

**WILLOW VALLEY CLUB ASSOCIATION**

**BOARD OF DIRECTORS MEETING**

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

**MEETING HELD November 5th, 2022 @ 9:00 AM**

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

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

1. Present: Dee Adcox-Kimberlin, Mark Aery, Marc Bestwick, Randy Burton, Bob McMahon, Ed Peters, Andrea Pewsey, Bob Slater, Sue Steeber, Michelle Stevens, Randy Stewart.
2. Absent: Eric Villalobos.
3. Number of General Members attending: 69.

**SPECIAL ELECTION RESULTS**

Andrea Pewsey, Board Chairperson, asked that everyone in attendance please be respectful when speaking during the meeting. Mark Aery, Board Vice Chairperson, reported the special election results concerning the marina ramp project as follows: 531 ballots were received so we had a good turnout for voting.

**Ballot Measures:**

TRR ORR fixing the end of the ramp: 245 Yes, 260 No, 26 Abstain. Failed to Pass.

Starting over with a new contractor: 203 Yes, 278 No, 50 Abstain. Failed to Pass.

Hound Dog Excavation beach parking lot grading: 270 Yes, 250 No, 3 Abstain. Passed.

Andrea Pewsey advised that Dean Swiegert of Hound Dog Excavation was alive when we received his bid for the beach parking lot project and although he passed away, his partner has passed his AZ contractor's license exam and has his license now. Andrea has received other bids. Hound Dog Excavation did a great job on the marina trailer parking lot and the Board would like to use them for the beach parking lot. This work will be planned for December 2022.

**NOMINATIONS FOR THE BOARD OF DIRECTORS**

Mark Aery and Andrea Pewsey discussed the upcoming WVCA general election for open positions on the Board of Directors. Printed general information concerning the duties, functions and responsibilities of the Board members was provided and discussed. Nominations were requested and received from the community as follows:

Director, District 1: Pat Kerr, Chris Albert, Dean Veik, Chris Young

Director, District 3: Art Luboch, Brian Osborne

Director, District 5: Mark Aery (incumbent), Ken Koch, Bob Kirkland

Director At Large: Don McCone, Michelle Stevens-Bennet

Director At Large: Randy Stewart (incumbent), Karen Summit

Secretary: Andrea Pewsey (incumbent), Jody Sale

Treasurer: Dee Adcox-Kimberlain (incumbent)

Andrea advised the office will compile background information and photos of the candidates and post on the WVCA Facebook page for consideration. Ballots will be mailed out in January 2023 to members in good standing with

currently paid dues. Election Day is Saturday, February 11<sup>th</sup>, 2023 and the winners will be sworn in at the March 2023 meeting.

Andrea discussed the upcoming Bylaws and Articles of Incorporation (AOI) updates that are planned for March 2023. Andrea has posted initial general information concerning the updates on the WVCA Facebook page to make the community aware. Copies of the Bylaws and AOI will be available for review at the clubhouse for the next several months. WVCA needs everyone in the community involved and aware of the updates. WVCA requests everyone to read them and take this opportunity to suggest any changes the community would like to submit. This project will take months to plan so WVCA wants the community to have plenty of time to read the documents. Please read them. At the advice of our attorney, the documents cannot leave the clubhouse premises until they are officially mailed out next March. The community has the opportunity to suggest changes during this time; these suggestions will be sent to our attorney for review and approval. Then the final version will be mailed out to all members next March 2023. As a reminder, Associate Members cannot vote.

Town Hall meetings to review and discuss the Bylaws and AOI updates will be scheduled Tuesdays and Saturdays over the next several months at the clubhouse. Bob McMahon is also available for questions. Several members asked if we can post the documents online and were unhappy they have to come to the clubhouse to review. Bob McMahon will double check with the attorney and if we can post the documents online, we will do so right away. We were previously advised not to post them online by the attorney.

### **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, 2<sup>nd</sup> by Mark Aery, and carried.

### **TREASURY REPORT**

The Treasury Report for September 2022 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** September 2022 treasury report as presented was made by Randy Stewart, 2<sup>nd</sup> by Andrea Pewsey, and carried.

Dee Adcox-Kimberlain provided a cover letter that will accompany the annual dues / assessment statements for property owners which explains the payment and voting in the election process. **Payment is due by January 31, 2023.** Online payments are now available through the WVCA website. The fee for online payments is \$2.95, so if you use this option please include that amount in your payment. Dues for 2023 are \$100, having been raised by community vote last year. Randy Stewart asked if gate cards and stickers can be suspended until a member comes in to get their updated stickers. No they cannot. Andrea asked that everyone pay their dues and come in to get their stickers as soon as possible. They are still researching whether or not etching sticker numbers is possible to avoid the marker from rubbing off.

