

WILLOW VALLEY CLUB ASSOCIATION

BOARD OF DIRECTORS MEETING

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

MEETING HELD January 7th, 2023 @ 9:00 AM

The Board of Directors meeting was called to order at 8:55 AM by Andrea Pewsey.

Mark Aery led the Pledge of Allegiance. 9 out of 12 board members were present making it a quorum.

1. Present: Mark Aery, Randy Burton, Bob McMahon, Ed Peters, Andrea Pewsey, Bob Slater, Sue Steeber, Michelle Stevens, Randy Stewart.
2. Absent: Dee Adcox-Kimberlin, Marc Bestwick, Eric Villalobos.
3. Number of General Members attending: 28

MEETING MINUTES FROM November 5th, 2022

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 November 2022 minutes as presented was made by Randy Stewart, 2nd by Michelle Stevens, and carried.

Randy Stewart raised a question about the November meeting as to why the Board of Governors was not leading the nominations for the upcoming annual elections. Andrea Pewsey replied that Mark Aery, who is the Board of Governor's Liaison, lead the nomination discussion at the November meeting. Randy continued that he heard that prior to the November meeting, Nominee Karen Summitt-Beaver was moved from Director at Large (Eric Villalobos's spot) to run against Randy Stewart for Director at Large, Non-resident, by the office. Randy asked why the office would move someone to another position and why wasn't the Board involved with that decision; the Board should have been involved. Office staff Debbie Pewsey was called into the meeting to discuss. Debbie and Karen Summitt-Beaver, being present at the January 2023 meeting, advised that when completing the nomination form in the office they had a conversation prior to the November meeting. Karen originally stated she wanted to run for Director at Large. There were two Director at Large positions open to run. Debbie told Karen there were 4 people running for that position, and no one running against Randy Stewart for Director at Large, Non-Resident. Karen Summitt-Beaver agreed to run for the Non-Resident position and the office placed that information on her form. Randy stated that someone from the Board of Governors, such as Gail Peters, should have been involved. Debbie replied that the Board of Governor approved the nomination at the November meeting.

Randy Stewart then made a motion to appoint Karen Summitt-Beaver to fill his position for the remainder of his term as Director at Large, Non-Resident until the upcoming election, and Randy tendered his resignation from the Board. **Motion to Approve** made by Randy Stewart, 2nd by Mark Aery, and carried.

Karen Summitt-Beaver was sworn in as Director at Large, Non-Resident, by Mark Aery and took her seat.

TREASURY REPORT

The treasury reports for October and November 2022 were 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 October 2022 treasury report as presented was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried. **Motion to Approve** the November 2022 treasury report as presented was made by Andrea Pewsey, 2nd by Bob Slater, and carried.

BUILDING AND MAINTENANCE

Randy Burton advised that everything is going well. Caretaker Mike Wilke discussed 2 quotes for the replacement of the clubhouse roof and a 3rd quote is expected today or within a few days. The cost to remove and replace the roof, including the shed in the backyard, is ranging from \$22K to \$30K and will be on the upcoming ballot for a

community vote. Also, Mike has been sourcing replacement canopy covers for the marina picnic area. He's contacted numerous suppliers and installers and has not had much interest from them. Companies he's spoken with will not install a new canopy on the existing poles in place. He's spoken to a company in Las Vegas who we could purchase the canopy from and install it ourselves, that would run about \$7K for the materials, with a 15-year warranty on the material. Replacing the whole thing (canopy, poles, etc.) would be very expensive. The Board discussed using the previous company, USA Shade; Mike has already spoken with them, and they declined. A member suggested using galvanized sheet metal for a canopy covering. Michelle Stevens asked Mike to investigate alternative materials for this project. Member Pat Kerr expressed interest in helping with the project and other building projects as needed.

The existing 9' palapas on the club beach need repair to the thatching. Quote received was \$750 to replace one; replacing all three would cost approx. \$2,250. We will install them ourselves. **Motion to Approve \$2,250** to replace the 3 existing beach palapa's thatching was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried.

