

**Williamson Valley Ranch Road Association
Minutes for Board Meeting on May 2, 2016
Held at Central Yavapai Fire Station Number #57**

Notice of Meeting:

Sandwich boards: placed at both entrances to WVR at or before 3:52 p.m. on April 30, 2016

Emails: sent at 5:30 am on April 30, 2016

Website: posted April 15, 2016

Meeting called to order at 7 p.m.

Board Members present: Stan Johnston, Sharon Fitch, Mike Mollere, Ron Gibson and Peggie MacKenzie. Board Members absent: Jerry Roteman.

Others Present: Attorney Jim Atkinson of Carpenter Hazlewood Delgado & Bolen, PLC; Association Members Barbara Roteman, Clark Weaver, Ken Tormo, Michael Baccala, Robert Leech, Ken Johnson, Wayne Rupe, Thomas Boelts, Greg Larson, Terry Ferris, Mark Weaver

I. Board Resolutions:

The Board unanimously approved each of the following resolutions. The Association members present were given the opportunity to speak as to each resolution prior to the Board's vote on the motion.

1. Motion by Sharon Fitch for the Board to ratify the Board's prior appointment of Sharon Fitch, Mike Mollere and Jim Copland as Board members to serve for remainder of their terms 2015-2016. The motion was seconded by Stan Johnston.

2. Motion by Sharon Fitch for the Board to ratify the Board's prior acceptance of Jim Copland's resignation in April 2015. The motion was seconded by Stan Johnston.

3. Motion by Sharon Fitch for the Board to ratify the Board's prior appointment of Peggie MacKenzie as a Board member to fulfill vacancy left by Jim Copland. The motion was seconded by Stan Johnston.

4. Motion by Sharon Fitch for the Board to ratify the Board's prior election of all officers to serve for 2015, as follows:

- a. Stan Johnston - President
- b. Sharon Fitch - Vice President
- c. Bill Bates - Secretary/Treasurer

The motion was seconded by Mike Mollere.

5. Motion by Sharon Fitch for the Board to elect the officers to serve for 2016, as follows:

- a. Stan Johnson - President/Treasurer
- b. Sharon Fitch - Vice President
- c. Peggie MacKenzie - Secretary

The motion was seconded by Mike Mollere.

6. Motion by Sharon Fitch for the Board to ratify the Board's prior acceptance of Bill Bates' resignation as Board member and officer for 2016. The motion was seconded by Stan Johnston.

7. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of the amendment of Article V, Section 5.6 Quorum, of the Bylaws in its entirety to provide as follows:

"5.6 The presence in person or by absentee ballot, at a properly noticed meeting, of Members entitled to cast at least ten percent (10%) of the votes Members are entitled to cast at such meeting shall constitute a quorum for such a meeting of the Members."

The motion was seconded by Stan Johnston.

8. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of the amendment of Article V, Section 5.7, Absentee Ballots, of the Bylaws in its entirety to provide as follows:

"5.7 At any meeting of Members, any Member entitled to vote may vote by absentee ballot in accordance with applicable Arizona statutes." The motion was seconded by Stan Johnston.

9. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of the amendment of Article IX, Section 9.2, Lots, to delete the last sentence thereof. The motion was seconded by Mike Mollere.

10. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of road repairs done to Calais in 2015. The motion was seconded by Stan Johnston.

11. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of the mowing/spraying of weeds on sides of Association roads in 2015. The motion was seconded by Mike Mollere.

12. Motion by Sharon Fitch for the Board to ratify the Board's prior approval of the roadwork done in 2015 on Friendly Meadow from Cowboy Trail to Lonely Trail and on Williamson Valley Ranch Road from Chuckwalla to Friendly Meadow by Earth Resources in the amount of \$149,225.35. The motion was seconded by Stan Johnston. There was discussion by a member as to whether such work was necessary.

13. Motion by Sharon Fitch for the Board to ratify the payment to Earth Resources in the amount of \$130,375.00 for roadwork performed and the Association to carry the balance due of \$18,850.35 at 7% per annum until receipt of the 2016 assessment. The motion was seconded by Mike Mollere. There was discussion about whether the Association should have taken out loans to pay for road work.

14. Motion by Sharon Fitch for the Board to ratify the Board's prior authorization of the placement of liens on the properties of owners who have not paid their respective 2015 assessments. The motion was seconded by Mike Mollere.

