

**GOLD CANYON RANCH ASSOCIATION
DBA MOUNTAINBROOK VILLAGE
OPEN BOARD MEETING
MINUTES
MAY 26, 2009**

Prior to the start of the Homeowners Questions and Comments Jerry Atwell made a statement regarding the issue of the Roberts Rules of Order that were implemented at the April 28 meeting. The issue that was used was July 15, 2008 but there is a later version of 9/18/2008 issue. The fact that the Board of Directors did permit members to speak results in a no win, no foul situation.

HOMEOWNERS QUESTIONS AND COMMENTS

Al Clark stated that the homeowners are going to be permitted to speak 3 minutes instead of 2 minutes to ensure that they have time to voice their opinions.

Dolly Winkelman spoke regarding a letter of homeowners concerns that was presented to the Board of Directors which was not included on the April 28, 2009 MountainBrook Village Board of Directors Meeting Agenda. They expect a written response from the Board of Directors. Al Clark stated that the issue would be addressed in the President's report.

Nancy Bosack spoke regarding the condition of the pool chairs and would like them repaired or replaced.

Joan Archer stated that the lot at Fairway and Whispering Mesquite needs attention and that the golf course needs to be instructed to remove the weeds. Cherie O'Shea-Durst informed them that she had already spoken to Gene from the golf course and they are going to correct the problem.

The Board of Directors Open Meeting was called to order at 9:37 am

ROLL CALL

Roll was called by the Jackie Gatewood, Secretary

Al Clark

Bill Griggs Absent

Jerry Atwell

Howard Sehr Absent

Joe Juresich

Jackie Gatewood

Claudia Vaughan

Proxy from Howard Sehr to Jerry Atwell was recorded and filed.

There is a quorum.

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APPROVAL OF MINUTES

Jerry Atwell made a motion to approve the minutes from the April 28, 2009 Open Board Meeting. Joe Juresich seconded to motion. The motion carried unanimously.

COMMITTEE REPORTS

Jerry Atwell made a motion to receive and file the committee reports. Jackie Gatewood seconded the motion. Motion carried unanimously.

A letter of resignation was received from Larry Starr chairman of the Building and Grounds Committee. *Joe Juresich made the motion to appoint Dave Hans as chairman of the Building and Grounds Committee. Jerry Atwell seconded the motion. The motion carried unanimously.*

PRESIDENTS REPORT

The following letter was read in response to Dolly Winkelman's comment in the Homeowner's Questions and Comments and a letter to the Board of Directors:

The MountainBrook Village Board of Directors listened to the comments of the home owners (home owner forum) at the April 28, 2009 Board of Directors Meeting and specifically to the comments of Mr. Duke Watkins, Mrs. Dolly Winkelman and Mr. Joe Trojanic. The Board of Directors indicated to these residents that it would take their comments under advisement.

It should be pointed out that the MountainBrook Village Board of Directors are duly elected by the members of the MountainBrook Village and their duties are assigned by the CC&R's and Bylaws. The idea of a small group to form their own "special advisory group" to oversee action and advise the MountainBrook Village Board of Directors is a violation of all the members rights of equal representation.

The MountainBrook Village Board of Directors has and will continue to abide by the Board's basic power which is derived from its Articles of Incorporation, CC&R's and Bylaws. Association goals focus primarily on maintaining our Community, increasing property values and enriching lifestyles. Association Policy is created by a majority vote of the Board, not by individuals acting alone.

"FIDUCIARY DUTY" is defined as a duty to act for someone else's benefit, while subordinating one's personal interest to that of the other person. It is the highest standard of duty implied by law.

MountainBrook Village has a web site which is state of the art and the Board of Directors is very considerate of the web committee needs regarding updated software. This is the official website of the MountainBrook Village and any other website created for whatever reason cannot be a MountainBrook Village supported website and will not

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be Board of Directors approved. The MountainBrook Village Board of Directors cannot allow a minority of members to try to control communications. The CC&R's protect all members individually and assigns responsibility to the MountainBrook Village Board of Directors.

All financial issues follow the controlling CC&R's and Bylaws of MountainBrook Village. The Board of Directors discusses each financial issue in detail at the MountainBrook Village Board of Directors meetings and each issue is approved only by a majority vote. The minutes of the Board of Directors meetings are available to all residents once approved and the minutes are then available on the MountainBrook Village website as well as in the activity office. The Budget and Finance Committee is made up of volunteer members who are knowledgeable in finance and each month prior to the Board of Directors meeting the updated financials are reviewed by our Budget and Finance Committee before they are presented at the Board of Directors meeting. The Budget and Finance Committee is chartered by the MountainBrook Village Board of Directors to assist in the preparation of the annual budget and to make investment recommendations. The Budget and Finance Committee has no responsibility or authority to approve or deny expenditures. This responsibility/authority is solely the responsibility of the MountainBrook Village Board of Directors and cannot be delegated. The exception being any expenditure exceeding \$10,000. requires a majority approval of the membership.