### **BUILDING AND MAINTENANCE**

Andrea Pewsey advised that WVCA has received \$3,946 from our insurance to cover part of the cost of the gate repair damage cause by Mr. Torres. We are still pursuing the claim against Mr. Torres's through the courts. Also, we have recently increased insurance coverages for all WVCA property and structures.

We have received 2 A/C quotes to replace the unit for the marina residence. We have received 2 quotes for the removal and replacement of the clubhouse roof. We are waiting for the third. This will need to go on the ballot for membership approval. We will discuss these at the next meeting.

Randy Burton has received quotes for tree trimming in the marina and repair to the existing palapas. Members would like 3 additional, larger palapas. Caretaker Mike Wilke will call the same company who installed the existing palapas and recalls the price was approx. \$7K for them. To be discussed at the next meeting. Randy Burton discussed the tree trimming quotes, **Motion to Approve** up to \$1,800 for tree trimming / dead tree removal and hauling away was made by Michelle Stevens, 2<sup>nd</sup> by Randy Stewart, and carried.

Beach parking lot: Andrea will get additional facts and details about the contractor and project and post the information on the WVCA Facebook page when received; we're looking at December 2022 for this project that was approved by the special election community vote.

Summer's Point relocation: Member Paul Merz made drawings for the new location and provided a list of materials and costs to add a shade structure. 8'x10' flat roof structure is approx. \$1,472; 10'x12' gable roof structure is approx. \$3,900. Labor will be donated by Paul and other members. New location will be at the north end of the club beach on the jetty to allow for closer parking and easier access to Summer's Point. **Motion to Approve** up to \$4K for 10'x12' gable roof shade structure materials was made by Andrea Pewsey, 2<sup>nd</sup> by Michelle Stevens, and carried.

New Picnic Tables: Andrea Pewsey provided a quote from ULINE for 4 new picnic tables for the marina grass area. The old ones are dangerous and have nails sticking out. The tables are \$1,220 each, totaling \$4,880 plus tax and shipping. **Motion to Approve** purchasing new picnic tables was made by Andrea Pewsey, 2<sup>nd</sup> by Michelle Stevens, and carried. Green color was selected.

### **PUBLICITY AND COMMUNICATION**

Dee Adcox-Kimberlin reported that the new WVCA Facebook page is doing well with 557 members as of October 27th. The office is keeping the website updated. Dee thanked member Kim Qualey for her help in posting WVCA event information on the WVCA Facebook page. Dee thanked all who donated prizes for the recent Charity Bingo and attended the event. It was a big success and raised \$2,600 for the Mohave Valley Fire Department's Christmas Children's Toy Drive.

### **RECREATION AND ENTERTAINMENT**

Michelle Stevens advised the Halloween Trunk or Treat was great and a large turnout. The community pancake breakfast is tomorrow, November 6<sup>th</sup> from 8-11 AM. Rock and Roll Cornhole tournament is scheduled for Saturday, November 12<sup>th</sup> at the Marina. More information will be posted on Facebook. The Annual Christmas Parade is Saturday, November 26<sup>th</sup>. The parade route is posted in the office window, will also be posted on Facebook, and will be downloadable. Line up in the marina at 4 PM. Santa and Mrs. Claus will be available for photos and there will be treats for the kids.

### **ARTICLES OF INCORPORATION COMMITTEE**

**New Lots in Cimarron Lakes:** Andrea Pewsey spoke with former Board member Teresa Brown, who was working on this project, to confirm that Teresa had sent the Board all of the information she compiled. She has sent in all the information she had. Michelle Stevens reported that she has spoken with an attorney she knows through her work, who advised that in his opinion it will be an uphill battle to prevent new developments from having WVCA marina privileges if their escrow papers state they are part of Willow Valley. We are hoping to prevent those large undeveloped parcels from having membership. We must ask ourselves how much we want to fight and at what expense and legal costs. Also, the golf course on the corner of King St. and Hwy 95 has been sold and they have 8 years before they can change their zoning designation to residential, potentially adding many more new homes to Willow Valley. There has been ongoing discussion about raising our new development fees from the current \$1,000 per lot to \$10,000. Michelle will get the Cimarron Lakes CC&Rs to her attorney for review. Bob McMahon also has the CC&Rs and we need to see their escrows for the new developments to see if they say they are part of Willow Valley, we also do not know if the parcels have been divided yet.

