

BCHA General Membership meeting

4/20/2022

Checks signed

- Bill paycheck \$1401.07
- Tammy McKeever – new bookkeeper computer set up. \$275
- Dept. employment taxes - \$126/07
- Jack Schamp – trailer final notices - \$32.07
- Kelly - \$41.78, \$50, \$68.72. Meeting materials and update of officers online
- Rebel – gas for tractor, open
- Desert Clark County lighting – open, invoice to be received for replacement lights that were already approved to be spent

New members/Membership updates

- Hallet/Yateman – update form as they are married
- Romero – updated form as they are married
- Faircloth
- Battistoni
- McMillan/Cline

Call to order: 7:09 by Sean, meeting being recorded

- President (open), VP (open), Sean, Kelly, Jackie, JP, Maury, Shauna and Bill present
- Sean called out that president and vice president have resigned.
- If anyone would like to speak, need to come to podium and announce themselves, 90 second limit. If any escalations occur during meeting and order not maintained, board will recess

Approval of minutes

- Nov 2021 – Karen motioned, Chelsea 2nd and 0 opposed
- Feb 2022 – Chelsea 1st, Bonnie 2nd and 0 opposed
- Minutes will be continued to post to bulletin board, website and copies available in info box for members to grab.

Bookkeeper report

- A/R - \$5589 in the 61-90 past due (still overflow from Q4 and annual billing). Only \$267 in 90 plus past due.
- Q1 2022 billings done and expect \$104.26 coming to members.
- Keri available if needed as Shauna will be unavailable or 7-10 days after meeting
- Stephanie McNair asked how many members. 191 for billing purposed and 254 members. Discussed billable number it is explained in 6.02

Caretaker update

- Trailers
 - 15 need to be tagged with final notice
- Lights in entry way being completed
- Manure fire – resolved and handled quickly but did occur
- 12 water meters to replace
- Next 3-4 weeks Wednesday and Thursday water will be off from 9-12
- Recycling container – to be used for recycling only
- Dust control came out on 4/12 for complaint in far upper arena adjacent to someone's lot

- Told to only water drag 4x per week or fines. Had a business card from gentleman named Heath? Board wanted to verify this as we thought we were exempt due to animals and other guidelines we follow. Sean wanted something in writing

Committee reports

Bylaw – no one present

Point of Clarification at June Membership meeting by Tim McKeever:

- Board at the time worked with lawyer for ground leases, not the committee. Board was on calls, board moved forward to present updates in October 2021 meeting.
- First Motion at October 2021 meeting was done by Traci Williams, Tim McKeever 2nd. Zeanne Hesterman added equine liability to motions. (This POC is not validated by the October 2021 meeting Minutes.)
- BCHA would pay upfront and then charge \$65 per member
- Tammy McKeever asked at December meeting for line item but was told wasn't needed because it would be reimbursed. (This POC is not validated by the December 2021 membership meeting minutes.)

Arena- Jackie

- Organized FB group to share improvement plans.
- Find/reallocate funds
- Asking for arena groomer (1099) to free up Bill for projects and creates better safety
- Small change in commons billings when comparing water bills, below examples given
 - July Aug 2020 cost of \$16 per member on a limited water schedule
 - July Aug 2021 cost of \$18 per member on a daily schedule.
 - Jan Feb avg of \$17 per member
- Asking for \$20k from savings to fund arena groomer
- \$7k marked for derocking – proposed to reallocate for round pen improvements (discussed in new business)
- \$14k left over from 2021 excess budget. Want to hold for use with arena committee

Meter committee – Ron Hansen

- Read meters last Monday, already replaced 3 of them. Addressing the power ones next
- Goal is to have a laminated document that would show pictures of where each meter is for each lot, this would be checked out by those who are conducting the meter reads.
- Bonnie asked for a couple days' notice before reading so members. Agreed to post on Social media

Events – Jackie

- FB group available, need more participation. Developing google calendar so that every discipline/group can use their voice.
- Member only events at this time. Board agreed that liability forms to be used stating the event name, along with membership verification would be required. Fees as published on our website.
- Chelsea asked about a food vendor. Board stated that we need to figure out insurance for vendors and them naming us additionally insured.
- Donna asked how we verify membership. Master list will be provided to committee for use at that time

Fundraising – Jackie

- FB group available
- Interested in having a 501c3 as a subsidiary that would allow for grants and fund raising. The 501c7 that we are presently has limitations outside dues and assessments that can be collected. We need to collect more information on what a 501c3 does to BCHA presently and if it's viable.

Old Business

Insurance update

- Insurance offer for Commercial General Liability was on the table when there was 7 sitting board

members.

