Woodland Valley Ranch
Property Owners' Association
March 14, 2020 Board of Directors' Meeting
Saint Johns, Arizona

The meeting was opened at 12:00 pm by President Ed Sauer. Also present were Member at Large David Goodman, and 9 of the association memberships. 7 Members attended via On-line meeting software: Vice President Bob Johnson, Treasurer Larry Diesbach, Secretary Pat Kirking, and four others.

The meeting began with the pledge of allegiance and acknowledgment and thanks to all of the country's first responders, service members, and veterans.

Ed (P) started the meeting by asking if all had read the Board Meeting Minutes for February 2020. A motion was made to accept the February Meeting Minutes as written.

David (MaL) made the motion to accept the February Meeting Minutes as Written, and Ed (P) seconded the motion. All Board Members voted Aye, and the Motion was approved.

Finance Report

Larry (T) spoke to the Board about the Budget and the Income and Expense report. The question brought up is whether to include late fees as a budget item or not. Larry had spoken with TRT. TRT had stated that there are inconsistencies with how late fees are recorded from other POAs / HOAs. Some add it to their budget, where others do not. It was determined that late fees should not be a budgeted line item but rather should be tracked as a matter of monies coming into the POA Finances. TRT is going to add a report that will break out current calendar year late fees and a past year late fees. The new charges collected through the calendar year will then be applied to the working budget account to be used in the budget the following year.

Ed (P) brought up for discussion the budget item Travel Mileage for Board members. Currently, the Mileage reimbursement is budgeted at $1,500.00 total with a cap of $500.00 per trip. The concern is that future Board members may not live on Woodland Valley Ranch. They may have to travel a considerable distance to attend meetings held in the town of Saint Johns. This budget item has the potential to be used up quickly. Deleting the dollar amount from the budget is not happening at this time. The fund is also used towards Well maintenance / Emergency repairs, road inspections, etc. Ed (P) asked to table this matter until a later time. No motion was made; however, a verbal Aye by the other Board members was given.

Ed (P) brought up an Issue that members had not been receiving their annual invoices for payment on their parcels. TRT has been receiving payments intermittently. It was worked out with TRT to waive the late fees for the first half of 2020. Because of issues with the mailing, TRT stated that we are approximately behind by $8,000.00. This is not considered excessive as overall, we are close to payment received goals.

Well Report

Dave (MaL) reported that the Well is working as designed today. He reported that he had to replace the on/off valve due to someone using a device to force it. Dave mentioned the last time the valve was replaced; a secondary valve was installed. This additional valve made replacing the latest broken valve very easy. Dave suggested the Well hose be removed, a QD (Quick Disconnect) be installed, and moving forward, members bring their own hose to use when pumping water from the Well. This new process will eliminate the hose and drain freezing. Dave made two motions. Motion 1, To install a QD fitting on the Well. Motion 2, To immediately shut down the Well for a minimum duration of 24 hours to make the best repair possible if the Well is damaged.

Discussion followed as to how it would be Implemented, information for costs and procurement of hose items to share with the members, and timeline to accomplish a turnover. Ed suggested an addendum to Dave's motions; he suggested a Notice of Intent regarding the changes to the Well process be included in the mailing to the members regarding the Annual Membership Meeting.
The first Motion; Shutting down the Well for a 24hour period to make proper repairs was 2nd by Ed and passed unanimously, all Board Members voted Aye.

The second Motion; Adding a QD fitting to the water discharge valve in the Well hose box, add a QD Fitting to the hose and place notices for members to know where they will be able to procure hose and fittings with the intent for members to supply their own hose by Oct. 1st, 2020. Ed seconded the motion; the motion passed unanimously; all Board Members voted aye. Ed (P) made mention for the full time or mostly full-time members that get their water from the Well to get it before Memorial Day.

Last, Ed brought up the idea to use passive solar on the Well hose box to attempt to keep the Well valve from freezing. This process will be accomplished by painting the South and West panels of the hose box black and placing ceramic heat sinks within the hose box.

