.

Lee: Katy?

Katy: (mentioned the project that Cy Gregg has built)

Tucker: Cy? Cy was a classmate of mine in college. I know him very well.

Robb: I wonder how that would come back on us - in terms of competition?

Lee: Again, in the interest of time, are there any more questions about the effects of the vote, one way or the other, in terms-----yes, Robb?

Robb: See if I understand, if we don't vote to extend the five years, then there's a risk that this is it?

Lee: -----

John: The current plan that has been approved is approved into that ten year period?

Tucker: I believe that we could, I think, renew the approval of the Planning Board. We don't anticipate any problems. I think they know the sequence.

John: You'd go back with the same plan.

Tucker: Yes, we would-----barring some change in the tennis court area.

Lagerquist: Right now, as it stands, from the original plan that was filed we have added a version to change one of the manholes up in back here and we have four lights on the street which is really better and we had no problem. These are the only two items we have. I have discussed it with the Building Inspector and he agrees that it would be foolish for us to re-apply for one year and then re-apply again-----

Tucker: For what it's worth and I guess I'm speaking from my side, I'll give you my experience. There is only one condominium association I know of that has not voted for the extension. That was the Hollis Crossing condos that were built by the Tamposi family, which is in Nashua, which had 481 units and I think of that 390 something or 400 had been built. There were two garden-type apartment buildings and three left to be built.

John: They were all just the garden-type?

Tucker: No, they weren't all the garden-type.

John: They must have been awfully close to it though.

Tucker: There was a mixture of garden-type and town houses. But the three buildings left to be built were the garden-type.

John: Oh, they were the remaining to be built. All the town houses had been put up?

Tucker: Yes, the remaining of those were that, and the people just felt that, you know, their budget was operating fine; they had a 380 to 400 unit complex and they just felt that they would rather see the center left free. There was a sort of a circle in the middle and it was big enough. They said it was big enough. That's the only one I've known of where the owners didn't want to extend.

Lee: Are there any questions or discussion where people want to share their opinions about the proposed resolution?

John: I would say that it is to the benefit of the home owners and the Association, from the long-term marketability of the units and the value, to get the five-year extension.

Tucker: I'll make the motion.

Lee: All in favor-----and we definitely need hands on this one. I'm counting the opposed - 1; abstained - 0; then 14 votes for and 1 against.

Lagerquist: All right, we have some papers. I'll leave them with you and you get them back to me as soon as possible.

Lee: Do we need to explain them to the whole group?

Lagerquist: Yes. Paperwork has been prepared-----

Tucker: No, we don't as we've got the ~~two~~ thirds vote here. The only thing that has to be signed is the Secretary's Certificate, which is on the last page, because there was a vote that got the two thirds. The next to the last page was put there so that we could get the consent of any unit owners who weren't here----if we needed them to get the two thirds.

Lee: So you need to sign each copy?

Lagerquist: And retain one.

Katy: May I ask why Woodmaster changed its name to Retsamdoow, which is Woodmaster spelled backwards.

Tucker: Ah, you figured that out. Yes, let me----If everyone would like a history, I'll make it two minutes. This project, along with a number of other properties, which we call the Home Improvement Division, was owned by a corporation called Woodmaster, Inc., of which Mr. Lisle Fezette was the sole stockholder. Lisle built up many assets in Woodmaster. He died in 1989, the property went to his estate and wound up being owned by the Lisle Fezette Revocable Trust, which is a Trust for the benefit of his family. There are three Trustees - his wife, Mary; William Steele, an accountant in Manchester- a CPA who does the tax work for the Fezette people; and myself. It was decided that it was not tax advantageous to keep these assets in a corporation; they wanted to get the stock into a direct asset of the Trust. So what we did, we created a new corporation, sold the Home Improvement Division to it. This Home Improvement Division is part of Woodmaster that goes out and builds garages, puts in new windows, etc.; and, to keep the name to the people who deal with them, that company changed its name to Woodmaster Inc.

Katy: Which one is doing garages?

