

DSROA Board of Directors Meeting July 13, 2024

Meeting held via Zoom and in Person at Ranch Headquarters

Meeting Minutes

1. Welcome: Brent Fullmer- Board President. Meeting was called to order just after 10:00am

a. Prayer: Cade Hoff

b. Roll Call:

Brent Fullmer	117
Scott Koller	15
Cade Hoff	83
Larry Clarkson	76
Michael Jordison	67
Bart Battista	94
Cody/Andrea Allred	Guests
Alex Scharnetzki	282
Bob/Patricia Headman	160
Bob Becker	4
Bruce McQueen	101
Joe/Candy Bosze	107
Chris Long	51
Dan Wirt	28+
Don Ray	63
Gary/Anne Clark	144
Greg Maurer	6
Randy/Karen Frei	13
Kathy Pierce	23
Kevin Pool	64
Kristina Deeter	218
Jeff/Denise Curry	242
Jeff/Tina Collins	121
Joe McElroy	122
Lana Berg	137
Lita Freeman	20/21
Mike McNichols	270
Robert Allen	16
Shanna Morarity	26
Tami Leavitt	239
Taniesha Spor	93
Vance Green	156
Zach Abbott	7

- c. Spencer Rollo, Deer Springs Fire Command Staff Briefing. Spencer and 4 others gave a briefing on the Deer Springs Fire that started just south of Deer Springs Ranch and headed East Southeast where it started just off of Skutumpah Road. The fire crews have been working on the fire for the past couple of weeks and it is 40 percent contained. Skutumpah Road has been shut down except for DSR residences and the Fire crews. The fire has burnt over 1100 acers. If you have a ribbon on your gate, fence, or tree on your property, that indicates that they (fire crews) have checked out your property.
 - d. Johnny Brown Water: The discussion was about the lot owners over in Johnny Brown are upset about how slow and hard to work with the board in getting the water rights of Oak Springs transferred over to the lot owners. Kathy Pierce and others have been working on getting paperwork found and put together in order to help answer the questions of who bought into and or helped put in the Johnny Brown Water system that is taking water from Oak Springs. A lot of owners thought they were purchasing into the water system and ownership into the water at Oak Springs. But has found out that the water was never transferred over to them. And that they were using the water illegally, since DSROA still owned the water right. They (Johnny Brown) have been working with the board (Mainly Bart Batista who is over Water) for the past 10 months trying to get things in place so the water at Oak Springs can be transferred over to the Johnny Brown lots. Kathy and others have been in contact with Brandon Mellor who is over the water for the state since the 18th of June. The Board has voted to transfer .25 acer feet to each of the 20 plus lots over in Johnny Brown. The Board and Johnny Brown owners are working with the State Water division to get the water transferred.
2. May and June minutes: The minutes for May was carried over from last months meeting , Scott Koller made the motion to approve the May and also the June DSROA board meeting minutes as sent out. Larry Clarkson 2nd the motion. The voting was passed with a unanimous vote.
 3. The Hiring of a New Ranch Manager: Cody and Andrea Allred has been hired by DSROA to be the new Ranch/Property managers. They stood up and introduced themselves to members at the meeting. They will officially start on the 5th of August. We had around 60 applicants, and out of those we narrowed it down to 12. We set up interviews with those 12, and ended up interviewing 8. Out of those 8, we narrowed them down to 3. We invited those 3 out to the Ranch to get acquainted with the area and the Ranch and see if it would be a fit. Before that could happen 2 of the 3 took other jobs. So that left Cody and Andrea. They had already been out to the Ranch and had some talks with Cade, and Brent.
 4. Treasurer Report: Michael Jordison, The budget has been sent out and asked if there were any questions. It was asked why at the bottom of one of the columns it said 14,000 percent? And that something was wrong with the budget total. Michael said he didn't have all the information with him, but he would check it out. It could be a quickbooks bug. It was also brought up about the brush hogging that was done up Meadow Canyon. It ended up costing around 14,000 for the brush hogging and chemicals to spray the rabbit brush. It got done in December, and so the expenditure was carried over into this years budget. The cattle lease payment for 12,000 for last

year wasn't paid until this year, and hopefully this year's cattle lease payment will be paid before the budget year ends. So that's why the numbers are off on the budget totals.

