

R-RANCH AT THE LAKE NAPA
Ranch Owners Association
Quarterly Owners Meeting
Minutes for April 27, 2019
DRAFT

President, Joe Meyer called the meeting to order at R-Ranch Lodge at 12:12 p.m. Meeting was also made available for owner viewing via Facebook Live (pilot)

1. Directors present- Joe Meyer, Wayne Palmerton, Ed Russell, Sue Riley, Mike Goodman
2. Others present- Brad Miracle, Ranch Manager and April Miracle, Operations Manager, Committee Chairs, Adam Craven- Stables
For owners list, refer to sign in sheet
3. Wayne Palmerton led us in the Pledge of Allegiance
4. Approval of Minutes – Meeting of January 19, 2019
Ed Russel Motioned to approve meeting minutes, Wayne Palmerton, seconded, 5 ayes, 0 nays

5. Reports:

1. Ranch Operations **Brad Miracle**

- Very busy this year. This weekend marks one year the Miracles returned to management. Brad shared visual boards on maintenance achievements in the past year. Amazing work. Owners have come up to Brad in the past couple of months saying more achieved in last year than last 10 yrs.
- Module Home – Part 1 coming next week, 2nd to follow shortly
- Water tank – scheduling install
- Snack bar – taking way too long and Joe/Brad will be following up w/ the architect. Part of the issue is we don't have a ADA compliant bathroom. If we build the snack bar the same and fix ADA requirement, insurance will cover. Goal is to upgrade ADA bathroom with insurance covering it.
- Cabins- Provided copies of attorney summary of Use Permit allowances provided at table in back of Lodge for owners review. Lots of research completed by Brad. Attorney made several recommendations and Management and Board needs to review options and come back to owners with clear "what we can and can't do". We will put documents on the Ranch's Shopify for owners to retrieve.
- Mini Golf up and running

2. Office Operations **April Miracle**

- Sorry about delay, broken camera on computer for Facebook live
- Paying ownership as of last week – 407 paid in full, 226- semi-annual, 219 quarterly, 63 monthlies- 956 shares current
- Delinquent accounts- 7 on deed back, 3 bankruptcies, 347 shares owned by ranch
- Total amount of doubtful accounts \$3.2M –Total Recovery from Collection attorney \$ \$62K- Total expense \$38K, On payment plans \$42K, Total liens in place for \$26K
- Memorial Day Express check in- Please remember to complete. Plans to have express lane open Fri and Sat. Raffle planned for all express check-in entries. Now available online store.r-ranch.net includes: Digital downloads: Hold harmless for guests, event tickets, All Ranch rules, regs and CCRs, work orders for repair needs and even ranch shares. Saving trees, paper and office expense and time.

- Cabins- Information shared in newsletter a couple of month ago. Due to cabins not getting cleaned properly, cabin cleaning kits will be issued to each owner stay for dog and A cabins initially with instructions provided.
- May newsletter is out. Great resource and information – Mother’s Day gift craft events scheduled this weekend and next. Mothers Pampering Gifts options available at our online store, store.r-ranch.net. Family plans for dads and kids. Come one, come all!

3. Stables

Adam Craven

- 27string horses, 3 new owner horses and a lot of trail work has been completed.
- Trail and Arena Rides – 14 horses 3x day and arena rides anytime staff is available.

4. Presidents Report

Joe Meyer

- \$74K secured code upgrade for water tower and ranch house. Will also be collecting additional funding for snack bar

5. Treasurers Report-

Ed Russell

- Reviewed P&L sheet - please reference handout
- Jerome Curenton #1075 asked what the balance for Horsemens Assoc. account was. Ed confirms there is no separate account, however April will provide the balance to the committee