Discussion about raising assessments was mentioned by Andrea Pewsey proposing that there be one assessment for each lot owned. This would increase WVCA revenue but at the same time increase the amount of votes for property owners who own multiple lots. For example, currently a person who owns 5 lots has one assessment and one vote. If we change it as proposed, a property owner would pay an assessment for each lot owned and receive that amount of votes; i.e., 5 lots = 5 votes. Bob McMahon advised our attorney has already said no to changing to multiple assessments citing it is against Arizona state law. **Motion to Approve** placing adding multi-assessments on the ballot for a community vote was made by Andrea Pewsey, 2<sup>nd</sup> by Michelle Stevens, all opposed. Motion failed to pass.

**Articles of Incorporation and Bylaws final drafts:** Bob McMahon advised that as previously mentioned, Town Hall meetings to discuss the Bylaws and AOI will be upcoming and throughout the period leading up to the vote next March 2023. Our bylaws are from the 1970s and need to be brought up to current standards. We need everyone to be involved and aware. Per our current Bylaws and AOI, we need 85% of the membership to vote, if we do not get 85%, we will have to seek judicial relief if the majority of the votes returned are in favor. If the majority of the votes received are not in favor, no further action will be taken. WVCA will be posting signs around the community and getting the word out via social media as well.

## OLD BUSINESS

- A. Ramp and Marina Project Update.** Andrea Pewsey advised that she is stepping down from the marina project. She will turn over all the drawings, proposals and pertinent information she has from civil engineer Kathy Raasch to the office. The existing permits we have from TR ORR are not transferable, and WVCA will have to start over at this point since the ballot measure failed to pass. Being a federal area / waterway, we will need new permits with a Class A general contractor, the Army Corps of Engineers, obtain a new biology report, and work with the Dept. of Fish & Game, etc. TR ORR will be crediting us back for the last \$18,000 of the project. Having said that, Andrea asked for volunteers to take on the project.

A member handed out information he researched about ARMORFLEX interlocking concrete blocks from CONTECH Earth Stabilization Solutions, Inc., and discussed the possibility of placing them at the end of the ramp. Michelle Stevens will contact them and also inquire if they are acceptable to the Army Corps of Engineers.

Another member who owned Rainbow Marina said he's already talking to the Army Corps about his other properties and has received permits for his projects in a very short time, approx. 2 weeks. If you provide them with aerial photos, delineate dig areas and supply all the information they need it can be turned around relatively quickly. They have 6 months to issue permits, much sooner if you have everything together. We as the owner can apply for our own permits with the Army Corps. He said he would look into this right away, make some calls, and see if we can fix our ramp for under \$10,000. It might be possible.

Another member provided information to rent a trap bag coffer dam, crane, gravel, etc. to repair the bottom of the ramp. Ref. [www.mainstopper.com](http://www.mainstopper.com).

Andrea Pewsey discussed that she has been approached and spoken with at least 50 members this last month about Board members who were involved and responsible for some of the mistakes that were allowed with the ramp, docks, peninsula and marina dredge. These people feel that the Board members responsible should be prevented from running for the Board. **Motion to Approve** placing on the ballot for a vote, the prevention of Board members responsible for the marina mistakes running for a position on the Board, was made by Andrea Pewsey, 2<sup>nd</sup> by Michelle Stevens. 9 in favor, 2 opposed. Motion carried.

- B. Tri-State WIFI Projected Timeline.** Marc Bestwick advised that TSWF will be installing their own power pole and will save us \$600 by putting their own pole in. Currently, we pay 5 or 6 separate bills to MEC for each power pole. Andrea Pewsey is consolidating these to a new power panel. Andrea asked if there are any licensed electricians in the community as WVCA is accepting bids now. Andrea is working with Marc Bestwick and Michelle Stevens on the easement required for the pole's specific area, for our protection. The lawyer is amending the contract to include the easement.
- C. WVCA Swag.** Andrea Pewsey advised she and Michelle are working on designs ad logo. Ongoing.
- D. Clubhouse Property Line Survey.** Michelle Stevens is working on this and will report back at the next meeting. Ongoing.

## NEW BUSINESS

- A. Incident Report.** Andrea Pewsey advised that a toilet was found in the marina dumpster. The office is contacting the owner with a letter and \$25 fine and wants to suspend the member's gate card. Motion to approve suspension of the member's gate card until he/she appears at the clubhouse and pays the fine was made by Andrea Pewsey, 2<sup>nd</sup> by Bob Slater, and carried.
- B. Marina Entrance.** A member asked if WVCA is addressing the marina entrance as it is shallower now than before the dredging. He was invited to propose bids for that as well as repairing the end of the ramp. Another member suggested renting a long reach excavator from United Rentals and dredge the entrance ourselves.

The next meeting will be held Saturday, December 3rd, 2022.  
Meeting Adjourned: 11:00 AM.