

DC Ranch Association – Board of Directors

Meeting Minutes: August 1, 2022



Date/Time: Monday, August 1, 2022, Started: 6:00 p.m. / Ended: 8:03 p.m.
Location: The Ranch Office and Zoom
Purpose: Regular Open Meeting

Chaired By: Dr. Philip Geiger
Recording: Shannon Owsley
Secretary: Elaine Cottey
Status: FINAL

Attendance:

Directors: Dr. Philip Geiger, President; Greg Kiraly, Vice President; Elaine Cottey, Secretary; John Shaw, Treasurer; Don Matheson, Director; Marla Walberg, Director; Geoff Wilner, Director

Management: Michele Ray-Brethower, Executive Director
Shannon Owsley, Executive Assistant
Alexis Firehawk, Attorney

Call to Order / Establishment of Quorum / Roll Call

Dr. Geiger called the meeting to order at 6:00 p.m. A quorum was established with seven directors present.

President's Comments

Dr. Geiger apologized for technical issues with Zoom / face-to-face meetings and thanked all residents in attendance. Dr. Geiger reviewed the call to the public and when the meeting is open for comment. Dr. Geiger also noted that legal counsel will be present at meetings while there is an active lawsuit pending.

Community Council Report – Jenna Kohl

Ms. Kohl presented a high-level overview of the function of the Community Council, the role of the three organizations / governance structure, communications, authority and veto power, delegation, Community Council meetings, sub-associations, and how the three organizations interface with each other (Covenant Commission, Community Council, and Ranch Association).

Consent Agenda

Mr. Kiraly motioned to approve the consent agenda. Mr. Matheson seconded the motion. The motion passed unanimously.

- June 20, 2022 – Executive Session Minutes
- June 20, 2022 – Board Meeting Minutes

Executive Director's Report

- Ms. Ray-Brethower introduced the Director of Community Services, Meghann Hill. She will oversee management of Landscape and Maintenance teams, special projects, Reserve Study, and budget.
- The new Landscape Manager, Jeff Rons has started. Jeff was in attendance and was introduced.
- The ED announced the hiring of the shared IT Manager position, Michael Rivers. He is scheduled to start on August 8, 2022.
- DCRA participated in a risk management assessment last week to ensure we are adequately insured on all facets of the Association.
- Wrapping up the roof inspections at Market Street Villas.
- Received 26 applications for the resident Security Committee, initial scope to include analysis, information gathering, and agenda work plan, with Security survey to be conducted in January 2023.
- The Association was notified that we were not selected to receive Firewise funds through the AZ Department of Forestry for the Fuels Mitigation grant.
- Finishing up Firewise clearing in Horseshoe; two more weeks in Sterling Villas/Estates area. Next will be Camelot 2.13/2.14. To date, we have cleared 17,000 linear feet of defensible space.
- Broken mailbox parcel boxes on Camelot at 96th Way were replaced about three weeks ago. Mailbox kiosks will be reviewed for replacement earlier than anticipated in the Reserve Study and changes will be considered in the 2023 budget.
- Working on the gravel refresh project at Sterling Villas, as well as adding new plants in the planting bed along a driveway and repairing irrigation in the planted pots on the columns to water pots without damaging the columns.
- Ordered final phase of park furniture (\$249,500). Last year's final delivery of furniture had arrived and was placed in the neighborhoods.
- New speed humps have been installed on Trail's End, going to/from the DC Ranch Country Club.
- Getting bids for stucco wall repair and painting throughout the community.
- Sidewalk inspections are being conducted and scheduling of repairs will begin (\$38,000). Completed 1.13 to date.
- Gatehouse computers are on order for replacement (\$3,000).
- 44 Sissoo streetscape trees were removed per owners request this past week. New 42" box Evergreen Elm trees will be planted the first part of September when the weather cools a bit.
- Resident Leadership Academy Class 3 begins in August with 12 residents selected to participate.
- RFQ for new broker for employee benefits and payroll company to be going out first week of August for selection by middle of September.
- Night Community Standard infraction canvassing was completed in July. 80 infractions noted to date.
- Policy committee is amending recommendations for Standards of Home, Landscaping, and Conduct. Increased fines to be considered for Off Leash Pets; as well as Animals Attacking Others.