6. Committee Reports:

- Equine-Jermone Curenton owner #1075 filled in for Sandy Stork
 - Nothing to report
- Horseman’s Association- Jerome Curenton owner #1075 filled in for Andi Curenton
 - Committee Meetings resumed 4/14/19; discussed upcoming summer events. Kids loved the Easter pictures and they have been uploaded for anyone to have, committee currently planning for summer Rodeo events and partnering w/ Stables. Purchasing ribbons for contest as well.
 - Barn clean up date- 5/4/19 8:30 a.m.- 12:30 p.m. Next meeting scheduled for 5/26/19
- Campground Colleen Silva & Annette
 - Colleen Silva owner # 54 reported
 - Small attendance in today’s committee meeting
 - Electrical project almost completed. Small items remaining. Love the look of the new reserved camping sites. Boulders separating sites are really nice.
 - Discussing tarp colors for consistency. Owner Steve Webster #1184 suggested required trailer covers vs. tarps. Mike Goodman indicated could be cost prohibitive for many owners, however they have come down in price from sites like Amazon. Anywhere from \$150 up depending on quality. Suggested Steve attend Campground Committee as discussion continue on the subject.
 - Golf cart headlight committee- no owner participation. They are investigating legal requirements
 - Researching RV’s must have inspection safety, certification and tags
 - Proposal for changes to the new Campground Reservation Program. Few changes recommended at today’s meeting. Copies on back table. Colleen read recommendation – Refer to document. Ed motioned to approve; Mike seconded. 5 ayes, 0 nays. Changes effective immediately
- Cabin- No report for this meeting/Not in attendance
- Boat- Albert Sanchez, No committee member in attendance.

Old Business:

- Share Transfer Administration Fee Increase discussion; impacts to “Not for Profit” status. (MOVED FROM EXEC SESSION) for owner participation
 - Ed provided history on why the increase and cost analysis. Ed read 4-page document which will be sent out via blast later today. This document should be referenced for these minutes.
 - Ms. McKraken (sp) #147 – consistent rules for selling shares.
 - Joe Meyer summed up issue as we did not make this decision to increase fees but to ensure we are in compliant with the not-for-profit status. Ed believes if we lose our not-for-profit status we would end up
- Update on Attorney review of Ranch’s Use Permit – provided in ranch manager’s report
- Update on Snack Bar – provided in ranch manager’s report
- Update on Cabin Rebuild - provided in ranch manager’s report
- Update on Internet Upgrade
- Only area not working is the upper loop. All other areas should have lighting speed internet service. Each owner should report their site # to the office if it is not working.
- Upper loop is scheduled to be up and running next week.
- Update on Water Tank installation – provided in ranch manager’s report
- Update on Modular Home– provided in ranch manager’s report
- Update on CalTrans requests
 - Brad indicated no communication from CalTrans recently after we provided our required information. No further action needed at this time.
- Update on Legal Collections Action – provided in operations manager’s report
- Proposal for remaining dog park balance to be absorbed by general fund
 - Balance under <\$1000.00. Ed motioned to approve absorb remaining balance, Joe seconded, 4 ayes, 0 nays. Mike deferred as he was part of the original committee
 - As originally agree when the Dog Park committee created, Ranch staff does not build or maintain dog park. There was an agreement that it would be maintained by the committee, not the ranch staff. The committee was dissolved and therefore it has not been maintained. Suggestion to add to quarterly board calendar a reminder that we need get volunteers to continue to maintain. Another suggestion to post sign stating it is maintained volunteer owners and all should help keeping it clean

New Business:

- Volunteers needed to join long term planning committee
 - Ed requesting volunteers to establish this needed committee. Please email BOD@rranch.info to get this critical committee started
- Annual BOD elections will be held August 17th – 2 positions
 - Election Inspector – Patty Wood
 - Intent to Run forms due June 1st
 - Candidate Statements due June 15th

Open Forum: Please limit speakers to 3 minutes each

- Nancy Pon (via Facebook Live)– The site to site vs. regular stay rules- she is concerned that rules are not being applied correctly. Responded to by Colleen Silva, she would like Nancy or someone to provide rules from 11 years ago. Colleen only has back 6 years- that rule does not state you can

reset your date. The same campground rules still apply- only difference in site to site is the convenience of not pulling off Ranch. You can move within your red tag as long as you have fulfilled your nightly requirement.

