

WILLOW VALLEY CLUB ASSOCIATION

BOARD OF DIRECTORS MEETING

MEETING HELD AT: 549 E. GORDON DR, MOHAVE VALLEY, AZ 86440

MEETING HELD May 6th, 2023 @ 9:00 AM

The Board of Directors meeting was called to order at 9:00 AM by Chris Elvert.

Chris Elvert led the Pledge of Allegiance. 11 out of 12 board members were present making it a quorum.

1. Present: Dee Adcox-Kimberlin, Mark Aery, Randy Burton, Chris Elvert, Bob McMahon, Bryan Osborne, Bob Slater, Sue Steeber, Karen Summitt, Chris Young.
2. Absent: Andrea Pewsey.
3. Number of General Members attending: 31

BOARD OF GOVERNORS – SWEARING IN OF NEW DIRECTORS

Board of Governors member Mark Aery took the floor to swear in the newly elected Board of Directors member Ken Koch. Ken took his seat.

MEETING MINUTES FROM April 8th, 2023

The meeting minutes are sent to the Board to review prior to the meeting. Copies were provided to members at the meeting and are available on the website and in the office. **Motion to Approve** April 8th, 2023, meeting minutes was made by Mark Aery, 2nd by Chris Elvert, and carried.

TREASURY REPORT

The treasury report for March 2023 was sent to the Board prior to the meeting. Copies were provided to members at the meeting for review and are also available at the office. **Motion to Approve** the March 2023 treasury report as presented was made by Sue Steeber, 2nd by Chris Elvert, and carried.

BUILDING AND MAINTENANCE

Randy Burton advised that the 2 areas of broken fence at the marina have been fixed. Chris Elvert discussed the club beach being closed the week of May 8th for the parking lot improvement project which was approved by the community in October 2022. During the closure, WVCA will purchase 50 tribal beach passes for members to use the tribal / telephone beach. The passes will be available at the clubhouse starting Tuesday, May 9th. Two passes per household. We apologize for any inconvenience.

PUBLICITY AND COMMUNICATION

Dee Adcox-Kimberlain reported there are 674 members on the WV Association Facebook page and it's going great. The website is being updated. Bob Slater pointed out we need to update board member contact information and current events on the website.

Discussion was held about selling WVCA promotional items on the beach. Proceeds from sales of these items will go back to the club. Since WVCA is a non-profit organization, the money brought in will pay for other activities. Chris Elvert requested to write a proposal for further discussion; we have told members they cannot sell anything on the beach so neither should we. Tabled for proposal and further discussion.

A member asked if we could add a link on the WVCA Facebook page directing to the WVCA website and include current meeting dates and events. Only WV members would have access to the link since they have been verified members. Debbie Pewsey will post the link.

RECREATION AND ENTERTAINMENT

Bryan Osborne announced the summer kickoff party is today, May 6th. Bryan has made a proposed event schedule for the whole year. There are plans to open a trading post at the clubhouse to sell WVCA promotional items such as hats, stickers, magnets, license plates, coolie cups, shirts, etc. The WVCA event BBQ has been modified with sand wheels and has been delivered to the clubhouse. Bryan is working with the \$5,000 recreation and entertainment budget to plan out events, and WVCA has taken over the end of summer party.

Pancake Breakfast crew John Kingham and Valerie Morin discussed a recap of total breakfast revenue for the 2022-2023 season. The profit for the club was \$1,481.19. Discussion was held about the profits from events going into the recreation budget. Dee said she will make a separate account for this next year because this year's budget is already set. Bryan is planning a pancake breakfast for Memorial Day Saturday with a raffle for a cornhole board set. Also, he is planning a Father's Day weekend cornhole tournament, June 17th. Fathers and daughters or sons. It might be a twilight event so we may need lights. He's thinking about adding a beer garden to this event.

Bryan is planning the end of summer party and has secured a live band, Whiskey & Smoke (classic rock and country). He's getting a DJ to fill in between sets. He needs some help with the food planning. We also need a 5000cc generator, please ask around. Date is set for October 14th. Trunk or Treat will be in October. Bryan asked for help with the Christmas Parade and will set up a committee. Karen Summitt suggested to combine the recreation and entertainment committee with the non-dues revenue committee.

STRATEGIC PLANNING COMMITTEE

Karen Summitt reviewed the newly created committees, and the tasks lists for each. This information is available in the office if anybody wants a copy and posted on the website and WV Facebook page.

