

R-RANCH AT THE LAKE RANCH OWNERS' ASSOCIATION

ANNUAL SHAREHOLDERS MEETING

JULY 18, 1987

The sixth annual meeting of the R-Ranch at the Lake Ranch Owners' Association was called to order by President Jeff Dennis at 10:09 AM at 1962 Capell Valley Road, Napa, California, on July 18, 1987. Mr. Dennis welcomed everyone to the meeting and the Board of Directors were introduced. Board members present were Jeff Dennis, June Berger, Jesse Smyth, Ralph Wild and Rosemary Epler. Also present were Ruth Cutright, ROA Office Manager, Harlan Williams, Ranch Manager, and John Stover, Attorney. Mr. Stover was present with the board for the purpose of acting as parliamentarian.

The minutes of the last meeting were reviewed and approved as presented. A copy will be posted at the lodge.

Jesse Smyth read the treasurers report as of 7/17/87. The report was approved as read.

Mr. Dennis announced that there is no plan to increase assessments at present time. Mr. Williams is doing an excellent job of staying within the budget.

John Stover, Attorney, explained the election procedure and answered questions from the audience. Cumulative voting procedure is regulated by the Department of Real Estate. Each share = 5 votes. You can split your votes in any way you wish.

Mr. Dennis introduced the Candidates for the coming year's Board of Directors:

Jeff Dennis	Rosemary Epler
Jesse Smyth	Jim Hart (absent)
Ralph Wild	James Ewing (absent)
June Berger	

Each candidate gave a brief outline of his/her background and qualifications, and answered questions from the audience. Ralph Wild volunteered to meet with owners one Saturday per month for informal sessions to discuss any items that they wish brought to the Board. The voting proceeded with the owners present casting their ballots. Absentee ballots and proxy votes had been counted prior to the meeting.

Harlan Williams presented his Ranch Managers Report. Items discussed included expanded pool hours; employee changes; bath house cleaning; 5 year plan for improvements.

Jeff Dennis discussed the water shortage problem that Mr. Mooney brought up in reading Jim Hart's candidate speech. We have had a water conservation problem every summer; this year has been very dry, and the situation is worse. We are considering drilling another well, which will help for next year. Will be discussed in executive session.

The open forum began as soon as the voting was completed. Items discussed in the open forum included the following.

Owner 1002, John Low, had several questions regarding the financial statements and compared items from 1985 - 1986 . Many areas need explaining; wants to see more details. Ruth explained that we had gone to a new format, and that some items were combined and some split apart. This made it more difficult to compare the 2 statements. Mr. Dennis said that we would ask for a more detailed statement in the future. Mr. Low also suggested that we adopt a 5-year financial plan. Mr. Low has agreed to help with an ad-hoc financial committee.

Owner John Marchant expressed concern about the guest usage of the ranch in relation to problems. Feeling expressed that if guest's account for 25% of our usage, they should pay more to use the Ranch. Suggested \$10 entry fee, and \$1.00 per day. The board has a revised guest pass plan that they are considering that would charge \$1.00/day/guest. Mr. Dennis explained that we are reviewing the plan, which is in force at the Hornbrook Ranch, and we will review it's success at a later meeting. Several other owner expressed opinions on the guest pass policy.

Mr. Dennis announced the results of the voting:

NEW BOARD MEMBERS - Jeff Dennis
Jesse Smyth
June Berger
Ralph Wild
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Open forum continued with Owner 1654 expressing concern over noise problems in the cabin area, drunks, etc. Thanked Mr. Williams for his great staff and their efforts to control problems.

Owner 1019 made the suggestion that we ask the drunk people to leave the Ranch. This could cause larger problems if drunks are out on the roads. Also asked about reciprocal usage for other R-Ranches. Mr. Dennis explained that Wild Horse is still in its selling phase so there is no reciprocal. Hornbrook Ranch voted down reciprocal usage.

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Joan Strain brought up the subject of a teen center. Asked if the Developer would give his trailer for this use. General agreement in audience that the area where the trailer is located is too far from the rest of the Ranch. Mr. Dennis also pointed out that that trailer is his personal property.

Mike Mooney spoke about the water problem again. Wishes to stress that is should be a priority item. Also discussed the lack of flowers this year. Would like to see them back next year.

