



**MINUTES**  
**WOODLAND VALLEY RANCH BOARD MEETING**  
**OCTOBER 14, 2017**

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**Call to Order**

Zolin Moses called the meeting to order at 10:15 am. He welcomed everyone and asked both the board members and the ten property owners in attendance to introduce themselves.

**Reading of the June 17, 2017 Board Minutes**

The secretary, Jo Whitehouse, read the minutes of the June 17 meeting. **A motion was made and seconded to approve the minutes. The motion was adopted.**

An attendee asked why the board waited until the next scheduled meeting to approve the minutes. He suggested the minutes could be approved following preparation and the reading of them at the meeting could be dispensed with. The board is following protocol in place for several years but is willing to consider the suggestion. It also appears the property owners are unaware that a draft of each board meeting's minutes is posted on the Woodlandvalleyranchaz.com website within 30 days of each meeting as required.

**WVR Financial Report**

Treasurer, Art Fesler-Butts, presented the financial report for September 30, 2017.

Operating Assets	\$149,211.90
Reserve Assets	<u>\$ 25,052.64</u>
Total	\$174,264.54

Outstanding delinquencies	\$112,093.09
Potential Total Income	\$286,580.05

WVR Expenditures	
Well Maintenance	\$ 492.00
Sign Installation	<u>\$ 2,987.00</u>
Total	\$ 3,478.00

Road Maintenance	\$ 18,600.00
Administrative Expense	\$ 13,703.00
Taxes and Insurance	\$ 900.00

Liabilities	\$ 11,267.13
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Total Expenses	\$ 36,682.00
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Budgeted Income	\$177,100.00
Budgeted Expenses:	
Administrative	\$ 19,535.00
Road Maintenance	\$144,500.00
General Expenses	\$ 8,075.00
Total Budgeted	\$172,110.00
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Net Income to Date:	\$133,155.00
Cash Distributions	\$ 1,289.75

**A motion was made and seconded to approve the financial report as presented. The motion was adopted.**

An owner asked for an explanation of the Liabilities line item of \$11,267.13. This amount relates to prepaid dues. Dues which have been paid in advance are deferred until the month/year they are applied. So, while the money is in the WVR bank, it is not counted as income until it is applied and remains on the books as a liability. In reality, property owners could request the money be refunded but that has never happened.

**Discussion Topics**

(a) Term Limits for Board Members

The board discussed instituting term limits for board members. The current process is for each board member to be elected annually to a one-year term, but there are no limits established for how many terms an individual can serve. This contributes to burn-out. It is important to make sure that the POA has new lifeblood with fresh ideas and suggestions to ensure it moves forward. One suggestion was to limit board service to five years assuming an individual continues to be elected on an annual basis. Following further discussion, the topic was tabled until the next meeting.

(b) Board Member Code of Conduct

Tabled until the next meeting.

(c) Candidate Questionnaire

Tabled until the next meeting.

(d) Location and Dates of Future Board Meetings

The WVR Board discussed holding all future meetings in St. Johns. The meetings for many years have been split between Chandler and St. Johns due to half, if not more, of the board members living in the Phoenix area. The June Annual Meeting has always been held in St. Johns and that practice will continue. The property owners in attendance were not in favor of holding all meetings in St. Johns as the majority of those owning land at WVR live in the Phoenix/Tucson area.

The WVR POA Bylaws require that only one meeting be held per year but the current practice is to hold meetings quarterly. Determining the number of meetings is the prerogative of the board.

**A motion was made, seconded and adopted to hold three meetings per year. A second motion was made, seconded and adopted to hold the February meeting in Chandler, and the June and October meetings in St. Johns.**

Following open discussion, it was agreed that the tentative meeting schedule will be as follows:

January/February 2018	Chandler Library
June 23, 2018	St. Johns Ramada (Annual General Meeting)
October, 2018	St. Johns Library

**Replacing Treasurer’s Monthly Financial Report with Quarterly/Annual Report**

A suggestion had been made to have board financial reports on a quarterly basis as opposed to monthly.

Discussion ensued following which the Treasurer stated that his preferred practice is to continue to submit monthly financial reports to the board. It was agreed that this practice would continue.

**WVR Road Repairs and Road Maintenance Contract**

Vice-President Walt Vickers reported that the contract with the new road grading contractor had been signed following the June meeting. The contractor, Pinon Valley Excavating in St. Johns, has extensive experience having been involved in the original creation of the roads when the ranch was first developed. He has a full crew and works all over the state at various ranches. He has three graders in action, one heavy loader, a mid-size loader, a tractor with a loader and a D8 Cat. While grading the roads, the equipment is stored at the ranch. He does not charge for transporting the graders from St. Johns to the ranch, and there are no additional fees other than the amount contracted for the annual grading of the 210 miles of roads at WVR.

The contractor was about to begin the quarterly road grading when the monsoons hit. This year the area experienced one of those seven to ten-year storms, and the ranch from Main Street

south was hit badly. The contractor was starting to repair the damaged to the ramps on Deer Valley when the second storm started, and the road was shut down due to the amount of silt and sand deposited. An enormous amount of sand was washed out, and Deer Valley was eroded to a depth of between 8 and 14 feet. A four-wheel drive is needed to navigate the road, and two-wheel drive cars should not attempt that route.

