

**R-RANCH AT THE LAKE
MINUTES
REGULAR MEETING OF THE BOARD OF DIRECTORS
September 15, 2007**

Corrected Minutes- April 19, 2008

The Board President has requested more than once that the Board Secretary should present facts of actual conversations from board minutes. She has stated on January 19, 2008 "the minutes are supposed to be a reflection of general discussions, and decisions that are made by the board. It is not wise to include every individual item that was discussed. This is supposed to be a reflection of what was decided."

Since her prior minutes do not reflect this statement, and the fact that she is attempting to disregard transcripts of videos in her legal suit against the R-Ranch, the president has determined it necessary to provide information that is important in qualifying her "reflections" of the following board meeting minutes.

Corrections and additions were inserted into original minutes to direct reader to the appropriate areas requiring revision. These occur in BOLD print.

Directors present: Ken McArdle, President
Mark Bendick, 1st Vice President
Randy Apoian, 2nd Vice President
Steve Pietrobono, Treasurer
Laura Bohler, Secretary

Meeting called to order at 12:15 p.m.

Ken McArdle led the Pledge of Allegiance.

Minutes. Laura Bohler read the Minutes of the July 21, 2007 meeting. The following corrections were made: the next Boat Committee meeting is October 20, 2007, Mr. Lupe donated the American Flag.

Motion made by Ken McArdle to approve the Minutes as corrected. Seconded by Mark Bendick. Unanimously approved as corrected.

Treasurer's Report. Steve Pietrobono reported that we have \$222,283.38 in operating funds and \$347,395.18 in reserves, for a total of \$569,678.56.

Ranch Manager's Report. Paul Adams reported on items completed, and items scheduled to be completed, by the end of the year. Now that the busy summer season is ended they can focus on more projects and will try to get the majority done before the rains start. The list of items is attached to these minutes.

Stable Report Jennifer Branagan reported we have 45 ranch horses and 35 owner horses. They are expecting three to four more owner horses. Winter hours will begin October 1.

Equine Ad Hoc Report. Ken McArdle reported that the committee met on August 25, 2007. One item discussed was the condition of some owner horses. The committee suggested a rule that anyone owning a ranch boarded horse should be required to come to the ranch at least once a month to groom, check the horse's condition, and do something if necessary or be fined \$50 per horse. A discussion was held between board members, Head Wrangler Jennifer Branagan, Paul Adams and owners about the problem and suggested solutions. The board agreed to table the issue, consider solutions, and review at the next board meeting.

Safety Committee. Vicki Love was the safety committee, but she and Steve have sold their share. Dawn Clark volunteered to begin the committee again. She will report to Ken McArdle.

Kiddin' Korral Animals and Activities Committee. Linda McDonald, Owner #1457 reported as the newly elected President of the committee. She thanked the owners for their support of the Kiddin' Korral project in the last election. Goals for the committee this year are to stabilize the project and get more of what the owners want. If there are problems or concerns, she asked that owners go to the committee for resolution. She turned the report over to Robin Countryman-Valk, owner #1687, general manager.

Robin reported that the three resident goats are Flower, Maggie and Billy the Kid. Bill will be trained to pull the goat cart next spring. Calamity Jane will be leaving with owners #1070 in two weeks and will be used as their family's 4-H project. The committee requested permission to breed Flower and Maggie for next season, which is necessary to ensure milk production for project activities. Also requested is permission to apply for 4-H status to allow ranch children to show at local fairs.

A general discussion was held involving board members and owners on questions regarding 4-H status, tax questions, ownership of the goats. Committee President Linda McDonald requested direction from the board on how not to take up so much time at the board meeting with questions on the project. Ken McArdle stated that in the future questions should be given to

the board rep or Linda McDonald and answers can be provided in the following report to the board.

Addition: Statement by Robin Countryman- Wants to add dairy program. To get milk will breed, and remove kids after 120 days. When asked by owner if sell the babies after 120 days she said yes. She said she makes profit. Says can sell for \$1000, but have sold for \$300 each.

Addition: Robin stated that committee already owns the goats. Have to be owned by committee to show as 4-h. BOARD had not yet provided approval for this.

Addition; Owner asked if ranch liable for goats injuring someone. Robin said hold harmless will take care of . Where is KK Insurance??? Ken McArdle stated that the Hold Harmless will not suffice.

The decision on breeding and 4-H application will be made after further deliberation and review of the tax questions.

The committee will determine whether a separate committee needs to be formed for teen activities and will let the board know at the next board meeting. The next Kiddin' Korral meeting will be September 30, 2007 at 10:30 a.m.