5. New Business/Old Business:

a. The Ranch house has been painted inside and out. We've hauled something like 10 loads of trash to the dump. We've hauled out the old appliances. The house has been rewired, all the gaslights have been eliminated. The lights are no longer on pull chains. They are all on switches. The gas piping has been redone. The gas no longer goes up into the attic into a maze of piping. The gas for the stove and heater now comes up from the basement. Jeff and Tina Collins has done most of the work, with the help of Brent Fullmer. Tanishia Spor spent a lot of time cleaning the windows, and the inside of the ranch house. Brian and Cathy Castle helped with cleaning up the outside of the ranch house. Scott Koller put in the kitchen cabinets and granite counter tops with the help of Jeff and Tina. Cris Nelson came down and cut down all of the trees that have been in the way. If we missed anyone thank you.

b. We have been losing water. When we brought the two watering troughs on line in the well field they were leaking, hopefully they are fixed now. The J station leak has also been fixed.

c. Bylaws Committee Report: Cade Hoff- The committee hasn't met, we are waiting to get the waiver to be voted on.

d. d. Waiver; Dan Wirt/Jeff Collins presentation/Member Comments/Vote by the Board:

Dan Wirt: I'd like to say that some members want to make this waiver issue all about me. and that is not correct is about 2 things. The common assets of the ranch, which everybody has a big stake in. and Barry Clarkson was the author of this waiver. so the primary source of the waiver and the policies to enforce it and monitor it is Barry Clarkson. The board would be foolish not to heed the advice of Barry Clarkson. who is probably one of the most qualified lawyers in Utah about waivers and organizations. Including HOA's like this. The Barry has contributed many thousands of dollars of valuable advice to the ranch over the years. So he's not only an expert in the law, he's intimately familiar with what happens at this relatively unique Hoa Deer Spring ranch I've spoken to over the past several months. I've spoken to several HOA. Utah Hoa attorneys all over the State, from the north to the south. It's clear to me that nobody. no attorney that I've spoken to knows the law, and certainly not the circumstances here as much as Barry Clarkson. Barry has made a really great effort to explain the legalese to the Board and to the members. Unfortunately, he's not here now because his mother's sick and he's occupied. It just so happens that my training and background over decades allows me to appreciate what Barry is saying. and what he's talking about. Oh. the Pole, this very poorly constructed and designed pole! And 1st of all, I'd like to say that I am not responsible for how the results of this poll were transmitted to the membership. I only ask that the total number of lots voting in the section under my name, Danielle: You can tell him you can PIN it on Danielle because it was Danielle. Dan Wirt: Did I ask you to do that? Danielle: No, I'm saying you can PIN the hate on me. Dan Wirt: Did I ask you to present the data as you presented it? Danielle: No Dan Wirt: Okay, thank

you. Brent Fullmer: That responsibility falls entirely on me. The request was made. It was late at night. I did not transmit. I just wanted a graph. It's falls entirely upon me.

Dan Wirt: Nevertheless, once seen, that cannot be unseen and it's incredibly informative about how the members who voted no on the waiver understand or misunderstand the waiver and what it's supposed to do, and what it can do to protect the common assets of every member here at the ranch.

So what is the only thing that this waiver asks members to give up only one thing, the right to sue the association for an unintentional accident. There's no effect on property rights of individual members on their lots. That's the that's the one thing. And why do we need that one thing? Because we're an HOA. Community. and this HOA. Is like the ultimate small government. I imagine a lot of you people. We'd be advocates for small, non-intrusive government. If 300 of us or so. Cannot be a cohesive community and be community minded and concerned about the assets. the common assets?

We all hold millions of dollars worth of assets, and to protect that with this waiver any member could sue another individual if that individual harmed them. Whether the individual that harmed them was associated with the ranch or not. or could sue the Hoa for gross negligence. You just can't sue the DSR away for an unintentional accident. I don't care what you all do with your property. It's not mine, it's yours. but it just so happens that 2,000 acres of common property and a whole bunch of other common assets are not just yours. I have a big stake in them also. So any member that refuses to sign this very well crafted waiver puts the common assets of all members at risk. And that's just unacceptable to me, because I have a big stake in him.

So you know, I hear this rhetoric about. You know we're just one big, happy family. Why can't we all get along. So if you want to be community minded like, think about all the other members of the community who have huge assets in the common assets of this organization. And the Board, I will say again, is liable here to exercise its fiduciary responsibility to protect the common assets of the ranch.

