

## Deer Springs Ranch Owners Association

The minutes of the Board of Directors meeting held March 4, 2017 (10:00 AM) at Phil Hall's home, 1075 South 960 East St. George, UT 84790.

Name	Office	Responsibilities	Term	Present	Absent
Phil Hall	President	Legal, Crawford	2018	Y	
Joe Bosze	Vice President	Equipment, Facilities, Cabin Maintenance, Public Safety Team, Crawford	2017	Y	
Jeff Michelsen	Secretary	Reservations, Security, Web Development, Communications, Lower Slide	2017	T	
Jodi Akers	Treasurer	Finance	2017	T	
John Harris		Legal Team, Ranch Manager, Roads, Public Safety Team	2017	T	
Barry Clarkson		Legal Team, Water, Public Safety Team	2018	Y	
Brad Hunt		Fire Protection, Agriculture, Wild life	2018	Y	

Key: Y = Yes. T = Telephone.

1. Phil Hall called the meeting to order at 10:10 AM. Phil Hall offered the prayer. Members present were: Phil Hall, Joe Bosze, Candy Bosze, Barry Clarkson, Brad Hunt, Mariah Wheeler (ranch secretary), Linda Alderman, Bob Woolsey, and May Woolsey. Attending via conference call were: Vance Green, Jodi Akers, John Harris, and Jeff Michelsen.
2. Meeting minutes
  - a. The composition of the written minutes for the board meetings were discussed. The minutes should be an accurate summary of the discussion about a topic and any actions taken about the topic versus a word for word report of the discussion. Concerns about the quality of and the difficulty of finding the discussion in the audio recording were voiced. Concerns were voiced about the ability to clarify a statement or a position taken on a topic. Concerns were voiced about the time required to approve the minutes.

Barry Clarkson made a motion that we have basic outlined meeting minutes that allow for indication that a discussion happened in the meeting without a great deal of detail but we allow any board member who has the need or desire to add additional detail related to the specific discussion in the form of an addendum to be attached to the meeting minutes as an addendum. Jeff Michelsen seconded the motion. Barry Clarkson, Jeff Michelsen, John Harris, Phil Hall and Brad Hunt voted in the affirmative. Joe Bosze and Jodi Akers voted against the motion. At this point, Jeff Michelsen due to a family commitment dropped from the conference call.

- b. Phil Hall made a motion to approve the revised October and November 2016 minutes. Barry Clarkson seconded the motion. Those board members present voted in the affirmative.
  - c. Approval of November 2016 minutes were included in the previous vote.
  - d. The February 2017 minutes and Jodi Akers's additions to the minutes were discussed. Barry Clarkson made a motion that Jodi Akers's comments be removed from the body of the meeting minutes and added to the minutes as an addendum. The motion was revised to only move the discussion regarding the removal of board members to the addendum and the others changes to be included in the meeting minutes. Phil Hall seconded the motion. Phil Hall, Barry Clarkson, Brad Hunt, and John Harris voted in the affirmative. Joe Bosze and Jodi Akers voted against the motion.
3. Financial report
- a. Review of bylaw change. Phil Hall reviewed the discussion from the last board meeting and then presented the Utah State Code 16-6A808 pertaining to the removal of directors dated May 2015. Each lettered subsection was read and discussed. Phil Hall then asked what the board felt about adopting the code as written. Barry Clarkson requested time to review the code before voting on it. Jodi Akers was in favor of the State code. Joe Bosze was in favor of the State code. Phil Hall requested that the board defer the decision until a future meeting. All board members present voted in the affirmative.
  - b. Transfer of \$15,075.00 surplus funds to savings account has been completed.
  - c. The 2017 financial report was presented. Eighty-one percent of the annual assessments have been received. Currently have over \$111,000 in the checking acct, \$1452 in the Managers account and over \$17,000 in the savings account. Cabin expenses such as propane and furnishings will be itemized per cabin. An accurate balance sheet for 2016 is being prepared and will be presented in the future.
4. Legal team
- a. Revised Rules & Regulations (2:19). Barry Clarkson suggested that the board approve the rules and regulations that had been provided to the board electronically. Jodi had some specific comments to the rules and regulations:

1.01, 1.02, 1.04, and 18.05. Mariah Wheeler was asked about her changes to the rules. Barry proposed that the discussion be tabled until the next meeting. Phil Hall seconded the motion. The board members present voted in the affirmative.

- b. Rick and Kelly Garrett were welcomed as the new DSR Ranch Managers.

Rick Garrett presented materials about purchasing a premade 10 x 20 wooden building at a cost of between \$6,000.00 and \$7,000.00 to replace the cow palace which is currently used as the laundry building. Discussion then bounced from the drainage of water around the ranch headquarters, the roads, and ditches to the location of the building, plumbing the building, the grey water from the wash, to the cost of a septic tank.