CC&R/Bylaws Committee Report

Tammy J., POA member and committee member, Liz O., POA member and committee member, discussed from last meeting the need to write up changes to the CC&R's. Primarily the nuisance section with regards to the shooting rule. The committee is working on a strategy to sell the necessary changes to the membership and Trusties. It was mentioned that to make any changes to the CC&R's that a full 2/3rds of the entire membership must vote for it.

Ed (P) made it known that even if the board is unable to have changes made to the CC&R's that just going through the motions as an exercise will be worth the effort going forward. Tammy will coordinate with other committee members to have specifics that will be (If Possible) included within the mailings for nominations and ballots.

The Committee recognizes that any changes made to the CC&R's will need the buy-in of not only the POA membership but also the ranchers that lease property in and around the WVR and the primary landholding realtors.

By-laws Term limits and Meeting Location; The committee recommends that the changes made to the by-law before this board with regards to term limits and meeting location be codified and submitted to the state for recording.

Bob (VP) made the motion for the POA Board to add the Board Term Limits and Meeting Location into the By-laws and have the added items recorded with the State and County. Ed (P) second the motion. The motion passed unanimously. All board members voted Aye. Tammy J. has the by-laws in word and will add the proper wording to the by-law sections and submit to the POA Board.

Liz O. brought up for discussion a member's question concerning the Board promoting or sanctioning large groups or events on the WVR. The Board will not promote or sanction such requests; however, it was stated that if the community would like to do so, it will not have any objections so long as there is no harm or damage to other personal or private property and be in compliance with the existing CC&R's.

Tammy J. investigated a member's request to remove the restrictions for raising and owning pigs on the WVR. It was found that cattle are subject to swine borne diseases and the provision written into the CC&R's would most likely fail to get enough votes to pass. The CC&R's were written to mostly benefit the Ranchers, State, and Realtors.

Road Maintenance, Grading, Approved Work Report

Ed (P) February's road conditions. Roads had gone through a freeze/thaw cycle numerous times. Issues encountered were; Roads when frozen drivable and fair to navigate, thawed 4x4 recommended or if possible, wait for them to refreeze. The Board understands that some members need to drive on the roads to get back and forth for work, purchase provisions, and doctor appointments. Due to that necessity, ruts are created on the roads that will not be repaired until conditions allow. Please use caution when driving on the roads and ruts are present.

The Board will work with the road contractor to revise the contract to make it more explicit and comprehensive. This will include a list of primary roads and their end to end distances. Identify the scope of maintenance under the grading contract to include culvert cleanout and drainage cleanout. Have invoices that include more detail of work performed along with the date, road, location, time, and materials. Conduct work inspections by the POA Board, so it is known that invoiced work has been completed.

The Board will discuss adding the roads leading to the Well into the primary road grading contract. Discuss repairs and estimates with concerns to Main Street Culvert, Anasazi from Main to Old Meadow, and Josephine and Main. These will be added to the long-term improvement projects list.

Rick has the hydrology report for the Anasazi road butterfly beyond the fence line past Thomas Rd. The section in question and in need of Improvements is complicated by off-camber road conditions combined with turns. With the report, the Board should be able to move forward with repairs. Estimated costs are $40,000.00. The Board is going to try to lessen this amount if possible, through consideration of using a Texas water crossing instead of culverts and negotiation with the contractor.

Ingress and egress for the Southern Ranch will be looked into and reported by Bob (VP) at the next scheduled Board meeting. Road signs for Steep Hill will also be discussed.

Ed (P) has turned over the road sign project list to Gary O. (Member) to create an actionable Excel workbook for sign purchases and installation. Target dates for sign order and installation readiness are before June 13th, 2020.

Road reports and trouble maps have been handed off to Sean D. (member) for updates.

Easement Violations

A Notice of a Violation of Easement was sent to owners of Parcel 327 by certified mail. Violation of Easement reported on Parcel 457 was published. Ed (P) will physically inspect the purported violation.

A Motion to adjourn the meeting was made by Ed (P). Seconded by Dave (MaL) Meeting was adjourned.

Respectfully Submitted.
Bob Johnson
WVR POA VP