- Explained that insurance is structured like a condo/hoa and covers all ~45 acres. It is a change in the way it is packaged as we have been denied by all equine liability insurances that we have submitted applications for. It is similar to previous insurances as it does not cover anyone on horseback, it is meant to cover if someone is hurt or injured on our property from (as an example), and telephone fell over and struck someone. It is consistent with our previous insurance policies from this regard. It is \$4,500 annually and we can always decide to pursue a different insurance policy as this one comes up for renewal. It is a risk because we do pay the fee upfront but we believe based on the conversations with broker that we have given all pertinent information about BCHA, our bylaws, our set up and they made a decision to extend a policy to us. It will go thru its underwriting department.
- Bonnie asked about events - Board explained event insurance would still need to be pulled and that we would need to verify when insurance is fully bound before any nonmember events would be approved.
- Chelsea made a motion to move forward with the binding of this insurance, Bonnie 2nd and 0 opposed. Sean did note that we could do a private ballot if anyone preferred voting this way.
- Jackie also recommended that lot owners should consider having their own

insurance Bylaw amendment to institute ground leases for lot holders

- Posted on website
- Concerns from board on some of the verbiage was shared
- Karen made a motion to table until full board is available to review, Chelsea 2nd and 0

opposed Equipment and Maintenance contract + Additional 1099 employee

- \$20K to hire someone and maintain, can't add a new budget line item. Would have to vote and determine where the funds came from and if we can reallocate. Alex G believed it had already been approved with a previous board. Stephanie M spoke in support. Jackie asked for \$20k to be moved from the savings for the 1099 arena contractor. Dale R motioned, Sam G 2nd, all in favor, zero opposed. Motion passed.
- Sean – water truck needs modification for new tank. Has person that will have it trucked offsite to company that will provide estimate for that. Need to determine how long it will be down
- Bill – water lines, need a team to start putting in, we can start back up. Sean thought we needed a permit and need to look into

New Business

Vacant positions.

- Sean believe that based off our bylaws that we can fill the open positions and it falls in line with the next meeting after the vacancy occurs. Explained that some concerns were sent to the Board and voiced before the meeting. Asked for any objections regarding authority to move forward with filling vacancies. No objections were made to not move forward with voting.
- Karen recommended that the current board roll up to fill the president position and then backfill officer
- Dale – asked what happens when you step up, explained we just backfill other open position
- Bonnie – why did they quit. Sean explained we just received resignation notices and are moving forward
- Alex – closed meeting, do we need to know anything. Sean explained that we moved forward at each meeting even if we didn't fully agree on a topic. We believe we have done our fiduciary duty during these meeting.

President

- Bonnie – motion for Sean to become president, Gina A 2nd. No other candidates were nominated and 0 opposed

Vice President

- Sean nominated Karen, Jamie 2nd. No other candidates and 0

opposed 1 year board member

- Bonnie nominated Chelsea West, Chelsea West accepted
- Jackie nominated Ron, Denise F 2nd. Ron Hansen accepted
- Ballot vote conducted and results tallied by Bill.
- Ron received 27 votes and Chelsea 18;

Nomination Committee

● Jeaniene Wells, Desiree Neth and Jamie Kosakowski. Jamie is the chair

New Business

- Bylaw committee was working with an attorney to draft bylaws that tied to ground leases. Incurred legal fees of approx. \$8700.
- It was expressed that they believed that upfront money would be spent and then billed back to membership. Sean called out the letter sent in October around the motion for a bylaw change.
- Chelsea – who is this attorney, we didn't vote to get 2nd one outside of WInterton who is our retained attorney. Can we table until we get more information. Attorney is Riesman Sorokac
- Jamie – who was on committee?
- Janine – will there be charges going forward, Board believes no as we have disengages.
- Board explained we have the itemized invoice and that we ultimately owe them. Prior Board did not approve the spending of these funds by committee prior to fees incurred. Committees, per bylaws, do not have authority to spend funds unless approved by board.
- Bonnie – can we post invoices?
- Budget was only for \$4K, propose to move up to \$14K as we are already over this line item and would cover for rest of the year. \$52 extra per member for the quarter
- Ron made a motion to increase line item, Karen 2nd. Moved to ballot vote and must have had 2/3 yes to pass. Counted by Bill. 26 yes and 18 no, did not carry forward based on attendance.
- Jackie stated that we did just make a \$1018 payment as that was all they were asking for.
- Still owe ~\$5700. Bob Pettit made motion to pay from savings, Ron 2nd. 0 opposed
- Chelsea – could we take legal action?
- Jeremy – does this ruin insurance opportunity? At this time we were not asked for ground leases
- Jackie – as a reminder this was done with the intent to institute ground leases, a part of the process
- Next board meeting will assess and address any potential bylaw violation and we are trying to move forward from this

Jackie – from arena committee update

- \$7k for derocking, would like to reuse for round pen improvements. Take down panels, get rid of sand, get in base, and either washed concrete or sand. Working with Darryl Moser on this material
- Bob Pettit made a motion to reallocate, Samantha Allen 2nd. 1 opposed (Sean) all other in favor.
- \$14k in remaining 2021 excess funds to be saved for arena committee to use as they see fit. Originally asked to spend as they see fit but agreed they would come to board for approval per our bylaws.

New business from floor

- John Leon – rodeo club. Sean explained we haven't looked into it and can ask carrier how we might move forward. Focus was base insurance.

Adjourn, Sean motion and Stephanie 2nd. 0 opposed

Amended 6/15/2022

Approved _____