Jeff Collins read a statement: I strongly urge the board to table any vote on the waiver and penalties until thorough and comprehensive due diligence can be conducted, including securing official consultation with a legal specialist or attorney specializing in HOA matters. At the last board meeting, we presented two unofficial legal opinions that directly contradict Barry Clarkson's stance, necessitating an authoritative and definitive legal opinion.

The complexities inherent in this blanket waiver, particularly regarding modifications to the language in section 4.4 of the protective covenants, needs to be addressed. Such an important issue demands adherence to the guidelines outlined for covenant amendments, rather than mere inclusion in the rules and regulations which can be changed by any board at any time without member involvement. And research is difficult to locate a similar blanket waiver just to own property.

The current wording of the penalty phase suggestions lacks provisions for uniform enforcement, thereby implying unequal treatment among owners who may not utilize affected amenities. This inequity could result in disparate punishment for those who aren't comfortable signing such blanket waivers.

Furthermore, the proposed penalties essentially intimidate, coerce, blackmail, extort, use whatever adverb you'd like but forcing members into signing a legal document under threat of punishment creates duress and is just plain wrong and possibly even illegal.

At the end of most, if not all waivers there is usually a sentence that is worded similar to "I have read, fully understand the content of this release, waiver, and indemnity agreement and voluntarily sign this of my own free will." Forcing members into signing under a penalty. clause/duress does not constitute signing "of my own free will," thereby invalidating the legitimacy of such a document.

Implementing an annual requirement for such a waiver, enforced by punitive measures, could severely impact property salability which then can directly or indirectly have a negative influence on property values and desirably.

Not to mention the paperwork nightmare to collect and store documents for at least 7 years.

That means at any given time DSR needs to store up to 2100 waivers.

There are still a lot of unanswered questions surrounding this issue which would make a vote at this time premature and a dereliction of the boards responsibility to the membership. So again, I would

respectfully request that the board table this for now and seek the appropriate answers to some of these questions from outside counsel as to avoid any potential conflicts of interest.

After some more debate Cade Hoff made the motion to adopt the Waiver as it has been presented. And to have each lot have the legally authorized member sign a waiver on an annual basis... to be reported annually in the April meeting. Michael Jordison 2nd the motion. The Board voted unanimously to adopt it.

After some more discussion on weather to have a penalty attached if someone refused to sign.

Bart Battista made the motion to have no penalties for not signing the waiver, Scott Koller 2nd the motion. Brent Fullmer voted against this motion, the rest of the Board voted to approve it.

We then had a discussion on when someone rents a cabin, do all have to sign or just the person renting the cabin in there name, the others would fall under that waiver of the person signing under indemnity.

Cade then made a motion that the Firefly waiver that is will be signed will be by the person renting the cabin/cabins will be signing in indemnity for all others in his/her party. Bart Battista 2nd the motion. The voting to approve was unanimous.

6. Water: Bart Battista: a. The water system on lot 144 is done, we are still waiting for parts for Lot 146. Lots 143, and lot 147 there should be enough fall to bring the pressure up to where it needs to be.
- b. The water test that was taken this past month passed.

7. Areas of responsibility:

Cade Hoff: nothing more

Larry Clarkson: Some people have brought up how big of a mess the peacocks make, and asked if we can get rid of them. Others have said how much they love having them around, and that they add to the ranch and to those renting the cabins. Larry said that in the past the ranch has thinned them down at different times, and they keep breeding and coming back. There was no decision made.

Bart Battista: nothing more

Michael Jordison: Nothing more.

Scott Koller: He made it known that he was not happy and upset that the Board was threatened with a law suit if we didn't vote a certain way, and considered that a form of blackmail.

Bart Battista made a motion to adjourn the meeting. Brent Fullmer 2nd the motion. The vote to adjourn was unanimous. The time 2:30 pm

The next board meeting will be August 10, 2024 at 10:00am via zoom and in person at ranch.

Scott Koller
Scott Koller (Aug 23, 2024 13:55 MDT)

Submitted by Scott Koller, Secretary, August 10, 2024

Cc: Danielle Clarkson, all board members.







DSROA Board Meeting 7-13-24 Minutes

Final Audit Report

2024-08-23

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