

WILLOW VALLEY CLUB ASSOCIATION

BOARD OF DIRECTORS MEETING

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

MEETING HELD August 6th, 2022 @ 9:00 AM

The Board of Directors meeting was called to order at 9:03 AM by Andrea Pewsey.

Mark Aery led the Pledge of Allegiance. 9 out of 13 board members were present making it a quorum.

1. Present: Dee Adcox-Kimberlin, Mark Aery, Teresa Brown, Randy Burton, Bob McMahon, Andrea Pewsey, Bob Slater, Sue Steeber, Michelle Stevens.
2. Absent: Marc Bestwick, Ed Peters, Randy Stewart, Eric Villalobos.
3. Number of General Members attending: 21

MEETING MINUTES FROM July 9th, 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** July 2022 minutes as presented was made by Andrea Pewsey, 2nd by Mark Aery, and carried.

TREASURY REPORT

The Treasury Report for June 2022 was sent to the Board prior to the meeting. Copies were provided to members at the meeting and reviewed. **Motion to Approve** June 2022 treasury report as presented was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried.

BUILDING AND MAINTENANCE

Randy Burton advised the renovation to the inside of the guard shack is done. \$468.44 was spent on the materials and member Paul Merz donated his labor. The wiring should be installed by next weekend. The Board suggested giving Paul Merz a gift card in recognition of his work. Paul asked for occasional free boat slip rental for the rest of 2022 and through 2023. **Motion to Approve** boat slip rental as requested for Paul was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried.

Security gate fence insurance claim: The gate is crooked due to a member crashing through it and must be fixed. The member had no insurance on his vehicle and our insurance only covers up to \$3,000 in damages. The Board discussed filing a lien on the member's house in order to recoup the cost of fixing the gate properly. **Motion to Approve** filing a lien on the member's house was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried.

Air conditioning quotes for the clubhouse have been received. Two quotes from River Valley AC and Ambient Edge came in very high. Member Karen Summitt suggested Breezy Air, they used them at her office and their price was more reasonable. Other members discussed installing a split system. Andrea Pewsey will get a third quote from Breezy Air.

PUBLICITY AND COMMUNICATION

Dee Adcox-Kimberlin reported that the new WVCA Facebook page is doing well with 434 members as of July 29. Discussion was held about getting the WVCA website upgraded. Teresa Brown had obtained a quote from Mohave IT which was between \$10-\$12K for a complete network upgrade. She will resubmit that to the Board. Member Karen Summitt discussed a member software for better communication, flyers, calendar, mass emails, club information, invoices, payments, etc. The Board will look into this and is open for suggestions. Debra Pewsey will look into this further.

RECREATION AND ENTERTAINMENT

Michelle Stevens advised the Rock n' Roll bingo held July 9th had a great turnout and was a blast. A Musical Chairs bingo is scheduled for August 13th and the club will sponsor adult beverages. A community breakfast is scheduled for September 3rd, Labor Day weekend. Upcoming events planned for the fall include the 3rd Annual Trunk or Treat, and the Annual Christmas Parade. A member suggested another corn hole tournament in October; the last one was a big success. Another member suggested a New Year's Eve party at the clubhouse.

ARTICLES OF INCORPORATION COMMITTEE

New Lots in Cimarron Lakes: Teresa Brown is still working with the attorney and awaiting his response. He has found additional documents and is reviewing them. He hasn't determined whether or not he can represent WVCA without a conflict of interest. The club wishes to prevent new lot developments in Cimarron Lakes having marina privileges due to overcrowding.

Willow Valley Estates #12: Teresa Brown advised this item is complete with Section 12 residents contacted. Member Karen Summitt questioned why it seems suddenly certain parcels are being "kicked out" of WVCA. Teresa explained these parcels had no proof of WVCA rights and are not qualified parcels. They must show proof or documentation that Mr. McKellop granted those buyers WVCA rights. The same may apply to new lots in Cimarron Lakes since we do not know what the McKellos promised concerning that land having rights to WVCA. McKellos Holdings has just sold the last of the land owned in WV and will be closing escrow soon. Discussion was held concerning raising WVCA transfer fees to \$10K each for new developments. A **Motion to Approve** checking with our attorney about raising the transfer fees was made by Michelle Stevens, 2nd by Andrea Pewsey, and carried. We will also add this to the ballots if we move forward.

Articles of Incorporation and Bylaws final drafts: Bob McMahon advised that the documents are very close to public distribution and the attorney did not make many changes in her review. However, a new brief in case law has developed complicating our ability to change the Articles and Bylaws. The court's decision goes against AZ law. The attorney advised Bob and the Board to conduct a closed meeting to discuss the brief and potential effect on our efforts to update our Articles and Bylaws. The Board will meet in executive session immediately after today's meeting.

OLD BUSINESS

- A. Ramp and Marina Project Update.** Andrea Pewsey advised that she and several Board members met with the contractors and took measurements at the launch ramp. Member Kathy Raasch is working on a civil engineering plan for the peninsula. The contractor is waiting for pricing on a coffer dam and fixing the ramp in October. The marina needs to be dredged again; this should be done before the ramp gets redone so as not to damage the ramp by driving heavy equipment over it. Andrea is negotiating with the contractors and they need to be liable for some of the errors made. The contractors say that former Board members told them it was OK to pour the new ramp over the old one, and approved the slope and the chevrons. We are holding them responsible and we have much evidence supporting the facts. Another meeting with the contractors is being scheduled as soon as possible. We do not expect to be charged full price for the new ramp. Members asked for the curbing on the west side of the ramp to be removed up to the high water line due to sand build up at the bottom. Also if we are re-dredging the marina, make the marina opening deeper. It was also suggested to clear out the debris in the outflow pipes. Michael Wilke reported he has been cleaning them out but it collects daily. Bob McMahon was asked to contact the gentleman in Florida who had the raking machine used in the marina a couple years ago to see what kind of maintenance equipment he has.
- B. Tri-State WIFI Projected Timeline.** Andrea Pewsey reported that Marc Bestwick is working with the County to obtain permits for the installation of the pole / tower. Pending.
- C. Willow Valley Club Swag.** On hold.
- D. Summer's Point Relocation.** No update; on hold until cooler weather.
- E. Land Survey for rear of clubhouse.** Michelle Stevens will have the proposal at the next meeting.

NEW BUSINESS

- A. Club Insurance.** Andrea Pewsey provided a proposal from our current carrier, Hallmark. The club is under-insured and we need to raise the replacement values (clubhouse, garages, restroom, mobile home, fences and awnings). The additional premium to increase our coverage is \$2,955 to April 2023. Andrea is working on additional quotes with local providers. **Motion to Approve** the additional insurance premium was made by Andrea Pewsey, 2nd by Michelle Stevens and Teresa Brown, and carried.

Andrea Pewsey discussed making a claim on our insurance for negligence / errors and omissions concerning a single Board member who made decisions about the launch ramp that the rest of the Board was unaware of. The Board was not privy to those decisions that caused the damage to the ramp and marina. This claim would help offset the cost of replacement. **Motion to Approve** filing a claim was made by Andrea Pewsey, 2nd by Michelle Stevens, and carried.

- B. Metal Detecting on the Beach.** Members have asked if they can use metal detectors on the club beach. Yes, but please fill in any holes that are dug.

The next meeting will be held Saturday, September 10th, 2022.

Meeting Adjourned: 10:18 AM.