Owners John Epler, Jerry Browning and Ron Lenzi brought up the security problem. Feel there is a lack of security, especially roving security at night on weekends. There is 24 hr. security on the gate. Several other owners wish to see expanded hours for roving security, and more than one security person roving on busy weekends.

Mr. Dennis introduced his new owner referral program. Owners referring new owners will receive a 1 week trip to Hawaii for 2.

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There being no further business to come before the meeting, the open forum was brought to a close. Mr. Dennis announced that there would be Board meeting immediately following to elect the officers for the coming year.

The meeting was adjourned at 12:20.

APPROVED BY:

JEFF DENNIS - PRESIDENT

Rosemary Epler
ROSEMARY EPLER - SECRETARY

-3-

Approved 11/14/87

R-RANCH AT THE LAKE

OWNERS' ASSOCIATION

EXECUTIVE BOARD MEETING

JULY 18, 1987

Executive Board Meeting was called to order by President Jeff Dennis at 9:15 am on Saturday, July 18, 1987, at 1962 Capell Valley Road, Napa, CA.

Present at the meeting were Jeff Dennis, June Berger, Jesse Smyth, Ralph Wild, Rosemary Epler and Harlan Williams, Ranch Manager.

Purpose of the meeting was to discuss several items regarding the Ranch Manager and his following through with procedures and policies set by the Board.

1. Mr. Dennis went over the "deck" argument between Mr. Williams and Bob Chauvin. Mr. Dennis told Mr. Williams to cooperate with the people working on the deck. Instructed him to send back the lumber that was ordered incorrectly and get what we need.
2. Board agreed 5-0 that ranch would continue to pay for the propane at the trailer that Mr. Chauvin uses on the ranch. Board feels that the cost is justified for work received
3. Owner wishes to send children to ranch with adult friend when parents are unable to come up. Owner not on Ranch. Vote 5-0 against. Rules say owner must be present.
4. Several truck need replacing. Two that don't run. Manager told to get rid of them and find replacements. (Cost \$1400-1600).
5. Manager requested raising horse board fees again. Board feels we are zeroing in on minority group since rates were raised 60% in February. Only 20-23 horses involved. Board voted to leave rate at \$46.00 for now. Manager also wished to raise shoing fees from \$30 to \$32.50. Mr. Dennis said to raise no rates right now.
6. Discussed water problem at length. Mr. Williams suggested a new well. Also discussed cleaning out well by front gate since it was sunk just a few years ago.
7. Discussed fee for duplicate cards. Have been charging \$10.00. Board did not set this policy. Must have board approval for changes in fees etc. Mr. Dennis moved that we charge \$5.00 for duplicate cards. Mr. Wild seconded motion. Vote 5-0 to charge \$5.00. This should help eliminate problem of asking for duplicate cards so non-owners can have ranch privileges.
8. Discussed guard at gate coming out to vehicles. Board agreed 5-0 that we wish for guard to get up and come out to vehicles. Manager cannot change this policy. Sign at gate to be removed except for daytime when no security on duty at gate.

Adjourned for annual meeting. To reopen after meeting.

Executive Session resumed at 1 pm.

Officers were elected for the coming year:

President	-	Jeff Dennis
Vice Pres.	-	June Berger Ralph Wild
Treasurer	-	Jesse Smyth
Secretary	-	Rosemary Epler

The following items were discussed as the executive session continued:

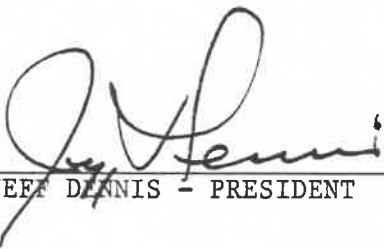
1. Mr. Dennis stressed that the Board sets rules and policies of the Ranch. Manager is to follow up and carry out these policies. Manager does not set policy, or change policy, without Board approval.
 2. Board agreed that the security guard will greet people at the gate, and will check cars for guests, etc. Vote - 5-0.
 3. There will be 24 hour security on the gate year round. Roving security will be until 3 am, Friday and Saturday nights from Memorial Day through Labor Day.
 4. Pool Hours - Pool will close at dark when no lifeguard is on duty. May remain open until 11 pm if guard is on duty. Gate to be locked when no guard on duty.
 5. Associate owners, 18-25 years old who are going to school, may continue to use Ranch if they can prove that their legal residence is still at home. Feeling is that associates who go away to college, but are still legal dependents, may use Ranch. Vote: 5-0.
 6. The Personnel Procedures were read and reviewed. Supervisory positions to be: Stables, Maintenance, Lodge, with option for Office and Security if deemed necessary. Agreed that the bookkeeper cannot be fired by the Manager. Bookkeeper is directly responsible to the Board.
- Board also agreed to appoint Ralph Wild as Board liason for employees and the Manager. Purpose will be to help the Manager with questions regarding the policies and rules set forth. Will also be available to employees who may have a problem or question regarding their jobs. Employees who are in danger of being fired can come to the Representative for arbitration. Employees will have a chance to meet with Mr. Wild to go over the new guidelines and ask questions.
7. Discussed whether or not we should have a "rental agreement" for units that employees live in that belong to the Ranch. Board agreed that there will be no written agreement. Will be given 30 days to vacate after termination of employment. Vote: 5-0.
 8. Manager questioned portion of Personnel Procedures that requires approval by the Board to terminate permanent employees (i.e. supervisors). Board voted 5-0 that this will remain in force.