There have also been complaints in other parts of the ranch that the roads were not in pristine condition and were rutted, but as it was almost a year since they had received their annual grading, they could not have been expected to be in a pristine condition.

A property owner proposed that the road contractor tour the ranch and identify the key areas requiring special attention. Walt explained that he had driven many of the roads with the contractor and he [contractor] was aware of the trouble spots.

Some have intimated that the board is putting restrictions on the contractor. Walt drove much of the ranch with the contractor to look at the areas needing attention. The contractor is a professional and knows what needs to be done, informs Walt and then carries out the work. It was restated that no restrictions whatsoever have been put on the contractor.

One section that needs to be added to the "Major Project List" is the wash on Chappell Hill. In fact, there is no wash left there at all; it is filled with sand. All the roadway was washed out from the Blanco Wash. The Chorizo is finally back open, and the grader is trying to get on a regular schedule as he has had no time to do anything but emergency repairs due to the extent of the damage to numerous washes.

Many of the culverts from Main Street south are packed with sand and clearing them needs to be a priority on the Major Project List. Steep Hill Drive also needs serious attention.

A property owner asked if concrete culverts would help. The answer is that the culverts would still fill with sand under the conditions we had experienced.

In response to a question from a property owner regarding locking the gates to the ranch, it was stated that the roads are public roads and could not be locked. It was not a gated community. In fact, Ranch Road is a County road not maintained by WVR. The POA is also responsible for maintaining the cattle guards even though they are not ours. They must be dug out, cleaned and repaired when necessary. FUR Realtors are concerned that they cannot make it out to show properties to prospective buyers.

The board has a list of priority projects, and it was suggested that this list be shared on the WVR website. The list is, of course, subject to change as priorities come up and if owners understand that. There is no timeline for any of the projects, and the board decides which two projects are scheduled each year.

In November 2015, the board approved a "Minimum Standards for WVR Road Maintenance Contract". This document is posted on the WVR website under the "Documents" tab.

### **Update on Easement Violations**

Jo Whitehouse reported that there were two outstanding easement violations and the owners had not responded to communications. One of those properties has now been repossessed by FUR.

### **Update on Improvements to Well**

Ed Sauer has checked the equipment at the well. He insulated exposed the pipe portion by wrapping it in several layers of fiberglass with foam on top. He has purchased a straight piece of pipe with a drain in it to replace the old piece and expects to complete the work within a week.

One of the solar panels had a missing bolt. Ed replaced it. We have a new camera in the same place as the old one. To prevent misuse, we need meaningful photos, license plate or similar.

The new hose is 1 ¼ inch inside diameter. If owners have an old adapter that used to work with the 1 ¼ outside diameter, this will work on your tote. We have not had any problems with shortage of water this summer so perhaps people have been respecting the rules. There have been rumors that people from neighboring ranches have been taking WVR well water. Property owners were encouraged to take down license plates if they are concerned someone is misusing our well.

Due to the improvement in the water situation, we are putting the purchase of the new lock and keys on hold. If we see a problem in the future, we will go ahead and purchase the lock and keys. The cost will be approximately \$150.

### **WVR Community Center**

A suggestion has been made that we erect a building to serve as the Woodland Valley Ranch Community Center on land owned by WVR. This is close to the well. The building could be used for board meetings and for other types of community gatherings. The suggestion was met with interest. Concerns centered on the type of structure, how the building would be powered, the type of facilities required, and the cost involved. Walt Vickers was asked to investigate the various aspects and report back to the board.

### **Selection of Advising Law Firm for WVR**

The association has been using the legal firm of Carpenter Hazlewood in Phoenix. The firm has provided excellent advice at a fair and affordable cost. Previously, the board had voted to retain a lawyer on a case-by-case basis rather than keeping a lawyer on permanent retainer. A lawyer with offices in Concho has now been recommended and Zolin will consider the services he offers and his hourly rates. In the meantime, we will continue to use Carpenter Hazlewood.

## **Potential Changes to CC&R's**

The board has discussed the possibility of making changes to the CC&Rs. This is a lengthy and costly endeavor. Most concerns revolve around the easements as outlined in the CC&Rs. They are inconsistent and differ from lot to lot with some having 30, 50 and 100 feet of easements. Some properties have almost 20% of their land in the easements. The developer and possibly representatives of the state and county may need to be consulted and agree to such changes. Due to the significant aspects involved this could be very expensive. The board will continue to examine this issue in coming months, and a decision was tabled until a future meeting.

## **OPEN FORUM**

Although property owners had participated at length throughout the meeting, Zolin asked if there were any further comments or questions.

A question was asked about maps, signs and road names. Some corrections and additions need to be made to the map and we need to contact the person who created the map on the website.

The second phase of the road sign project will be completed when the signs are installed. We will be ordering signs for the remaining third and final phase soon. There are a few roads still to be named and that is on the agenda for the near future.

The meeting was adjourned at 1:51 PM.

Respectfully submitted by Jo Whitehouse, Secretary WVR

October 31, 2017.