Lastly, the MountainBrook Village Board of Directors has employed expertise regarding construction project oversight as evident in the repair and renovation of the Superstition Center. Additionally the MountainBrook Village Board of Directors has had each contract for any work of significant expense thoroughly reviewed by our law firm before signing. It has been proposed that we set up a "Skills Bank" that would utilize the expertise that resides within MountainBrook Village but this has not really attracted many volunteers to this point. The MountainBrook Village Board of Directors will continue to pursue this avenue before we resort to employing expensive professional consultants. The Board of Directors intends to implement the "Skills Bank" concept in 2009.

In closing, the MountainBrook Village Board of Directors considers this response to adequately answer the fore mention homeowner's comments.

As a final reminder, each year there is an election of members to the MountainBrook Village Board of Directors and it is felt that new members bring new ideas, thoughts and actions which will continue to move MountainBrook Village forward in pursuit of the goals mentioned previously. The 2010 Board of Directors election will have three seats to fill.

Presidential Pools was here to check the temperature of the pool deck and it was 131 degrees. When installed it was considered state of the art pool decking. Presidential Pools is using their expertise to make suggestions and the Board of Directors will review the

options to correct the issue. Al Clark recommended that pool users take care to ensure that they do not burn their feet.

The budget for 2009 for the repair and maintenance of the Fitness Center has been depleted in less than 5 months due to repair of equipment damaged by misuse and abuse. Al Clark asked the technician from Ace Fitness if the breakage observed at MountainBrook Village was typical of a 55 + community. The response was absolutely not that it is worse than damage observed at high schools. The Board of Directors is entertaining ideas to offset the expense to users of the Fitness Center.

The update of the closure of MountainBrook Drive with a knuckle curb is that a consulting firm has been hired to provide information to the county for approval to proceed. Action needs to be taken quickly to ensure that a group on the other side of the mountain does not succeed in making MountainBrook Drive a cut through from their community to the US 60.

Jerry Atwell made the motion to receive and file the Presidents report. Claudia Vaughan seconded the motion. The motion carried unanimously.

TREASURERS REPORT

The Treasurers Report was presented by David Jones in Bill Griggs absence. Cash Analysis Report shows the beginning balance 4/1/2009 was \$492,491.34 and the ending balance on 4/31/2009 was \$411,656.85 with a net change in cash of \$80,834.49. Net Income Report showed Total Revenue for the Current Month of \$114,724.00, Year-to-Date was \$471,338.00 less Operating Expenses of Current Month of \$79,047.00 and Year-to-Date \$365,650.00 less Reserve Contributions Current Month \$17,395.00 Year-to-Date \$65,216.00 less Depreciation Current Month \$6,946.00 Year-to-Date \$27,783.00 Net Income (loss) Current Month \$11,337.00 Year-to-Date \$12,689.00. The revenue for the month of April 2009 was \$114,724.00 and for the year-to-date, the income is \$471,338.00. Currently year to date the income is over the budgeted amount by \$27,266.00, which is due to the Interest Income, Reserve Interest Income and Social Income. As of April 30th nine homes were sold for the month and \$2,250.00 was collected for Future Development Fee. Year to date 25 homes were sold in MountainBrook for a total of \$6,250.00 collected, which is over the budgeted amount for the year by \$250.00.

Jerry Atwell made the motion to receive and file the Treasurers report. Jackie Gatewood seconded the motion. The motion carried unanimously.

MANAGERS REPORT

Construction:

Steve from AV Builder has reported that they are reviewing contractors that will be installing the floor. Once they make the choice, we should receive a timeline. Alan has

requested a phone conference with RLB and AV Builder to get the project moving. Should they continue to stall, it was suggested to have legal representatives review the contact, emails, etc. to have them up to speed and send a letter to both parties.

MountainBrook Drive:

Ace has started the project and in need of a few items from Pinal County. Once items are received the project should be completed within a week.

Pool Area:

Edward from Presidential Pools met with Alan and me regarding the pool deck. The temperature of the acrylic pool deck was over 130 degrees, hotter than the cement that surrounded the pool. Edward stated he would look into the situation for a solution. The purchase of the deck was an acrylic and not a Kool Deck. The difference is 20 degrees. I have attached information regarding several different applications for "Kool Deck". Also Xcel Surfaces are attached. Xcel is the current pool deck application.

Committees:

The Board has suggested that the Building and Grounds Committee review that washes in MountainBrook Village. The committee is to examine the washes and give the board detailed finding and recommendations to the Board. Nothing to report at this time from the committee.

It was suggested at the last board meeting from Alan Clark, that before turning off the water in the common area in Desert Sage next to the boundary wall that the Building and Grounds Committee take pictures to document the impact of the area. I was told by Jerry Atwell that David Han took the pictures as requested. I was not given a copy.

Audio / Visual Committee reviewed proposals regarding the new lighting system for the Superstition Center. Rick Peters requested that NOTHING be done until his return from his trip. Christian from Clearwing would like to schedule it for this week. The lift for the Superstition was delivered Friday. A demo was given regarding the safety features it offers. The lift is much lighter and easier to maneuver than the old one.

