

PLAN of the Timberlane Neighborhood Improvement and Beautification District (“TNIBD”) for the Acquisition of Control and Finance of Land and Improvements of Timberlane Country Club (“TCC”) and Establishment of Timberlane Recreation

TNIBD Acquisition of Control and Finance of Land and Improvements of Timberlane Country Club

TNIBD will acquire all real estate and improvements owned by TCC, (“Total Facilities”) including the golf course and driving range (“Golf Facilities”) and the club house; swimming pool; tennis and sand volleyball courts; all or selected furniture, fixtures and equipment; and the vacant property adjacent to the club house (collectively, “Club House Facilities”). TNIBD will take over responsibility to service the TCC mortgage debt secured by the real estate, including the balance due on the two (2) outstanding SBA Disaster loans secured by the Total Facilities (excluding the driving range property), of approximately \$1.3 million, and the line of credit loan secured by the driving range property, of approximately \$300,000.00 (collectively, “Mortgage Indebtedness”).

TCC, TNIBD and Café Hope are presently negotiating a lease of portions of the Club House Facilities by TCC to Café Hope. The parties have agreed in principle to a ninety-nine (99) year lease (“Lease”). The consideration to be received by the landlord from Café Hope is the agreement of Café Hope to be responsible and pay for all infrastructure repairs to the leased premises and payment of a portion of expenses of the leased premises, including, but not necessarily limited to, maintenance, repairs, utilities and insurance. The cost of renovations or structural changes to the leased premises desired to be made by Café Hope will be at the expense of Café Hope and subject to the landlord’s approval. The primary consideration to be received by Café Hope is the possession and use of the leased premises and the exclusive right to provide food service. Members of Timberlane Recreation (defined and provided for below) will have access to and use of the leased premises except those traditionally non accessible areas such as the kitchen and

storage. The Lease is conditioned upon passage of the May 4th tax referendum.

TCC and TNIBD are presently negotiating the Agreement to Purchase and Sell the Total Facilities (“Sale Agreement”). The consideration to be received by TCC is the takeover by TNIBD of the obligations of TCC due in payment of the Mortgage Indebtedness. The consideration to be received by TNIBD is the ownership of the Total Facilities, subject to and the assignment of the Lease.

A joint application of TCC and TNIBD to the SBA for approval of the assumption by TNIBD of the TCC Business Disaster Loans is being prepared for submission and consideration. The application complies with the SBA requirements and comports with the guidelines for approval of assumptions of SBA Business Disaster Loans. If the assumption of the SBA loans is not possible, the Commission has the option of issuing bonds or obtaining a fixed-rate bank loan amortized over 10 years and supplementing the proceeds with tax revenue required to pay off the SBA loans at closing. The driving range mortgage loan would be paid off in two (2) annual payments of \$150,000 each, including principal and interest, from tax revenue.

A transition team/committee composed of two (2) members of the TNIBD Board of Commissioners, members of the TCC Board of Directors and others as determined by the Commissioners, will be formed to facilitate the transition of ownership, control and management from TCC to TNIBD. Evaluation of facility administration is an absolute priority. Recent operations have been facilitated by a committed but limited volunteer board out of necessity. One of our primary areas of focus is identifying the most efficient paid administrative solution moving forward. The Board of Commissioners is investigating at this time whether the best option is an outside management company or a full-time, on-site manager with adequate support staff.

Timberlane Recreation

Membership Eligibility

The TNIBD Board of Commissioners will establish “Timberlane Recreation” (official name to be determined) for the use and benefit of the eligible residents of the TNIBD. All natural persons who own taxable parcels in the

TNIBD will be eligible for membership in Timberlane Recreation which will allow use of the Total Facilities.

Application for Membership

For the benefit and enjoyment of all members, there will be Rules and Regulations and a Code of Conduct (“RR&CC”) applicable to all members and guests of members. The Primary Member (defined below) will be responsible for their children and guests. Depending on the frequency and/or the severity of the violation(s), membership may be restricted, suspended or revoked.

A membership account will be established for each membership which will be one per household with one member of the household being designated as the primary member (“Primary Member”). All immediate family members permanently residing in the household are also members. The Primary Member will be responsible for the payment of all charges to the account made by or assessed against any member of the household and their guests.

The Primary Member will be required to fill out and submit an application for membership. The application will require sufficient information of each resident household member to allow staff to be able to easily and quickly identify who is and who is not a member. This will be vital particularly in the beginning. With 520+ household memberships, there will be 1500+ new members immediately.

For a person to be permitted to use the facilities as a guest of a member, the member must be in attendance with the guest. Any member of the Primary Member’s household or any guest less than ten (10) years old must be accompanied by a parent or other responsible adult.

By signing and submitting the application, the applicant will certify that he/she and all persons eligible for membership named in the application have read and accept the RR&CC and that he/she has read and explained the RR&CC to all persons of his/her household eligible for membership who are not capable of reading and comprehending the RR&CC.

New Amenities

The following is a sample list of possible new amenities which have been determined from resident comments at meetings and responses to questionnaires:

- Children's playground
- Splashpad
- Resurface cart path for hiking/running/cross-fit events
- A multipurpose covered and landscaped pavilion
- A multipurpose sports field

The order of planning, design and construction of the New Amenities will be balanced between the express desire of members and the cost of construction, maintenance and available funds.

The Vision for Timberlane Recreation

The TNIBD Board of Commissioners wholeheartedly and unanimously believe that this Plan will accomplish its primary charge of obtaining control of the TCC Total Facilities, prevent them from being abandoned and their control and fate eventually falling into the hands of an unknown third party. That will be the immediate effect and benefit of the Plan.

The intermediate and longer-range goal, however, is not to just maintain the Total Facilities as they are today, but rather, to substantially repair, renovate and improve all aspects of the Total Facilities for the use and enjoyment of all residents as members of Timberlane Recreation. In addition, the design, construction and completion of the New Amenities as finances permit will serve to provide members of all ages with new activities and facilities that they can use and enjoy every day. The Plan will create and maintain a venue where families, groups, or individuals can enjoy the numerous activities available within Timberlane Recreation.

We thank you for your time and support and encourage you to stay involved and bring your ideas and energy into developing the next phases of the Plan. Neighborhood input is extremely valuable in the details of the plan as we begin to implement elements that will secure and improve our future together. We will pursue focus groups and/or verifiable surveys to determine the best course in those specific details.