- A. Financial Committee
- B. Strategic Planning Committee
- C. Policy Committee
- D. Infrastructure Committee
- E. Marina & Beach Committee
- F. Caretaker Home
- G. Clubhouse
- H. Technology Committee
- I. Marketing Committee
- J. Bylaws and Policy Review Committee
- K. Non-Dues Revenue Committee

Karen is currently developing policies. Volunteers are always encouraged to get involved.

LAUNCH RAMP COMMITTEE

Chris Young is heading the launch ramp committee and discussed a proposed temporary fix to get us through the summer while we continue to work on a permanent solution. Our existing permit for the construction is valid until March 2024. There are not many general contractors who want the job. Infusions by the bridge is capable of doing the work at the end of the ramp. Also, through a contact with member Paul Merz, Bob McMahon is working with another contractor on the permanent solution. Chris said the last ballot was confusing but thinks we may have dodged a bullet with breach of ethics from the former contractor. Chris wants to put together a solid proposal and project, meet with some contractors and get good bids. We have some leads, and if anyone knows a contractor interested in the job please let him know.

The temporary solution is placing saltwater grade steel shoring plates at the end of the ramp like they use in Long Beach, CA (ref. Catalina Express). Renting these plates would cost approximately \$1,200 per month. Buying them would cost approximately \$40,000. We have discussed a few different temporary solutions, but the shoring plates will be solid. Paul Merz has agreed to be the overseer of this and has much experience with this type of project and knows cost effectiveness. Cost scenarios for different sizes of steel plates was discussed. Karen Summitt has been making contacts for long term solutions also. Karen discussed the river water allocation issue; worst case scenario is Arizona losing the Colorado River. Davis Dam cutting back the water release is also possible. Nothing should change this year due to lawsuits and the Lower Colorado River Basin contract has to be rewritten.

Chris Young finished by stating he's always available to discuss this and wants to make sure it will be a solid project before spending our money. A member added we need to dig out the marina entrance and can we include that as part of the ramp project. Chris said yes, good idea. The office will reach out to member Pat Kerr to get a hard copy of our permit in hand.

ARTICLES OF INCORPORATION COMMITTEE

New Lots in Cimarron Lakes: Chris Elvert advised that Karen Summitt is working on this now. Karen advised there are 8 plots of land there to develop. Only 2 of these have water allocations, so there are potentially 50-100 lots he can develop today. He would have to buy water from the farmers for the other plots. It's about \$10,000 per acre foot which would cover 2 houses so that would be extremely expensive for him. Karen's had many meetings with the MVIDD. She described a domino effect if the farmers sell water to the developers, i.e., more houses, less farms, dust bowl, lower quality of life for people in the valley. Chris Elvert added the reason we are looking into this is to protect further growth of Willow Valley because we are concerned about the impact on our marina.

Articles of Incorporation and Bylaws final drafts: Bob McMahon advised the corrections have been made for the \$2,500 one-time new development transfer fee and that the treasurer or secretary of the Board may not run for chairperson or vice chairperson. Printing estimates for the special ballots came in at \$1,634 for 1,800 black & white copies. \$7,337 for color copies. Chris Elvert asked if we could consider mailing a cover letter that would direct members to the website to vote instead of a mass mailing of 1,800 ballots with the bylaws and articles. Bob said he's ready to pull the trigger on the ballots. 85% of the membership is needed to pass the ballot for the bylaws and articles. Bob explained the judicial intervention process if that is needed. If the majority of the votes comes back negative, it's a dead issue. Chris asked if we could send a 3-4-page condensed version and not a redlined version. Chris Young asked if we could post a .pdf document or a link online for people to vote. Chris Elvert added because this is a huge vote and important issue we should mail a hard copy to everyone. Dee added that 20 pages for 1,800 members would amount to about \$4,000 for mailing, plus the printing. Chris Elvert made a motion to mail a 1-page cover letter from the attorney along with the ballot and post the documents online and have them available in the office. **Motion to Approve** by Chris Elvert, Bob Slater 2nd, and carried. The letter is to be completed by the next meeting. Karen added that the letter must include instructions on how to access the documents online.

Chris continued we need to flood Facebook with this information, send emails, post in the office and talk to neighbors and friends about the vote. We can post banners at the marina gate. Bob added that the new bylaws will change the 85% of the membership rule and require 57% of votes returned for a measure to pass.

OLD BUSINESS

A. **Tri-State WIFI Projected Timeline.** Chris Elvert advised that he and Karen Summitt have taken over this project. They will have a site plan in 2 weeks; we may have to move the tower to the clubhouse because there is no electricity at the current site in the marina and we've had too many issues with that. They hope to have a plan by the next meeting and not have to start from scratch. TSWF is responsible for permits and dealing with the county.