Error: **Addition: Teen/animal activity committee: - Robin stated from audience that Kiddin Korral was now part of Animal activities committee.**

Robin was granted permission to park her car near the barnyard enclosure during the rainy season.

Boat Committee. No report.

Campground Committee. No report.

Cabin Committee. Dawn Clark, owner #675, secretary to the committee reported that survey results are being reviewed. The first priority for owners is electrical outlets, and the second is brooms. Committee requests have been submitted to the board for the 2008 budget, including mattresses (ordered), mattress covers, brooms and dustpans, electrical outlets (completed), and five A cabins.

Horseman's Association. Nancy Pon, owner #1010, reported the new officers are: Valerie Figueiredo, President; Ute Kilian, Treasurer; Nancy Pon, Secretary. The committee needs one more officer. The next meeting is scheduled for October 13, 2007 at 4:00 p.m.

Owner #392 requested that the board change the rules for board members in the campgrounds so that they must move every 90 days to a different spot or use space available in employee housing.

Ken McArdle noted that board members may keep a trailer in employee housing on a space available basis. If there is no room, the board members must move out.

Randy Apoian commented that it is helpful for board members to stay in one place so owners can easily locate them, and the biggest problem in the campgrounds seems to be owners who bring their trailers on, do not visit more than maybe once in 90 days, and then just move to another spot.

The board agreed to talk to Paul Adams about what type of space is available in employee housing, consider owner concerns, and make a decision at the next board meeting. Also to be considered at the next board meeting is the problem of owners storing trailers in the campgrounds without using them.

Owner #1418 objected to the rule about children not being allowed on the dance floor after 9pm.

A 15-minute break was taken at 1:55pm Meeting resumed at 2:10pm

Discussion resumed on the rule that children are not allowed on the dance floor after 9pm including owners 328, 1491, 1696, 1687, and 1457 with various comments and suggestions.

The board agreed that Randy Apoian and Laura Bohler will complete a comprehensive review of the rule book, discuss suggestions with Paul Adams and make recommendations to the board. Owner input is requested.

Old Business

Davis-Stirling. Ken McArdle noted that at the July board meeting the board decided to ask the owners to vote if they want to be governed by the Davis-Stirling Act, and the election was projected for October. The ballot has been postponed to allow the two new board members to have input into the decision.

Steve Pietrobono stated that he has discussed the issue and reviewed the documents. He is still not sure we are not a Common Interest Development. He has reviewed the disclosures needed under Davis-Stirling and sees only two additional items, which is not a big deal. There is nothing to vote on. He thinks we are under Davis-Stirling anyway, just look at the items that are different from our By-Laws and see about complying with those.

Correction: Steve stated that Still not sold on the fact that we have ever not become a cid from what we were originally formed as. And there is an argument as to whether we can become one if we tried to become one today. Based on items that Laura showed was going to be changes as far as davis stirling goes there were two items that really were not addressed in our bylaws. And we may want to look at whether we add these two things to our CC&R's.

Mark Bendick stated that he agrees with Steve. Suggested we just look at what we are doing that is covered under Davis-Stirling, and there may be some additional items. Why not just start complying now. There is no need for a vote.

Correction; Look at things we are already doing that might be under davis sterling, and look at additional things we could already be doing. Then lets look at why we cant start doing those things where they may not violate our bylaws.

A motion was made by Laura Bohler that, based on Steve and Mark's comments, that we not have an owner vote, and that we review the gaps in our Davis-Stirling compliance and apply those in the best interests of the ranch. Seconded by Ken McArdle. Unanimously approved.

New Business

Board Representatives. Randy reported that the following board members are assigned as board reps to the following committees:

Cabin Committee: Laura Bohler
Campground Committee: Steve Pietrobono
Kiddin' Korral: Randy Apoian
Horseman's Association: Steve Pietrobono
Equine Ad Hoc: Ken McArdle

Safety Committee: Ken McArdle
Boat Committee: Mark Bendick

Randy Apoian will be the board rep for ranch contracts.

Ranch Web Site. Randy Apoian asked owners, especially experts in web design, to help the ranch put together a web site to attract potential new owners. In addition, the site should maintain a password protected owner area and a place for the board and management to provide information and polls for owners. A meeting has been scheduled for 2pm September 16, 2007 at Randy's campsite, #307, to look at information and explore ideas. The reason it is being held at Randy's trailer is because he has a wireless computer connection that will work there to review web sites for ideas and examples, and it will not work in the lodge.

By-Laws Committee. Laura Bohler asked owners to contact her if they are interested in being part of a By-Laws Review Committee.