The Web Team has requested additional software for the website. They would like three software application of Adobe Contribute each at \$199.99. I was able to find it for less at the cost of \$164.99 each, a \$105.00 savings. Alan Clark gave approval to purchase the products. He stated that the website is very valuable to MBV and to have only one person to do all the work is too much. The additional software will allow four volunteers work on the website.

Common Area:

A motion last board meeting requested that the trees in Desert Sage at the wash to be stripped. Coy sent an estimate and stated that by toping off 80 % of the canopy of the trees there is a great chance that the trees will go into shock and die. Alan Clark signed the estimate at the Board workshop and the work will be completed by May 22nd.

Ocotillo and Mesquite/Palo Verde Buildings:

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The tables and chairs came in for the Palo Verde room. The Design Team recommend instead of replacing the screen and projector to add a 50" television that is VGA and HDMI compatible. Mr. Ralph Jones also agrees that it would be a great solution as well as a nice addition to the room. The cost for the television is under \$1000.00.

Library:

The front entry door is now replaced. I have called to have the handicap door repaired. Should be completed by the end of the week.

Activities:

"Let's Do Dinner" for May 27th has 67 people signed up to attend. Julie has planned additional trips for breakfast to the Queen Creek Olive Mill, Dinner to De La Cruz and a lunch in July.

Donations: (UPDATED)

Coy Landscaping	\$1,000.00
GV Publications	\$2,000.00
Noble Air	\$1,000.00
Ray's Printing	\$1,000.00
Right Away Disposal	\$ 500.00

Sam's Club Gave cost on each TV (difference of \$295.00 ea. original cost \$1,495.00) and gave four \$100.00 gift cards. For a donation total of \$1,580.00.

Sub Total Donation:	\$6,580.00
Rossmar Donation:	<u>\$1,200.00</u>
Total Donation:	\$8,280.00

Cost on TV's including tax:	\$5,159.40	Discount Included
Cost on bracket:	\$276.91	
Sub Total:	\$5,436.31	
Gift Cards/Credit:	\$(400.00)	
Cords and Adaptors	\$160.00	(added/update)
Four Wii's	<u>\$1232.00</u>	
Total:	\$6428.31	\$1851.69 on hand

There is still a need to purchase 8 more additional remotes for the gaming system.

Al Clark inquired as to where the funds are coming from for the purchase of the TV for the Sunset Room. *Jerry Atwell made the motion that the cost of the TV Set for the Sunset Room be taken from the Reserve Funds. Joe Juresich seconded the motion. The motion carried unanimously.*

Jerry Atwell made the motion to permit the Apache Junction Boys & Girls Club to use the Superstition Center on May 1, 2010 for their 12th Annual Yesteryear Event for 2010 with the stipulation that the deposit be collected and returned if there are no damages but the room rental fee be waived. The motion was seconded by Jackie Gatewood. Motion carried unanimously.

Joe Juresich made the motion to receive and file the Managers Report. Claudia Vaughan seconded the motion. The motion carried unanimously.

NEW BUSINESS

There were 3 bids received for the repair of the cracks in the streets in Shadowridge II. They are as follows:

Regional Pavement Maintenance-crack sealing \$3,165.75

Ace Asphalt of AZ, Inc-sealer and seal cracks \$8,250.31

Ace Asphalt of AZ, Inc-seal cracks \$2,637.05

Sunland-sealer and crack sealing \$8898.92

Jackie made the motion to accept the bid from Regional Pavement Maintenance to seal the cracks for a total of \$3,165.75. Motion was seconded by Jerry Atwell. The motion carried unanimously.

DISCUSSION ITEMS

The MountainBrook Village Band is requesting approval for funds for their Winter and Spring Concerts for total cost of \$790.00. *Joe Juresich made the motion to approve the request from the MBV Band for the expenses for their Winter and Spring Concerts for a total not to exceed \$790.00. Jackie Gatewood seconded the motion. The motion carried unanimously.*

The MountainBrook Village Players is requesting funds for their 2010 production. *Jerry Atwell made the motion to approve \$5,430.00 for the MountainBrook Village Players 2010 production expense request. Joe Juresich seconded the motion.* Claudia Vaughan voiced concern if this was consistent with the expenses from prior years. It was stated that it was. *Motion carried unanimously.*

A request was made by the MountainBrook Village Color Guard to remove the tree on the south side of the Sunset Room next to the flag pole. During ceremonies when the flag is raised and lowered the flag becomes entangled in the tree. *Claudia Vaughan made the motion to remove the tree and replace it with something not as intrusive with the funds coming out of the Operating Funds. The motion was seconded by Jackie Gatewood. Motion carried unanimously.*

Al Clark stated that the chairs and lounges by the pool are in bad shape and action needs to be taken to improve the appearance. Al Clark directed David Jones to obtain the cost to replace the chairs, lounges, tables and umbrellas and to obtain the cost to paint the

umbrellas. The Board of Directors would like this information prior to a decision being made to replace the furniture.

Claudia Vaughan made the motion to adjourn the meeting. Jackie Gatewood seconded the motion. The motion carried unanimously.

Meeting was adjourned at 12:45 pm