- Ed Lucia #81; Deeds given away on Facebook- This is wrong and he recommends we stop the practice by sending a certified letter. Ed Russell and April Miracle responded that this new practice should help abate the issue but as owners they can sell. .
- Chrissy Leard #1289 (via Facebook Live) Can you please clarify items/issues which can be discussed in the executive session. Sue Riley advised that Exec Session is made up of two parts- owners can attend beginning part and then exec session is closed for legal matters, employee issues, collection efforts. Ed Russell clarified
- Is there a way an owner can reduce the 900.00 cost by doing it themselves. Carol Roszkowski#1679- Restated Chrissy's question. Ed responded that we have question out to attorney to see what requirements we must follow based on IRS rules of "free or like free" and how low we can go and still be within not-for-profit status. Suggested a) site to site fee consistent w/ Pridmore's and b) suggested site to site non-refundable fee to pay.
- Rita Nicols- why inconsistent rules applied on tag change (Nancy Pons question) Ed Russell commented that many offices workers and managers over the years and could be inconsistencies. We now have standard practices. April confirmed that both Rita and Nancy's records were researched back several years and rules were followed accordingly. Ed recommended the owners who have continued concerns, request to meet w/ the BOD in special meeting.
- Bob Roszkowski -Owner #1679- shared concerns to lower jute box when people watching tv. Brad- be courteous and unplug if no one listening to it.
- Christine Riley- Will there be a provision for temporarily tarping a trailer if a leak is suspected. Recommend to bring up at campground committee to address.

Ed motioned to close meeting at 2:25 p.m. Joe seconded, 5 ayes, 0 nays

Executive Session:

Joe Meyer called meeting to order at 2:57pm

Directors present: Wayne Palmerton, Joe Meyer, Ed Russell, Mike Goodman

Others present: Brad Miracle, April Miracle

Approval of Executive Meeting Minutes – Meeting(s) of March 2 and April 25th, 2019

- Sue Riley Motioned to approve meeting minutes, Ed Russell, seconded, 5 ayes, 0 nays

Old Business:

- Share Transfer Administration Fee Increase discussion; impacts to "Not for Profit" status MOVED TO OWNER MEETING
- Asset inventory for insurance coverage- Still pending; Brad needs price per foot for rebuild based on building type in order to complete inventory. Joe recommended professional appraiser or contractor. Joe suggested owner, Eugene George- Brad will see if George is interested

New Business:

- Owner Concern -Kathleen Stormoen #267- Owner requested meeting. Owner sent email 4/26/19 to Board Member Sue Riley advising issue resolved and will not be in attendance. Gave several suggestions for gaps in service and Sue will review with April. Cancelled appearance as issued resolved.

- Attorney replacement- Our labor law attorney Erik Turner passed away and his partner offered to take on business. Management not in favor of business partner. April indicates John Marshall may have referral. Board and mgmt. will research options and will reconvene by email
- Discuss Treasurer concerns with current bookkeeper and accountant
 - Ranch does not have an accountant; we have an auditor of the financial statements. We need a true accountant. Sue Riley and Mike Goodman have contacts and will follow-up. Need someone w/ specific 501c experience.
 - We need new bookkeeper due to poor performance as well.

Ranch Manager update:

- Land Use permit – attorney recommendation. Brad recommends a conference call w/ attorney to dig deeper.
- Concerns of no cabin committee progress. Need active participants. Ed motioned for president to draft letter reaffirming committee obligations

Closed session – excluding Brad Miracle, April Miracle

- Management Annual Performance Review discussion

Sue moved to adjourn at 4:31 pm, Joe seconded 5 ayes, 0 nays

I certify that on May 15th, 2019 these minutes were posted in public view at the Office of R Ranch at the Lake at 1962 Capell Valley Road, Napa CA, on the R Ranch Website and by Email BLAST.

Sue Riley
 Secretary
 Board of Directors
 R Ranch at the Lake Owners' Association