

Meeting Minutes, Bar D Owners Association Annual Meeting January 9, 2020

<u>Present at Meeting</u>	<u>Represented by Proxy</u>
Russ Kaufmann Stephen Winkler Alison and Josh Baker Bill Hooper Terry Pierce Debbie and Pat Kelley Lisa Armour Dave Curtis Bill Hooper Tammy Ramer John Randazzo Kelly Carter Carmen and Hicham Duran-Rajraji Jessie and Sam Mazurek Wayne Edgar Bill Manglesdorf Rob Dale Ron Clawson Jeff Bride Stacey and Keith Bushaw Todd and Jennifer Christofferson Harry and Patty Overcash	David and Daphne Patton Jim and Kathy Walton Shirley and Neil Cox Roger Raines Tracy Zack Amy and James Hileman Annie and Jim Halpin Terry Lammers Anna Edmonds and Andre Weimerskirch Celeste and Luke Jain Matt and April Schafer

1) Stephen Winkler called the meeting to order at approximately 10:14 am. Zoom was made available for a 'listen only' attendance. However, Zoom continued to be a challenge for attendees.

2) **Old Business**

a) Road Maintenance

- Grader issues limited the ability to clear and grade roads. The board, and the Road Committee continue to look into options for repair.
- Issues with road grader and the inability to get parts to repair the clutch, and to maintain it, in general. Russ Kaufmann stated that we would have new business to discuss equipment.
- Thanks to Jim Halpin, Terry Pierce, and James Hileman for assisting with clearing areas near them and working as a team to fully clear Bar D Road to reduce mud (still an issue, but way better than expected) and mitigate impact of last few storms. Dave Curtis was also thanked for his assistance on South Park Drive.
- The board recommends continued teamwork, as well as a committee to assess the equipment and to not just recommend what to acquire but to help make it actually happen. This will be discussed as new business.

- b) BDOA records – Two requests have been made and the board provided read-only access to those that requested access. Stephen Winkler made it clear that anyone that wants access can have it. We are trying to be as transparent as possible. There is nothing to hide about how the BDOA has been managed by the board.

3) Board Member Reports

President's Report – Provided by Russ Kaufmann

- Special thanks to Bill Hooper for his many hours dedicated to cleaning up the ranch and assisting in many ways.
- Thanks to everyone that stepped up and helped the Bar D during our recent workday. Everyone probably noticed the additional thousands of feet of snow fencing.
- Thanks to the many other people for supporting the Bar D Ranch in many other ways too numerous to detail.
- Worked with A+ Bookkeeping to transfer more day-to-day tasks to improve response for realtors and title companies as well as day to day emails.
- Met with neighbors to discuss concerns such as road use and road abuse.
- Met with Game Warden and Sheriff's office to discuss illegal hunting.

Treasurer's Report – Provided by Stephen Winkler

- Stephen went through the finance report spreadsheet
- Praised our Bookkeeper Adelina.

Secretary's Report – Provided by Russ Kaufmann as Daphne Patton was unavailable

- Discussed the website and email communication process.
- Covered realtor and title company requests.
- Email responses for complex issues is handled by Daphne Patton, to include:
 1. Access to properties
 2. Rules about building on Bar D lots
 3. Demand for documents already on website
 4. Other issues such as some threats
- Takes notes and puts together meeting minutes as needed. Today is being handled by Russ Kaufmann since Daphne Patton is unavailable.

Cattle Manager's Report – Provided by Alison Baker

- Arrival, departure and renewal of contract keeping a good relationship with a good rancher. Working on a new contract starting for the 2022 season.
- If anyone happens to notice water not running or new breaches in the perimeter fencing, please notify the board.
- Please be respectful of the cattle. There have been issues with loose dogs and coyotes. Coyotes are only a problem if they are in a pack, otherwise leave them alone as they help control the ground squirrel and rabbit population.
- Reminder about putting up fence, need to respect easements for cattle passage.

Member at Large (Road Report) – Provided by Josh Baker

- Road Grading complete.
- Suggestions on a local diesel mechanic.
- Suggestions on new equipment to look at for snow removal and where to buy.
- Back up equipment operators.
- New business will talk about new equipment for 2021/2022 season.