Tucker: The one that's doing garages is now Woodmaster, Inc. You see, you can't have two corporations with the same name. The old Woodmaster had to change its name so it changed its name to Retsamdoow which is Woodmaster spelled backwards. Retsamdoow then liquidated itself. It ceased to be a corporation and we put all the assets into the care of the stockholders. So as things stand now, this condominium project and a dozen other properties over the state - condominiums, commercial buildings in Hooksett, and other various properties around the state that were owned by the old Woodmaster are now owned by the Trust and the Trustees directly. We have----I'm not about to keep the books and the stuff that Don does. The Trust has hired Woodmaster to manage the properties, to complete the

buildings, to be our general contractor, to handle the day-to-day administration policies and the real estate that the Trust owns. So that's why you see that form being signed by three Trustees because the three Trustees of the Trust are the actual owners of the units and things here; although, on a day-to-day basis you would deal with our managing agent who was actually contracted by the Trust and Woodmaster, which gives them the authority to run the show.

Katy: You are the declarant?

Tucker: We are the declarant. That's why I'm here to----the vote. But, as far as the world is concerned, it's really still the same owner. We've just gotten rid of a corporate layer that wasn't necessary.

According to law, there must be an Organization meeting of the Association Board within the next ten days. This meeting is scheduled for March 17th.

This meeting was adjourned at 9 P. M.

Respectively Submitted

Hazel Hafeli

Long Hill Estates Unit Owners' Association
c/o Lee Bruder - President
2 Long Hill Estates
Peterborough, New Hampshire 03458

**Long Hill Estates Unit Owners' Association
President's Report for 1992
March 10, 1993**



Generally, this year has been successful. The goals of the Board were:

- 1.) To take over main responsibility for negotiating the transfer of the Association to the Owners. This included the election of officers, to establish a working knowledge of the Association By-laws, and for the Board of Directors and Officers to establish a solid working relationship.
- 2.) To negotiate and maintain cost effective services contracts for the upkeep of the common area buildings and grounds, including trash removal, such that the Association dues could be maintained at the present level.
- 3.) To facilitate communication between the Board and the Owners at large to begin to establish the sense of community.

This year the activities of the President consumed over 350 hours. This time was spent in the following manner:

- ** Price comparison and contract negotiation for waste removal resulting in an annual savings of approximately \$2058.00 over a 12 month period.
- ** Negotiating for and working on repair of underground electrical wiring defect at Northeast corner of road.
- ** Price comparison and contract negotiation for spring clean-up, spring repair of irrigation system, and landscaping.
- ** Price comparison and contract negotiation for spring sweeping of the roads and driveways.
- ** Periodic discussions and evaluations with "On The Mark" regarding landscaping.
- ** Weeding and edging of parts of the burn on the East side of the units and the "rock garden" on the Northeast corner.
- ** Price comparison and contract negotiation for snow removal and ice control.
- ** Troubleshooting of broken irrigation system and contracting for repair.
- ** Contracting for removal of wasps nest near unit #13.
- ** Responding to complaints regarding trash disposal, parking on the street, quality of landscaping and hunters using our property.
- ** Periodic rearranging of the trash in the dumpster to make room for overflow.
- ** Responding to complaints about, and periodic discussions and evaluations with "On The Mark" regarding snow removal and ice control.
- ** Typing, copying and delivery of "Rules and Regulations", Newsletter, and letters to some individual owners.
- ** Purchase and replacement of approximately 53 light bulbs in common areas.
- ** Discussions with Fire Department, insurance carriers, and Treasurer regarding soot and fire damage in two units due to furnace problems.
- ** Signing of bills for services and mailing to the Treasurer for payment.
- ** Scheduling, preparation and presiding over two meetings of the Board and Officers, and two meetings of the Owners' Association.

Several discussions took place about the roles and relationships between the four different subgroups involved with Long Hill Estates: resident owners, absentee owners, renters, and Woodmaster as both an absent owner and the contractor. It became clear that we all need to be actively involved in creating and maintaining our community. Our individual involvement becomes increasingly important due to the effect of New England's economic environment since 1989. If we had thirty or more units in our community we might be able to afford to hire a management corporation to run the Association's business, but that is not our situation.

