

DRAFT

Minutes

R-Ranch POA Board of Directors Board Working Session Tuesday, 4/18/2023 5:30pm Via Zoom

1. Meeting was called to order by Mark Osborne
2. Pledge of Allegiance was recited.
3. Mark referred everyone to the meeting ground rules as follows:
 - a. **This meeting is being recorded. By attending, you are consenting to being recorded. Recordings can be made available to owners in good standing.**
 - b. Owners are welcome to comment during owner comment time only.
 - c. Owners typing in chat are asked to be polite and respectful, and to refrain from posting while someone is talking.
 - d. Votes will be taken by asking each Board Member one at a time.
 - e. Board members will abide by the meeting ground rules.
 - i. Board Members will come on time and prepared for the meeting.
 - ii. We will be polite, positive, and respectful.
 - iii. We will refrain from interrupting the speaker, making derogatory statements, or making accusatory remarks.
 - iv. We will listen to learn.
 - v. We will keep our comments concise and to the point.
 - vi. We will take turns in discussions, giving each board member a chance to speak on each round of comments.

4. Roll Call

Mark Osborne, President
Mark Grenbemer, 1st Vice President
Robert Tennes, 2nd Vice President
Jason (Jay) Adams, 3rd Vice President
Travis Morgan, 4th Vice President
Curtis Hancock, Treasurer (joined meeting at 5:48pm)
Emilie Simmons, Secretary

Heath Kauffman, General Manager was present

6-7 Directors were present, quorum was established.

5. Hearing no objections, the agenda was set as presented.
6. Emilie made the motion to approve the 3/27/23 minutes as presented. Travis seconded the motion. Motion passed unanimously.

Curtis joined the meeting at 5:48pm

7. Secretary Emilie Simmons read the following announcements:

- a. BOD Candidate Elections: Candidate Applications were sent in the 1st Quarter newsletter, and are available on the website or at HQ. Date of Record is June 15th, 2023 by 4pm (Owners must be current on fees and fines by this date to be eligible to vote.) Elections will be Saturday, July 1st, 2023 at 11am in the Klamath Lodge (or mail-in prior).
- b. 2nd Quarter Board Meeting will be at 10am on Saturday, May 20th at the TV Room and via Zoom.
- c. Next Executive Session needs to be set.

Reports

8. Executive Meeting Report was provided by Mark G. The Board met on 4/4/23 and discussed Owner disciplinary issues, contract negotiations, personnel matters, and legal matters.
9. Capital Improvement Ballot Results were announced by Emilie. Number of eligible ballots submitted was 235, so quorum was established. 196 votes for yes, build something. 39 votes for no, don't build something at this time. 129 votes for the Rustic and Deluxe Cabin option. 47 votes for the Metal Lodge with Basic Cabins. 41 votes for the 6 Room Bunkhouse option. In summary, the Owners voted to build Rustic and Deluxe Cabins, with a small lodge and bathrooms. Mark O thanked the Election Committee for their hard work on this election. Mark G asked if notes were kept of the process to help future elections run smoothly. Emilie replied that yes, there were notes to refer to.
10. General Manager Updates were provided by Heath.
 - a. 17 shares sold to date. Lower campgrounds should open by the end of the month. Line Shack bathrooms repaired temporarily, but will need a more permanent solution in the future.

Unfinished Business

11. Heath provided some updates on outstanding issues. The Ranch continues to look for a new CPA. Curtis has contacted a teacher at SOU to see if any recent graduates are taking on clients. The former CPA did file an extension for us so we have 6 additional months to file, but taxes will still be due on time. We will pay \$5,000 in taxes since last year's taxes were just over \$4,000 and we expect this year to be a similar amount. We will not be able to have a CPA provide the year-end report. The treasurer and Office Manager will work together to provide the Owners with the year-end information. The report will be available by the end of April.

New Business

12. Financial Update: Curtis suggested waiting until the Quarterly meeting to provide this, so that more Owners can hear the update. Everyone agreed that was a good idea.

13. Heath suggested a new Family Rate Guest fee that would cover 2 adults in the same household and their minor children. Discussion was held about how would it be enforced, and what the rate should be. Suggestion was \$30 per day.

14. Discussion was held on paying back the funds used from the prepaid account to get us to the end of 2022. Around \$100,000 of the cell tower payout was used. Some board members felt we should figure out a way to pay it back. Other board members felt we can't afford to pay it back. Emilie suggested that instead of calling it the cell tower money, it should be called "rainy day funds" so that it is clear it can be used for whatever purpose is needed when a problem arises. Board members did not feel that rainy day fund was the right term to use. Mark O made the motion to not pay it back. Emilie seconded the motion. Motion failed. Mark G made the motion to table the discussion until the May meeting. Travis seconded it. Motion carried with 6 votes in favor (Mark G, Curtis, Jay, Travis, Robert, and Mark O) and 1 vote opposed (Emilie).

15. Emilie provided an update about the Brown Book project. The Advisory Committee has been working with the General Manager and the Office Manager on completely overhauling the Brown Book (Also known as the Owner's Handbook of Rules). There were many discrepancies between the governing documents to resolve, as well as the need to re-format the book to be more user friendly. They hope to have a draft to the Board in June, and would like a meeting to discuss any further changes needed to the Brown Book.

Owner Comment Time

16. Owner Comment Time:

- a. Mark O began by addressing some comments owners typed in chat. There was suggestion to open the stables and events to the public for more income. Unfortunately we can't do that because we are not ADA compliant, and we are not insured for public access. On another topic, there are rumors that the board is making deals with the dam removal workers to sell shares. That is not true. If an individual wants to buy a share, they can do so with the same terms as anyone else.
- b. Owner Becky Strassner asked if there is a process in place to allow local contractors to bid on the building project? Answer: the Board is working with the attorney to adopt policies and procedures for that.
- c. Owner Danette Grant commented about guest fees. Doesn't support the idea of reducing the guest fee to a family rate. Concerns that if guest fees are lower, guest families will stay longer and use our resources. If it is cheaper to be a guest, they won't buy in.
- d. Owner Shelley Sarason commented about family guest fee. What about changing the guest fee to \$10 per adult, and \$5 per child. It would make it more affordable for families.
- e. Owner Pete Marino asked if owners that are not current on dues are still able to use the ranch and what efforts are being made to collect back dues? Answer: no, Owners cannot use the ranch if they are not current on dues. We also have a person in the office that has been contacting delinquent accounts in an attempt to bring them current. We are looking for a new collection agency since our last one retired.

17. Discussion was held about when to hold the Executive Session about the Dam Removal Mitigation Fund offer. Adjourned to Executive Session at 7:42pm.