Phil Hall made a motion to purchase the deluxe loft cabin. The motion was not seconded and the discussion continued. John Harris was in favor of the building but had a question about the amount of laundry which would be done at the ranch and was concerned about the cost of a septic system. Jodi Akers expressed concerns about the longevity of the wooden building versus a container, wood termites, rodents, and installing the wooden building on a cement slab. Phil Hall withdrew the motion to purchase the deluxe loft cabin and made a motion to purchase the wooden building over a metal container. Barry Clarkson seconded the motion.

Jodi Akers, John Harris, and Joe Bosze then discussed their experiences with rodents, wooden buildings, and containers. Candy Bosze asked if there were funds available for the building, the foundation, and the septic tank. Mariah Wheeler then expressed concerns about using gravel for the foundation of the building. Phil Hall asked for a vote on the motion. Phil Hall, Joe Bosze, Barry Clarkson, Brad Hunt, and John Harris voted in favor of purchasing the wooden building. The motion passed. Jodi Akers initially abstained from the vote because of concerns about the lack of a detailed financial analysis and the impact to the savings account. She then voted in the affirmative.

The remodeling of the ranch house was not on the agenda but was now discussed. Phil Hall asked Jodi Akers what monies were available to maintain the ranch headquarters. Jodi stated that there was about \$2,500.00 in the budget and about \$3,000.00 in the manager salaries budget that had not been expended this year.

Rick Garrett suggested installing hardwood floors, texturing and painting, building a stone mantel around the fireplace, and installing a heater in the fireplace; remodeling the kitchen with new cabinets and counter tops, removing a bedroom wall to create a functional dining room; installing a door on the back porch by the bathroom.

Kelly Garrett proceeded to list the things she wanted to do to clean and organize the ranch headquarters: clean out the tractor shed, organize the tools, move things to a container, move the tractor, backhoe, and grader out of the way, move the general store to the tool shed, create a burn pile, haul away junk.

Phil Hall reviewed the ranch house remodeling: Floors, texture, paint and the back door. They were not to remove the bedroom wall. Phil Hall explained to the Garretts which board member they would be reporting to. Brad Hunt will coordinate communication with the board until Joe Bosze and John Harris come up to their properties. Brad Hunt requested the Garretts use fuel log books. Joe Bosze requested the Garretts use equipment log books. Phil Hall stated that he felt the Garretts were eager and just needed guidance.

The ranch house remodel budget would be limited to \$5,000.00. The board should be provided with bids prior to expending funds. Mariah Wheeler discussed the cost of kitchen cabinets and her experience with interior design. Barry Clarkson suggested that further improvement and budget questions should be addressed in an executive session not in a board meeting.

#### 5. Legal issues

- a. Phil Hall signed two copies of the letter prepared for Kane County regarding Resolution No. R 2017-1. The link is on the DSROA website.
- b. Barry Clarkson reported that the ranch passed the January water testing. The water samples for February have been submitted. Paul Brayton was contracted to perform this service monthly, however, his monthly costs have increased. He is only testing the lower ranch water.
- c. Phil Hall asked if Paul Brayton had returned all ranch equipment to the ranch. Candy Bosze asked if they had removed all personal items from the ranch. The answer to both questions was no.

#### 6. Agriculture

- a. Brad Hunt reported on the NRCS grant. Funding should happen this month. Zack Orton took a new position with the Forest Service. Lee Woolsey is now the ranch's contact. He has been out and toured the ranch as much as possible. The plans have been reviewed.
- b. The bee leases have not been signed yet. Jodi Akers has received the bee signs.
- c. Larry Clarkson has permits for a turkey hunt on the ranch. There may be some money.

#### 7. Cabin Maintenance

- a. Joe Bosze reported that cabin painting and installation of cement board are dependent upon access to the ranch and the availability of Rick Garrett. John Harris reported that Paul Brayton had left materials in Cabin 9.

8. Roads

- a. Barry Clarkson reported that the equipment lease had been revised and provided to the board.
- b. Larry Clarkson has been approached to train Rick Garrett on the ranch equipment. However, any costs should be addressed prior to the training to prevent misunderstandings in the future.

9. Phil Hall led the discussion on the following items:

- a. The Dale and Patsy Clarkson 40<sup>th</sup> year Anniversary Celebration to be held May 27<sup>th</sup>, 2017 was discussed. Phil Hall asked what the details were. Specifically, what are the expectations of the ranch, the board, the ranch managers? Where is the event going to be held? The ranch headquarters or their private lot? Phil Hall stated the board would like additional information. Barry Clarkson stated he would obtain additional information and provide it to the board.
- b. The communication from Larry Clarkson regarding neighborhood representatives. Phil Hall discussed the materials presented at the 2004 annual meeting. He then discussed the selection of area representatives. Phil Hall asked that each board member accept the task of selecting an area representative for their assigned neighborhood area. Barry Clarkson stated that the areas of assignment differ from the neighborhood areas defined on the map generated by Vance Green. Phil Hall stated that the goal is to generate member activity on the ranch.

10. The meeting was adjourned at 1:10 PM.

The next Board Meeting will be held April 8, 2017 at 10:00 AM at Clarkson & Associates office 162 North 400 East, St. George, UT 84770.

An executive session was held after the meeting.