We ran the Association on as tight a budget this year as we could, opting to not purchase services for weeding, edging of certain planted areas, and a minimal amount of spring clean up. This resulted in a surplus of \$4,071.04. In addition, we were able to go without touching our Operating Reserve which now amounts to \$3,921.03. Our budget projections for 1993 include a substantial increase in landscaping and road maintenance costs which, if spent, will absorb all of our surplus and half of our operating reserve at it's present total.

The Board feels that it will be important to establish a "Garden Club" or "Beautification Committee" that would be responsible for recommending changes and additions to the common area grounds along with determining estimated costs. This would have the effect of including more owners and renters ("residents") in the active contribution to our community and common interests, and decreasing our landscaping expenditures.

It is the President's perspective that living within the context of a condominium community has many similarities to living in a single residence dwelling. Each and every one of us needs to commit whatever energies and interests we have to the enhancement of our investment. The better the grounds look the better we feel about our area and the more likely we are to attract new owners. In doing this we must remember that each of us is a unique individual and that we each have different levels of energies and abilities. At the same time, we must realize that if we lived in a single family dwelling we would be responsible for ALL of the tasks necessary for maintenance. The residents of Long Hill Estates can not expect that some else is responsible or that someone else will do it. We are all responsible, and we must all contribute what we can.

With that in mind, I offer the following as goals for 1993.

- 1.) Establishing a Beautification Committee, that would be directly responsible to the Board, for the purposes of:
 - a.) Coordinating with Woodmaster and the Board for the design and planting of the field area.
 - b.) Enlisting the contributions of time and energy from residents to work on the landscaping of common areas.
 - c.) Working with the landscaper contracted by the Board to enhance the quality of services in maintenance of the grounds.
- 2.) Clarification about the level of services the owners wish to purchase and for those decisions to be reflected in the service contracts made with contractors.
- 3.) For the participation of each resident to be encouraged so that community appearance and pride is increased.

I feel we have a good community, have negotiated a successful first year, and have all the necessary ingredients for an even better year to come.

Respectfully submitted,

Lec Bruder

Long Hill Estates Association
Annual Report
For the 11 months ended 12-31-92

<u>Income</u>	Actual	Budget	Variance
Dues and Reserves Collected	19,272.00	19,360.00	--0--
1992 Dues Uncollected	88.00		
Special Assessment	75.00		75.00
1992 Special Assessment Not collected	150.00		150.00
<u>Total Income</u>	<u>19,585.00</u>	<u>19,360.00</u>	<u>225.00</u>
Paid to Reserve A/C	2,737.50		
Due on Dues Uncollected	12.50	2,750.00	--0--
<u>Net Income Available for Operation</u>	<u>16,835.00</u>	<u>16,610.00</u>	<u>225.00</u>

Expenses

Insurance	4,035.00	3,700.00	(335.00)
Road Maintenance	3,495.75	4,650.00	1,154.25
Lawns	2,864.79	5,000.00	2,135.21
Electric	671.05	600.00	(71.05)
Trash	847.41	1,925.00	1,077.59
Miscellaneous			
Supplies	139.08		
Professional Services	44.00		
Water	200.00		
Pest Control	85.00		
Repairs	165.00		
Bank Charges, Net	216.88	735.00	(114.96)
<u>Total Expenses</u>	<u>12,763.96</u>	<u>16,610.00</u>	<u>3,846.04</u>

Surplus - To 1993 Budget 4,071.04

Cash on Hand

Cash-Checking	3,845.54
Operating Reserve	3,921.03
Repair Reserve	9,187.71

Long Hill Estates Association
Budget
For the Year Ending 12-31-93

Income

Dues and Reserve	21,120.00
Less Reserves	<u>3,000.00</u>
Net Dues	18,120.00
Surplus from 1992 Budget	<u>4,071.04</u>
Total Available	<u>22,191.04</u>

Expenses

Insurance	4,200.00
Road Maintenance	7,000.00
Lawns	5,700.00
Electricity	900.00
Trash	900.00
Miscellaneous	<u>1,500.00</u>
Total Expenses	<u>20,200.00</u>

Projected Surplus	<u>1,991.04</u>
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CERTIFICATION

The undersigned, duly elected Secretary of Long Hill Estates at Peterborough Unit Owners Association, hereby certifies that on March 10, 1993, at a duly noticed and held meeting of Long Hill Estates at Peterborough Unit Owners Association, the foregoing amendment to the Declaration of Condominium of Long Hill Estates at Peterborough, A Condominium, was approved by a vote of at least 67% of the percentage of common interest owned by all unit owners, cast in person or by proxy.