NEW BUSINESS

A. **Trailer Damage.** Mark Aery discussed progress with fixing the damage to the Caretaker residence. The reports have passed from the adjuster to Hallmark Insurance. Two engineers came out to inspect the damage, need to have 2 wings welded on the frame of the mobile home. Their estimate is about \$20,000, and our deductible is \$1,000. Mark is getting 3 estimates, one is coming out this week. We will have a 30-day open bid window, so if anyone knows of other licensed and insured contractors to bid this job please come forward and let Mark know. Our insurance company will make a claim on Mr. Alvarado's insurance to recoup the money. The fencing at the exit gate as well as the fencing along the beach access road (a member had a mishap and paid to fix it) have been fixed.

B. **Umbrellas for Marina Tables.** Chris Elvert discussed the board's email communication system which sometimes is used to vote on small items to get things taken care of. An email went to the board asking to vote on purchasing 2 umbrellas for the marina picnic area, to be used only for WVCA events. Cost was less than \$150 for both umbrellas. 11 board members votes yes, 1 voted no, so it did not pass. Chris asked why, if we had a majority of yes votes, could this not pass? Bob McMahon replied that our attorney had advised us that email voting must be unanimous because that state wants it to be public information. Chris made a motion to

adopt a majority rules “policy” when it comes to email voting. **Motion to Approve** majority rules on email voting made by Chris Elvert, 2nd by Bob Slater, and carried. For information, it is very rare the board votes through email on small items like this, most of the time email votes are for emergencies. Karen Summitt added that email voting can have lapses if not all board members see or read the email, and it takes time to get questions answered. She feels that when a vote is requested via email, it should include how much is being spent and which account the money is coming from. Otherwise, we might be depleting an account, such as the reserve account, which we must protect. Dee replied that the reserve account is never used, non-budgeted items like umbrellas would come out of the general checking account. Chris Elvert said that going forward if there are email votes, he will bring it to the meeting and openly discuss it in public.

The Board would like to have umbrellas on hand for WVCA events until a permanent shade structure is placed over the picnic tables. **Motion to Approve** purchasing 2 umbrellas for no more than \$150 was made by Bob Slater, 2nd by Bryan Osborne, and carried. Chris Elvert concluded by saying we will continue the email issue discussion at the next meeting.

- C. **Parcel Issue.** Bob McMahon brought up an issue with a small parcel in the new development off Border Lane. The issue is it may not be a part of WV because it may not qualify; it is not zoned residential. The parcel is .02 acres adjacent to the 19th lot and zoned for a well, tower, or private road. The owners are asking for WVCA membership. Bob recommends they change their zoning to residential or they do not qualify for membership. Karen Summitt said the owners are planning to plant a tree on that lot. It is not a buildable lot. The Board has the right to vote yes or no on granting membership rights, per our bylaws. Debbie Pewsey added that there are no CC&Rs available yet, then the Board can vote on this. **Motion to Deny** membership for this parcel was made by Mark Aery, 2nd by Bob McMahon, and carried. Karen Summitt abstained. Motion to deny based on the lot does not qualify for membership with its current zoning and does not have CC&Rs yet; it does not meet the criteria for membership.
- D. **Girls Weekend.** Member Koni Kirley advised the WV girls weekend is May 19-21 and asked permission for the London Jet boat to pick up the group in the marina on Sunday, May 21. **Motion to Approve** was made by Bryan Osborne, 2nd by Bob Slater, and carried.
- E. **Tribal Beaches.** Chris Elvert advised the Board has been very busy for the past few weeks putting plans in place for projects, such as the ramp, and possibly expanding our beach area. We have approached the tribe with a proposal for leasing their private beach and possibly telephone / 2nd beach. The tribe has told us that they will be fencing off all of their beaches over the next few years. We have sent them a lease for review and are waiting for their response.
- F. **Stickers.** Dee reminded everyone to please come to the office and get all your current stickers before the busy Memorial Day weekend. The office will be very busy, and they usually have a line. Mike Wilke asked if a vehicle enters the marina with an expired sticker or no sticker, if there’s an accident who is liable? The person causing the accident is liable. The Board feels like an expired sticker, or no sticker means you may not enter the marina. Chris Young discussed emergency scenarios where from time to time we might allow it; it’s a judgement call depending on the situation. However, repeat offenders will not be tolerated.

The next regular meeting will be held Saturday, June 3rd, 2023, at 9:00 AM.

Meeting Adjourned: 10:42 AM.