9. Regarding insurance for employees, Board agreed that they would try to budget for at least a partial payment of health insurance for the employees who qualify.

10. Agreed to continue to search for an area for trailer storage.

There being no further business to come before the Board, the meeting was adjourned at 2:20 pm by President Jeff Dennis.

APPROVED:



JEFF DENNIS - PRESIDENT



ROSEMARY EPLER / SECRETARY

PERSONNEL PROCEDURES

I. CLASSIFICATION

All personnel shall be classified as part-time, probationary or permanent.

- A. Probationary: 6 months of full-time employment
- B. Permanent: Starting second 6-months of full time employment
- C. Part Time: Seasonal or less than year round employment
- D. Permanent-Part Time: May be earned by recommendation of Ranch Manager and approval of the Board.

Supervisory positions:

- A. Lodge Manager
- B. Head Wrangler
- C. Maintenance Foreman

II. EVALUATION

All Probationary personnel shall be given a written evaluation at least two times during their first 6 months of employment. If in danger of termination, the employee will be given at least one additional written evaluation.

All Permanent personnel shall be given at least one written evaluation per year. If in danger of termination, at least two additional written evaluations shall be made.

An evaluation form shall be developed by the Ranch Manager (in conjunction with Board members if desired) and approved by the Board. Any amendments to the evaluation form shall be approved by the Board.

A Supervisor shall evaluate workers under his/her jurisdiction.

Additional letters, or comments, substantiating the evaluation may be used.

The Supervisor may evaluate his/her personnel as often as he/she deems necessary

III. EMPLOYMENT PROCEDURE

- A. All supervisory positions shall be filled by the Ranch Manager with the approval of the Board Chairman or his designated representative.
- B. Regular employees shall be selected by the supervisor and approved by the Ranch Manager.
- C. The Ranch Manager shall be responsible for ascertaining credentials, if required, or background suitability for all personnel positions.

IV. TERMINATION OF EMPLOYMENT

The Ranch Manager has the authority to terminate all Probationary or Part Time employees provided:

1. All conditions of the "Employees Agreement" have been met.
2. The employee has been given at least 3 written evaluations and told how to improve his/her performance.
3. Specific incidents or situations shall be recorded to substantiate evaluations.
4. Supervisor's concurrence necessary.

Permanent or Permanent-Part Time employees shall have the same procedure used for evaluation purposes but final termination must have approval of the Board.

Termination of employment shall never be made for the purpose of making "job openings".

The Board Chairman, or his designated representative, may mediate disputes pertaining to employment or termination of employment.

Each employee shall be given a copy of the Personnel Procedures as adopted and the Employee rules prior to beginning employment. A signed copy shall be kept in each employee's permanent employee file.

R-RANCH AT THE LAKE
RANCH OWNERS' ASSOCIATION
1962 Capell Valley Road
Napa, CA 94558

Telephone (707) 252-0140

July 11, 1987

Dear Board Member,

Many items are covered in our information booklet, some are not and I need guidance on the following items. These are not isolated cases, but questions that happen quite frequently.

Dr. Kerr our veterinarian, has suggested we quarantine all horses coming on the ranch, for 5 - 7 days. This hasn't been done in the past and he says we could have a diseased horse and it could go through the whole herd. We initiated this recently and now comes the problems.

If an owner brings their horse on the on the ranch for 2 - 3 days, where do we keep them? We insist that any horse coming on the Ranch must have proof of all shots.