Angel M. Lopez
Secretary,
Long Hill Estates at
Peterborough
Condominium Unit Owners
Association

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THIRD AMENDMENT OF DECLARATION OF
LONG HILL ESTATES AT PETERBOROUGH, A CONDOMINIUM

THIRD AMENDMENT OF DECLARATION OF CONDOMINIUM made this ____ day of _____, 1993, by Mary L. Fezette, William C. Tucker and William G. Steele, Jr., Trustees of the Lisle and Mary Fezette Revocable Trust, under Indenture of Trust dated April 12, 1984, having a mailing address of 91 South Main Street, Hooksett, Merrimack County, New Hampshire (hereinafter referred to as the "Declarant"), and two-thirds of the owners of substantially completed units at Long Hill Estates at Peterborough, A Condominium (hereinafter referred to as the "Owners").

WHEREAS, Declarant's predecessor in interest has submitted certain real estate situated in Peterborough, County of Hillsborough, State of New Hampshire, to the condominium form of ownership by virtue of a Declaration of Condominium of Long Hill Estates at Peterborough, A Condominium, dated January 10, 1989 and recorded on January 11, 1989 at Book 5079, Page 723 of the Hillsborough County Registry of Deeds; and

WHEREAS, Declarant succeeded to the rights of the initial declarant of the condominium by virtue of a Warranty Deed and Assignment of Declarant's Rights granted by Retsamdoow, Inc., formerly Woodmaster, Inc. to Declarant dated October 28, 1992 and recorded at the Hillsborough County Registry of Deeds at Book _____, Page _____.

WHEREAS, said Declaration provided for the creation of additional condominium units on the convertible land described in the Declaration; and

WHEREAS, Declarant's predecessor in interest has converted convertible land known as Phase IIA of convertible land described in said Declaration; and

WHEREAS, Declarant has not yet converted Phases IIB, III and IV; and

WHEREAS, the Declaration of Condominium provides that the Declarant's option to convert convertible land shall remain in effect for a period of five years from the date of the recording of the Declaration, at which time the option shall expire; and

WHEREAS, the five year period for conversion will expire in January of 1994 unless extended by amendment; and

WHEREAS, the Declarant and the Owners wish to amend the Declaration to provide for an extension of the conversion period for an additional five years, as permitted in New Hampshire RSA 356-B:23, III and RSA 356-B:54.

NOW THEREFORE, the Declarant and the Owners do hereby agree to amend the Declaration of Condominium as follows:

1. Section 4 (h) of the Declaration is hereby deleted in its entirety, and replaced by the following new section 4 (h):

Limitations on Declarant. There are no limitations on the option to convert, except as provided in this Declaration or in the Condominium Act. Convertible lands may be added in any order subject only to the limitations provided in this Declaration or in the Condominium Act. The option to convert shall remain in effect for a period of ten years from the date of recording of the Declaration, at which time the option shall expire. The option to convert may be terminated prior to the expiration of ten years by recording at the Hillsborough County Registry of Deeds a duly executed termination statement.

2. This Amendment supercedes any provisions in the Declaration or the Bylaws of the Condominium that could be construed to limit the option to convert to a period of less than 10 years.

3. In all other respects, the Declaration of Condominium shall remain in full force and effect, except as amended by previous amendments.

4. This amendment shall take effect immediately upon recording in the Hillsborough County Registry of Deeds.

5. This Amendment may be signed in counterparts.

IN WITNESS WHEREOF, Mary L. Fezette, William C. Tucker and William G. Steele, Jr., as Trustees of the Lisle and Mary Fezette Revocable Trust have executed this Amendment to Declaration of Condominium on this ____ day of _____, 1993.

WITNESS:

Mary L. Fezette, Trustee

William C. Tucker, Trustee