Unfinished Business

Director of Financial Operations – 2nd Quarter Financial Report – Dee Nortman

Ms. Nortman provided an update on the 2nd Quarter Financials. Full reports are available on the DC Ranch website.

Artificial Turf Guidelines

Ms. Ray-Brethower reviewed the artificial turf guidelines regarding:

- Size and Layout of Artificial Turf
- Appearance and Material Specifications
- Installation

Additional information can be found on the website including the application and a checklist to follow. The first applications are being reviewed on August 9, 2022.

Mr. Wilner motioned to approve the guidelines as submitted. Mr. Matheson seconded the motion. The motion passed unanimously.

DCRL-20 Artificial Turf Maintenance Standard

Ms. Ray-Brethower reviewed the DCRL-20 Artificial Turf Maintenance Standard.

Mr. Matheson motioned to approve the Maintenance Standard as submitted. Ms. Cottey seconded the motion. The motion passed unanimously.

Security Committee Charter Update

Ms. Ray-Brethower reviewed the Security Committee Charter. The Board discussed making some revisions to include having 12 members on the working committee, and those members will seek feedback from other interested parties and provide consensus recommendations to the Board. The 12 members would consist of one representative from each of the five villages, five members at large, plus the two board members (Mr. Matheson and Mr. Shaw). Ms. Ray-Brethower will amend the Charter for consideration at the September meeting.

Dr. Geiger motioned to approve the committee charter as discussed in depth by the Board. Ms. Cottey seconded the motion. By a vote of 4-3 (Mr. Matheson, Mr. Shaw, and Ms. Walberg opposing), the motion passed.

Security Committee Selection Process

All applicants will be interviewed by Mr. Matheson and Mr. Shaw. Recommendations will then be presented to the Board who will vote as part of the selection process at the September Board meeting.

Dr. Geiger motioned to approve the committee selection process as discussed by the Board above. Ms. Cottey seconded the motion. The motion passed unanimously.

Decision on Committee Meeting Recordings

Mr. Matheson motioned to record all committee meetings and to retain the recordings for 30 days. Ms. Cottey seconded the motion. The motion passed unanimously.

New Business

Board of Directors' 2022 Goals

Dr. Geiger reviewed the 2022 Board of Directors' Goals.

- Provide for necessary and functional audio and video access to Board meetings for both in-person and zoom attendees or relocate the meetings to another suitable location.
- To ensure that all Board members are fully informed and to enable the Executive Director to focus on the Association's business, all Board members should funnel their requests for information and questions through the Board President, who will be the primary point of contact with the Executive Director and will transmit all information to all Board members.
- Reaffirm the role of the Board of Directors as primarily policy making, budget development, and oversight of the Executive Director's performance and initiatives. The Board should be referring concerns from the community to the Executive Director or her designee for her/them to address and then inform the Board of the action(s) taken. The Board will formally evaluate the Executive Director at least annually based on adopted goals and timelines.
- Provide, to the greatest extent possible, without compromising the Board or its actions, transparency to the Board's actions, decision making process and rationale. Encourage open dialogue and debate on issues as needed to ensure the best decision possible.
- Ensure the Executive Director and staff have the necessary resources to properly complete their work to meet both the Board's and Executive Director's annual goals.
- Take action to follow up consistently on T&D, modifications committee approvals and denials, and Covenant Commission determinations to ensure full and timely compliance and proper documentation. This is likely to require additional personnel, training, and restructuring of current roles.
- Engage the community in the review, understanding, and recommendations for improved safety measures for the DC Ranch community through the safety committee and complete its review by February 2023.
- Complete the Firewise implementation throughout the community as identified. Plan and continue the maintenance of the defensible space.
- Implement the new conflict of interest policy for the Board, all Ranch Association Committees and each of their members. Provide everyone with adequate training on this issue.
- Reassess the fines and fee structure of all community standards documents to ensure compliance and memorialize in Board Policy.
- Continue progress on the tree replacement plan for Arcadia.
- Re-educate the Community on the defined roles of the Covenant Commission, the Community Council and the Ranch Association and the three-part governance structure of DC Ranch.
- Convene a discussion with authorized representatives of sub-associations and the governance organizations of DC Ranch to assess possible future improvements to sub-association status.
- Conduct Board review of the Executive Director's Performance in November 2022 and again in March 2023.