Board Code of Ethics, Code of Conduct. The board discussed the Code of Ethics and Code of Conduct prepared and submitted by Laura Bohler. Insertion of the number of meetings required to be attended by directors is needed in the Code of Conduct. Ken McArdle noted that these would not be mandatory and board approval would be year-to-year unless compliance is inserted into the By-Laws. Ken, Mark and Randy had no problem with the Codes as written, with modification as noted.

Ken McArdle made a motion to accept the Codes as modified, changes to be presented at the next meeting for signature by the board. Randy Apoian seconded the motion.

No vote taken. Steve Pietrobono requested more time to review. *The board agreed to wait one week for further review, agree to revisions, and bring the final copy to the next board meeting.*

Speeding Signs. Laura Bohler reported that she is working with an owner to see if we can obtain a radar "this is your speed" sign to move around the ranch and help educate golf cart drivers on their true speed. Although this would be primarily educational, an owner suggested that after a period of time, the signs could be used for enforcement.

Laura Bohler requested approval for purchase of KidAlert signs to use at the ranch to encourage owners to slow down. These can be moved around so they don't become part of the landscape. The request was for 3-4 signs at \$25.99 each plus tax and shipping.

General owner discussion on speeding, speed bumps, mitigating ranch liability, security, was held involving the board, Paul Adams, and owners 228, 1696 and 1687.

Motion made by Ken McArdle to approve the purchase of six signs. Seconded by Mark Bendick. Unanimously approved. Paul Adams will order them, and Laura Bohler will provide the information to Paul.

Budget Meetings. Steve Pietrobono reported that he and Candace Shook will be reviewing budget requests with Paul Adams, plus review wish lists. Approximately 1-2 weeks after that he expects a meeting will be scheduled for overall review of the budget. He expects to have a budget prepared for board review by the October 20, 2007 meeting. Interested board members and owners can meet before then to go over options.

Employees as Directors. The rule made in January 2007 that a paid employee cannot "run" for the board of directors is unenforceable. *All board members agreed to remove the rule from the employee handbook.*

Correspondence. Laura Bohler read a letter dated June 28, 2007 from Owner Number 147 about the ranch's CID status, referring to an April 21, 2007 letter from attorney Steven McCarthy. A copy of Mr. McCarthy's letter is attached to these minutes as requested in the letter.

Open Forum.

Owner 1696 discussed problems with security, thefts, vandalism.

The board and Paul Adams discussed the problems with patrolling a ranch this size, and the personnel requirements. Suggested more neighbor/owner involvement, owner volunteers for weekend and holiday security, and the fact that associates and guests make up the largest problem in the summer months. Some suggestions were made that can be explored with the planned review of the rules handbook.

Owner 1696 asked about enforcement of rule infractions. Paul Adams explained the procedures, and asked owners to continue to report infractions.

Owner 1696 asked if credit cards can be used to pay assessments, and it was confirmed that yes, they can be used.

Owner 1696 commented that the infrastructure really cannot handle 100% of owners if we are sold out, and significant repairs need to be made to the ranch. He made a suggestion that the board could offer a sales program in which ranch held shares would be sold to owners at a fixed price. The funds generated would be used for infrastructure repair and improvements, and for a specific period of time, perhaps 3-5 years, no assessments would be required of the owners participating in the share sales program. There would be no buy-back of the shares, and if the owners did not want to pay assessments at the end of the program, they could sell their shares for potentially more than they purchased them for due to greater demand. The board is interested in exploring this idea, and will also need to discuss it with the ranch broker, Alyce Cardinale.

The meeting was adjourned at 3:40 p.m. to Executive Session.

The next scheduled board meeting is October 20, 2007 at 12:00 p.m.

Respectfully submitted,

Laura Bohler
Secretary

Respectfully Corrected

**Steve Pietrobono
President**

Ranch Manager's Report

Items to finish in 2007

Mapping electrical in campgrounds – in progress

Seven more electrical sites to be added

Shop for wood supply for ranch projects

Scrape horse pastures A, B, C, D, E, F, G

Cut and spit ten cords of wood for the Lodge

New tires for stables feed mule

Five fire extinguishers added to bath houses 1, 2, 3, 5, 6 – ordered. These will be mounted outside under glass.

Ten new mattresses and box springs for cabins 1A – 10A – ordered.

Cover 600 feet of new 2" water line – started

New steps at cabin #36 (used old water tank redwood) – completed

Electrical posts at cabins #18-23 – completed

Two outside security lights at stables replaced – completed

Cabin Committee requests:

Outside clean sinks for bath houses 1, 2, 3, 5, 6 – to be ordered.

Fire extinguishers at five bath houses – ordered. Saved \$63 on budget

Power boxes for cabins #18-23 – completed. Saved \$30

Mattresses and covers for A cabins – ordered. Saved \$300