

MOUNTAINBROOK VILLAGE AT GOLD CANYON RANCH ASSOCIATION

Board of Directors

March 27, 2007 – 9:45 A.M. in the Mesquite Room

Minutes

Members in Attendance: Larry England, Alan Clark, Max Warren, Andy Kurtz,
Roger Schiager, Tom Hallam

Member Absent: Christine Knight

CCMC Representatives: Dennis Gibson, AMS[®] CMCA[®] CAAM[®], Master Community Manager
Hollie Crompton, Covenants Coordinator

President England welcomed the attending homeowners and invited their questions and comments.

At 9:45 A.M., President England called the meeting to order, asked Secretary Warren to call the roll, and declared a quorum present. He also announced that a brief Executive Session would be held immediately following the Board of Directors meeting.

APPROVAL OF MINUTES

Director Schiager moved for approval of the minutes of the February 27, 2007 meeting. The motion was seconded by Vice-President Clark and unanimously carried. Director Schiager also moved for approval of the minutes of the March 8, 2007 Organization Meeting. Vice-President Clark seconded, and the motion was carried unanimously.

COMMITTEE REPORTS

Treasurer Kurtz moved that all committee reports be received and placed on file. Director Schiager seconded the motion, and it was unanimously carried.

Secretary Warren moved to accept the proposal of the Architectural Committee to make an addition to the Approved Plant List of the two plants named and described in the Committee's March 15, 2007 letter. Vice-President Clark seconded the motion, and it was unanimously carried.

PRESIDENT'S REPORT

President England requested a motion to affirm the collective appointments of volunteer committee members. Secretary Warren so moved, Director Schiager seconded, and the motion was unanimously carried.

President England also asked for a motion to nominate and appoint the following Chairpersons of four standing committees:

Jerry Atwell – Architectural Committee
Bob Springer – Covenants Review Committee
Greg Rath – Budget & Finance Committee
Cathy Fleming – Building & Grounds Committee

Director Schiager so moved, Secretary Warren seconded, and the motion was unanimously carried.

President England announced that two Directors should be chosen to represent MountainBrook Village at meetings of the Gold Canyon United group, also noting that he currently holds the position of Chairman and that Vice-President Clark has been serving as alternate representative. Director Schiager moved that President England and Vice-President Clark be appointed to continue representing the Board with this association. Treasurer Kurtz seconded the motion, and it was unanimously carried.

Board of Directors Communication Policy

Treasurer Kurtz moved that the Board president, acting on behalf of the Board of Directors, shall be the only member giving direction to the Community Manager. In the event the Board President is unavailable, the Vice President or a duly-appointed Board member will assume this responsibility. Director Hallam seconded the motion, and it was carried unanimously.

Code of Conduct for Board Members

President England requested a motion to adopt the "Code of Conduct for Board Members". Secretary Warren so moved and Treasurer Kurtz seconded the motion. Following discussion, the motion was carried with four in favor and one opposed.

Covenants Review Committee Recommendation

President England, Board Liaison to the CRC, explained the circumstances of a homeowner's appeal of his submission's disapproval by the Architectural Committee and the CRC's recommendation that a change be written to the applicable Standard which would allow the modification he sought.

Director Hallam moved the Board table decision on this issue until the April Board meeting to allow lengthier consideration of the details. Director Schiager seconded, and the motion carried on a vote of three in favor, one opposed and one abstaining.

Following further discussion, Treasurer Kurtz moved the item be removed from tabled status and that action be taken at this meeting. Vice-President Clark seconded the motion, and it was unanimously carried.

Vice-President Clark then moved to approve a variance for this project and approve the CRC's recommendation as written. Motion failed for lack of a second.

Treasurer Kurtz moved that the current Standard be enforced. Secretary Warren seconded, and the motion carried on a vote of four in favor and one opposed.

TREASURER'S REPORT

Vice-President Clark moved that the Treasurer's Report be received and filed. Secretary Warren seconded the motion, and it was unanimously carried.

MANAGER'S REPORT

Community Manager Gibson offered summary highlights from his report and invited questions from those present.

CONTINUING BUSINESS

None

NEW BUSINESS

Library HVAC Bids

Director Schiager moved that the bid to repair the HVAC system at a cost not to exceed \$1,785.00 be accepted. Director Hallam seconded the motion.

Following discussion, Treasurer Kurtz moved to amend the previous motion to also authorize resizing the vent to the Board Conference Room in the Library at a cost less than \$1,000.00. Secretary Warren seconded the amending motion, and it was unanimously carried.

The full motion, including the amendment was then carried on unanimous vote.

Pool Furniture Bids

Vice-President Clark moved to approve an expenditure not to exceed \$3,500.00 to purchase 11 lounge chairs and 7 seating chairs for the swimming pool. Secretary Warren seconded the motion, and it carried unanimously.

Superstition Building Repair Plan

Treasurer Kurtz moved that the Board seek bids on supervision of the Superstition Center repairs and to include architect Russell Mackenson on the list of bidders. Vice-President Clark seconded the motion, and it passed on unanimous vote.

ADJOURNMENT

There being no further business to come before the General Session, Treasurer Kurtz moved the meeting be adjourned, and the Directors reconvene in 30 minutes to meet in Executive Session. The motion carried unanimously, and the meeting adjourned at 12:20 P.M.

Hollie Crompton, Recorder

Max Warren, Secretary