Mr. Wilner motioned to approve the Board of Directors' Goals as stated above. Ms. Cottey seconded the motion. The motion passed unanimously.

Executive Director Goals Summary

Dr. Geiger reviewed the 2022-2023 Executive Director Goals Summary, broken down into six categories:

1. Promote Safety Throughout the Community: DC Ranch promotes safety for residents, staff, and guests through appropriate security measures and infrastructure.
2. Attract and Retain High Quality Staff and Leadership: Be THE employer of Choice.
3. Optimize Governance Structure: Update governance policies to address issues and optimize efficiencies in organizational structure.
4. Maintain the Highest Level of Landscape and Maintenance: The overall beauty and appearance of DC Ranch is a source of pride and is a natural marketing channel for the community. DC Ranch provides the finest care to this unique desert landscape and maintains the level of appearance consistent with the emphasis placed on services, safety, and quality of life for the community. Attention to detail is high.
5. Sustain Financial Stewardship: Current and future investments are supported by a long-range strategy/set of practices for financial stewardship.
6. Maintain the Community Standards Enforcement DC Ranch Residents Expect: Consistently uphold the standards of design, quality, and maintenance of all residential property in DC Ranch through consistent covenant enforcement and the modification review process.

Mr. Kiraly motioned to approve the 2022-2023 Executive Director Goals. Mr. Shaw seconded the motion. The motion passed unanimously.

Policy 104

Ms. Ray-Brethower reviewed the updates to Policy 104 pertaining to the governance structure for the Board and Executive Director, contracts, budgeting, expenses, check signing, and waiving of fines.

Ms. Cottey motioned to approve the posting of the revisions to Policy 104 for 30 days. Mr. Wilner seconded the motion. The motion passed unanimously.

Staff Retention / Salary Philosophy

Ms. Ray-Brethower reviewed the recent compensation study and retention strategies. The Board discussed ideas on how to retain our talent, including adding value to our total compensation package and possibly developing a scholarship program for employees.

Mr. Kiraly motioned to maintain the total compensation package in the top quartile of the high pay ranges with the industry standards and compensation comparisons. Ms. Walberg suggested adding consideration of the entire compensation package, not just pay be considered, i.e., alternative work schedules, holiday time off, etc., to the motion, and Mr. Kiraly revised the motion accordingly. Ms. Walberg seconded the motion. The motion passed unanimously.

Committee Reports

Budget and Finance

Mr. Shaw requested approval from the Board to appoint Bob Batt as a member of the Budget and Finance Committee.

Mr. Matheson motioned to approve Bob Batt as a member of the Budget and Finance Committee. Ms. Walberg seconded the motion. The motion passed unanimously.

Modifications

Mr. Wilner provided updates on the recent meetings and reported that the next meeting would be held on August 9, 2022, at 4:00 p.m.

Policy

Ms. Cottey reported that committee was reviewing the standards of home, landscape, and conduct. Revisions will be reviewed at the September Board meeting as well as related fines.

Firewise

Dr. Geiger reported that the next committee meeting will be held on October 4, 2022, at 1:00 p.m. Meetings will be held in person at the Ranch Office and via Zoom. Dr. Geiger noted that as of today, to move forward with 2023 plans would cost \$400,473.

Ms. Cottey motioned to move forward with the Firewise plan at the cost of \$400,473, with the understanding that this would impact future budgets. Mr. Wilner seconded the motion. The motion passed unanimously.

Member Open Forum

Member comments focused on sub-associations and turf.

Announcements

- Next Regularly Scheduled Board Meeting, September 12, 2022, at 6:00 p.m.
- Resident Leadership begins August 23, 2022, from 6:00 to 8:00 p.m.
- Public Budget Meeting, October 10, 2022, at 6:00 p.m.

Adjournment: There being no further business to conduct, Dr. Geiger adjourned the meeting at 8:03 p.m.