An owner has horses boarded here, can they bring guests on the ranch with their horses?

Our insurance has gone up and we now have to carry insurance on Pridmores property we lease. At present time we charge owners \$26.00 a month to pasture their horse there, and \$46.00 a month for boarding and feeding here. I would like to see these prices raised to \$35.00 for pasture and \$55.00 for boarding on the ranch. This would help to defray some of our increases. Starting on October 1, 1987?

Rolla Wright



For groups of more than 50 guests.

Owners making reservations for a cabin for two (2).

weeks come up on Friday and leave on Sunday, put

their lock on the cabin and leave everything here

then come up the following week-end.

Do we lock cabin with our lock?

Do we cut their lock?

Please see rules on other half of page.

1st / White letter
2nd / 30 day suspension

3. Lodge use: \$50.00 clean-up fee.

4. Kitchen use: \$50.00 clean-up fee.

ALL MONIES RECEIVED FROM THE SALE OF GUEST PASSES, GUEST RIDING PASSES AND GROUPS GO INTO THE RANCH TREASURY TO OFFSET EXPENSES AND HELP PAY FOR IMPROVEMENTS.

V. CABINS (For reservations call (707) 252-0140)

A. Partners should make reservations in advance to assure accommodations. Cabin reservations may be made up to 30 days in advance. They MUST be confirmed between 72 and 48 hours before the arrival date or the reservation will be cancelled.

B. Reservations may be made either in person, by mail, or by telephone with the ROA office. Reservations must be made only by Partners, and each Partner must make his own reservation. Please have your share number ready when calling.

C. Cabins are subject to prior reservation. Each partner has equal rights to these facilities; therefore reservations will be accepted on a "first in" priority basis.

D. Cabins will remain locked when not in use. Upon arrival of partners, cabins will be unlocked by the staff, then locked again when partner checks out.

E. Partners must limit themselves to one cabin (or one campsite) regardless of the number of shares owned.

F. The maximum length of stay in a cabin is two weeks per visit. There must be a one-week (seven day) break between stays in a cabin regardless of the length of stay. Cabins left vacant for more than 72 hours will be made available for other Partners to use.

G. Partners must always remove their personal property

Associate owners 15 and under who are grandchildren of owners. We have lots of requests for bringing their parents as guests to stay overnight.
Can a 5 year old be responsible for their guests?
Please see rules on other half of page.

NE

in the same household as the owners.

B. Partner's IMMEDIATE FAMILY is entitled to the use of R-Ranch without Partners being on the Ranch, under the following conditions:

1. 16 years of age but not yet 18: MAY USE ONLY, with a maximum limit of two guests per family, per visit. A medical release form, see section III D, is required for ALL persons under 18.

2. 18 years of age but not yet 26 and living in the same residence as the Partner: overnight stays permitted with a maximum limit of two guests per family, per visit.

C. Other relatives and friends of Partners are considered GUESTS.

D. Partners are financially responsible for any damage incurred by members of their family and for the actions of their family members.

III. GUESTS

A. Guests may not use R-Ranch unless they are accompanied by the Partner.

B. Partners are allowed a maximum of six guests per visit unless group reservations (see section IV) have been made through the ROA office.

C. A "single" Partner (one with no one other than their children on their deed) is entitled to bring one guest per visit to the Ranch without using a guest pass.

D. Partners who bring minor children (under age 18) to the Ranch as guests, without the children's parent or legal guardian, must have the following medical release signed by that minor child's parent or legal guardian. Partners who bring children of other owners to the Ranch without the children's parents will also need a release form. The signed form must be left with the security guard upon entry.

Associate owners who are college students, not living at home. We have had many inquiries (20-30) and what happens when school starts? By not living at home they are not associate owners but guests, and an owner must accompany their guest. Please see rules on other half of page.

Thank You
Harlan Williams
Harlan Williams

*lucina Shows
home address
P.O. Box*

NOTE: Associate owner identification cards for family members 18 through 25 must be picked up at the ROA office. Identification must be presented at that time to show that the associate owner resides in the same household as the owners.

B. Partner's IMMEDIATE FAMILY is entitled to the use of R-Ranch without Partners being on the Ranch, under the following conditions:

- 1. 16 years of age but not yet 18: DAY USE ONLY, with a maximum limit of two guests per family, per visit. A medical release form, see section III D, is required for ALL persons under 18.
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