15. Motion by Sharon Fitch for the Board to ratify the Board's prior research and determination of who owns and/or is responsible for the maintenance, repair and replacement of the cattle guard at the entrance to Williamson Valley Ranch on Cowboy Trail and Outer Loop Road. The motion was seconded by Stan Johnston. A member suggested a County contact who would have been able to give information about the cattle guard's ownership. The County official's name was noted by Secretary.

16. Motion by Sharon Fitch for the Board to ratify the Board's prior assessment of the 2015 and 2016 assessments in the amount of \$410.00 for each calendar year. The motion was seconded by Stan Johnston.

II. Officer Reports; Financial Matters

The President, Stan Johnston had no report in light of the numerous other items of business to be addressed at the meeting.

The Treasurer, Stan Johnston, then presented the financial statements for the Association and addressed the questions from the members present.

Stan Johnston then presented the proposed budget for 2016 and addressed the questions from the members present. Stan Johnston moved that the 2016 budget be approved. The motion was seconded by Sharon Fitch. After discussion, the motion was unanimously approved.

III. Old Business

The Board then discussed the three bids it has received for the removal of the cattle guard. After discussion by members present, the Board voted unanimously to table this item until the next meeting. In the interim, the Board will attempt to obtain bids for the repair of the cattle guard.

IV. Additional Business

The Board then unanimously approved each of the following resolutions. The Association members present were given the opportunity to speak as to each resolution prior to the Board's vote on the motion.

1. Motion by Sharon Fitch for the Board to amend Article IX of the Bylaws to delete Section 9.2, Lots, in its entirety. The motion was seconded by Stan Johnston.

2. Motion by Sharon Fitch for the Board to ratify the Board's prior authorization of the tender of an insurance claim made by Ken Tormo to the Association's insurance provider. The motion was seconded by Stan Johnston.

3. Motion by Sharon Fitch for the Board to approve the adoption of the following Rules regarding the videotaping and audiotaping of Board and member meetings:

- a. Only those persons with a legal right to attend the meeting may record the meeting.
- b. The person intending to record the meeting must provide 24 hours advance notice to the community manager, President or any member of the Board of Directors of the intent to record the meeting in writing via e-mail or fax.
- c. The person recording the meeting must verbally indicate to the community manager, President or person running the meeting at the start of the meeting that he or she is going to record the meeting.
- d. The recording device must be visible to the Board of Directors at all times during the meeting while the device is recording.
- e. All videotaping must be on a tripod and must be located in the back of the room.
- f. Any person recording a meeting must not interfere with the meeting or the view of the meeting by any attendees. Videotape tripods cannot obstruct the view of people attending the meeting.
- g. The Board of Directors shall have a right to receive a copy of the recording, at Association expense.
- h. All recording devices must run on batteries. The Association cannot guarantee that power will be available in the meeting space and power cords cannot create tripping hazards for other attendees at the meeting.
- i. No recording may be published, via internet, website or any other means, to people that did not have a right to attend the meeting, without prior to written Board consent.

The motion was seconded by Stan Johnston.

4. Motion by Sharon Fitch for the Board to rescind the Association's Enforcement Policies and Procedures. The motion was seconded by Stan Johnston.

5. Motion by Sharon Fitch for the Board to authorize Board member Ron Gibson to obtain bids for the mowing/spraying of the sides of Association roads in 2016. The motion was seconded by Stan Johnston. Member discussion brought up the suggestion of widening the mower swath from 2 feet to wider if possible. This will be discussed with those who present bids for this job.

6. Motion by Sharon Fitch for the Board to set the dates, times and the locations for the 2016 Regular Meetings of the Board of Directors. All future meetings for the year 2016 will be held at the Central Yavapai Fire Station #57, on Outer Loop Road next to the Stage Stop mini mart. All meetings will commence at 7:00 p.m. The following dates have been reserved for these meetings:

June 6	Sept 12	Dec 5
July 11	Oct 3	
August 1	Nov 14	

The Board reserved the right to amend this schedule and to hold additional meetings.

7. Motion by Stan Johnston to remove all advertisements from the WVRRA website. The motion was seconded by Sharon Fitch. Web Master will be notified to remove all ads.

V. Open Forum

A member present asked about repairs to Cowboy Trail, in particular that portion of this road from L Bar L north. Board responded that there is no money in the 2016 budget available to repair all of Cowboy Trail this calendar year, but that the Board will investigate the need for spot repairs and if money is available to so will make repairs as deemed necessary in the Board's discretion.

Upon motion and second, the meeting adjourned at 8:30 p.m.