4) Elections

- President
 - Russ Kaufmann stated he would not run and that we needed a new person to take on the position.
 - Bill Hooper and David Curtis stepped forward. Both candidates were seconded and added to voting
 - Before voting proceeded, there was a discussion by both candidates about how they would help the BDOA.
 - Bill Hooper was elected.
- Treasurer
 - Pat Kelley was nominated by Greg Hewitt, but he refused the nomination.
 - No volunteers stepped forward.
 - Tim Winkler previously agreed to take on the office. He is well qualified.
 - Tim Winkler was elected by acclamation.
- Note: Bank requires signed minutes to add Tim Winkler and Bill Hooper to the bank accounts and to remove Russ Kaufmann and Stephen Winkler.

5) New Business

- Dues Increase
 - Russ Kaufmann motioned to increase dues by \$100 to \$450 per year with the stipulation that two work days are made available each year. Will use workdays to reduce burden \$50 each day, offering the opportunity for others to reduce their dues back down to \$350 per year.
 - Motion seconded by David Curtis.
 - Discussion around whether quorum is present to approve increase. David Curtis stated that we can't vote because there are not enough owners present, Wayne Edgar pointed out the rules, Russ explained how bylaws and quorum work. Note: Bylaws Paragraph 7c clearly states how quorum is achieved by board of director votes during meetings.
 - Greg stated that more money will not help if the roads are not maintained properly
 - David Curtis stated that money is wasted on frontend loaders and there is a need to maintain roads properly by using proper gravel.
 - Bill Manglesdorf stated that he was opposed unless money is spent equally across all roads.
 - Motion passed.
- Outside Auditor
 - Motion by Greg Hewitt to require an outside auditor at unknown cost, seconded by Pat Kelley.
 - Stephen Winkler and Russ Kaufmann stated that all financial records, including bank statements, are available to any owner upon request.
 - Stephen Winkler reminded everyone that our bookkeeper, A+ Assistance, provides the same function and that our bookkeeper has identified missing receipts and made sure that all expenditures are supported by an artifact.
 - Multiple owners supported the status quo.
 - Motion failed at vote.

- David Curtis Reimbursement
 - David Curtis motioned to be reimbursed \$1,050 for the last three years for providing road maintenance assistance.
 - Motion seconded by Josh Baker and Russ Kaufmann.
 - Motion failed at vote. Russ Kaufmann recommended to David Curtis that he discuss the issue with the new board and see resolution.
- 6) Assess Equipment
- i) David Curtis and Russ Kaufmann motioned to have a committee reassess the BDOA equipment. The assessment should include possible sale of existing equipment and a combination of new purchases and rentals for seldom used equipment.
 - ii) Stephen Winkler stated that he had conversations with Dan Demillo on leading a committee to assess the equipment requirements for the Bar D and to bring recommendations to the board for potential approval and action.
 - iii) Motion passed by acclamation.
- 7) Cattle Ad
- i) Motion made by David Curtis and seconded by Alison Baker.
 - ii) Discussion included whether it is advisable to work with an out of state organization.
 - iii) Russ Kaufmann verified that the motion is to run an advertisement to identify current market rates.
 - iv) The board will decide whether to continue our long-term commitment with Terry Beckner.
 - v) Discussion about whether it is micromanaging as the board should handle these issues.
 - vi) Motion passed by acclamation.
- 8) Closing comments - Bill Hooper discussed Bar D vehicle speed as a main contributor to the conditions of the gravel roads. He has personally seen either Bar D residents and or their visitors traveling at speeds in excess of 30 miles per hour and in some cases has witnessed highway speeds (60 mph++).
- (1) This will not be tolerated as all it does is:
 - (a) Destroys the road that everyone agrees is one of Bar D's greatest expenses.
 - (b) Creates dust clouds that impact those that leave near the road.
 - (c) And most important – can kill cattle and people.

A motion was made by Russ Kaufmann to end the meeting. The motion was seconded by multiple sources. The motion was approved by acclamation. Meeting was adjourned.