Additional palapas for the beach were discussed. Andrea Pewsey has preliminary pricing for 14' poles at \$3,085 each for materials only and we install. Karen Summitt suggested we get pricing to include installation. A member suggested looking at metal options. For the existing palapas we have, we paid \$10K back in 2018. Item was tabled for further information and the Board will continue to research. Due to the cost this will need to be on a ballot for a future community vote.

PUBLICITY AND COMMUNICATION

Andrea Pewsey reported on behalf of Dee Adcox-Kimberlain. There are 601 members on the WV Association Facebook page.

RECREATION AND ENTERTAINMENT

Michelle Stevens advised the Annual Christmas Parade was a huge hit and very well attended. Staging the vehicles inside the marina worked very well. Drone footage of the parade was posted on Facebook. The Pancake Breakfast is tomorrow from 8-11 AM at the clubhouse. Member John Kinghan advised that a year ago a case of 150 eggs was \$29.95, this year the same case of eggs cost \$79.95. Despite the huge cost increase, they are not raising the price of breakfast, it will stay at \$5.00. John will see if there are any cost savings from other local wholesalers. Michelle reported currently there are no other upcoming events planned.

ARTICLES OF INCORPORATION COMMITTEE

New Lots in Cimarron Lakes: Michelle Stevens tabled discussion as she is waiting for the property titles to examine them. She will bring back to the next meeting.

Articles of Incorporation and Bylaws final drafts: Bob McMahon advised that he has the redlined documents to post on the WV website, as requested. Bob asked what decision was made regarding the new development assessment fee as that is the only undetermined item he's aware of. The Board has had previous discussions about this and feels we need to increase it from \$1K to \$5-\$25K per lot development. Bob is also planning Town Hall meetings for the community to ask questions about the Bylaws and Articles of Incorporation as previously discussed. The Board would like to post the redlined documents on the website as soon as possible so everyone has plenty of time to review and ask questions. Bob will hold the Town Hall meetings after the upcoming annual election. Further discussion concerning the new lot development assessment addressed the growth of Cimarron Lakes and the need to raise money by increasing the assessment to help accommodate the growth. Also, higher assessments may help to slow the growth and higher demand on our marina. Further, a developer could choose to opt out of WVCA membership and in that case, those buyers would not be part of WVCA. **Motion to Approve** raising the new lot development assessment fee to \$25K per lot was made by Bob Slater, 2nd by Michelle Stevens, and carried. Bob McMahon will update the Bylaws proposed language and get that and the proposed Articles of Incorporation posted on the WV website as soon as possible.

OLD BUSINESS

A. Tri-State WIFI Projected Timeline. Andrea Pewsey advised she is waiting for a copy of the permit so she can double check its authenticity. Still working on the easement and once these things are confirmed we are ready to install.

NEW BUSINESS

- A. 2023 Board Meeting Schedule:** Proposed meeting schedule was reviewed. **Motion to Approve** moving the July 1, 2023, meeting to the following Saturday, July 8th, 2023, was made by Michelle Stevens, 2nd by Mark Aery and carried.

- B. Increase \$10K Project Spending Limit:** A member asked if the Board is planning to increase the spending limit due to huge increases in materials and labor. Bob McMahon replied that yes, we have included language in the proposed Bylaws increasing the spending limit to \$20K.

- C. Strategic Plan:** Karen Summitt suggested that WVCA have a special community meeting to discuss developing a strategic plan / business plan for long term goals and improvements for the WV community, as well as set a proposed budget for them. A strategic plan can be made into a policy in conjunction with the Bylaws and Bob McMahon will check with our attorney about whether it would be a Bylaws change or a policy. **Motion to Approve** a special meeting was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried. A special meeting is being scheduled for Saturday, January 21, 9 AM, at the clubhouse to discuss a proposed strategic plan. This will be posted on the website and on the WV Association Facebook page.

The next regular meeting will be held Saturday, February 4th, 2023, at 9 AM.

Meeting Adjourned: 10:05 AM.