

Board of Directors Meeting Minutes REGULAR MEETING March 28, 2024

Attending:

Ethan Knowlden, President
Natalie Ingram, Vice President
Elizabeth Kepuraitis, Treasurer/Secretary
Ron Belmont, Director
Dinesh Kakwani, Director
Alex Townsend, Director

Staff Attending:

Jenna Kohl, Executive Director
Jona Davis, Community Engagement Director
Dee Nortman, Financial Operations Director
Lynette Whitener, Events & Recreation Senior Manager
Melissa Fuentes, Executive Assistant/HR Administrator
Jeff Shaw, IT Manager
Elizabeth Dankert, Communication Senior Manager
Beth Overton, Facilities & Amenities Director
Annie Vaugier, Executive Assistant

Excused Absence:

Roland Dickson, Director

I. Call to order

President Knowlden called the meeting to order at 5:32 p.m. and a quorum was established via Roll Call. All board members were present except for Director Dickson who had excused absences.

II. Approval of Board Meeting Minutes

Motion: To approve the minutes from the January 25, 2024, board meetings.
 Motioned by Ron Belmont; Seconded by Alex Townsend; motion passed unanimously.

III. President's Report

Recognition of Outgoing Directors

President Knowlden recognized and thanked outgoing Board of Directors Natalie Ingram and Alex Townsend for their service to the Board of Directors. The directors were presented with gifts of appreciation for their services.

Consider Appointments to the Community Council Board

The nominating committee consisted of Natalie Ingram, Ethan Knowlden, and Dinesh Kakwani. President Knowlden reported that the committee had several excellent candidates and recommended that Kris James and Heidi Rosner be appointed to the Community Council Board, each for three-year terms.

Motion: To appoint Kris James and Heidi Rosner to their first three-year terms (4/1/2024 – 3/31/2027).
 Motioned by Ron Belmont; Seconded by Alex Townsend; motion passed unanimously.

IV. Staff Reports

Deputy Executive Director Jona Davis started the staff report with a big congratulations to the 2023 Values Award Recipients: Innovations - Jeff Shaw, IT Manager, Passion – Scott Dennerline, Sr Design Review Specialist, Fun – Aaron Largo, Community Standards Manager, Professionalism – Deborah Lanza, Front Desk Receptionist, and Teamwork – Rafael Lopez, Community Center Custodian. There were over one hundred nominations that were received. Deputy Executive Director Davis reviewed the items on the staff report and noted that the full report is posted on the DC Ranch website. Deputy ED Davis introduced new Council team member: Executive Assistant, Annie Vaugier. Deputy ED Davis recognized recent anniversaries: Rafael Lopez – 18 years, Elizabeth Dankert – 12 years, Scott Dennerline – 20 years, Jeff Shaw – 1 year, Lindsay Vanegas – 8 years, Kristin Coons – 8 years, Jenna Kohl – 6 years, Jona Davis – 10 years, and Nicole Andreae – 1 year. Recruiting is underway; Council is currently recruiting for Accounting Assistant, Procurement Specialist, Community Center & Amenities Director, and Community Center Manager. Deputy ED Davis reviewed upcoming events and recapped numerous activities that took place including DC Ranch

Day, The Homestead Playhouse, Fitness Classes, Mountain Biking Club, Path & Trail, DC Ranch Gives, Resident Leadership Academy, DCSIP Communication, where "behind the screens" drone footage video and "meet the team" was shown, and Communications about break-ins, town halls, and related topics.

Communications Sr Manager Elizabeth Dankert presented the 2023 Annual Report. The publication is a joint effort between the Community Council, Ranch Association, and Covenant Commission. It will be an electronic report for the third year.

Dee Nortman, Director of Finance and Administration reviewed February's Financial Report. Dee will review quarter end at the Board's next meeting on May 23, 2024.

V. Old Business

Desert Camp Site Improvement Project Funding Request

Executive Director Jenna Kohl gave an update on the Desert Camp Site Improvement Project. The project is on budget and on schedule with a targeted completion date in late 2024. Construction is focused on internal work of framing, saw cutting for electrical boxes and plumbing. As well as exterior work of footers poured for retaining walls, pads certified, fence post installation, block for retaining wall, pad elevation underway for fitness center expansion, pickleball posts and retaining walls up. Staff has narrowed down scope and design in the areas of furniture, signage, and art. While significant reductions have been made, there is still a need for supplemental funding for furniture and signage/art. Staff propose to use funding from the owner's contingency for these expenses, which are contemplated in the overall project cost.

 Motion: The board authorizes the Executive Director to use \$63,530 from the Owner's Contingency for furnishings, art, and signage, and not to exceed \$25,000 from general capital funds for ancillary costs including legal fees.

Motioned by Dinesh Kakwani; Seconded by Ron Belmont; motion passed unanimously.

Consider Dispute Resolution Policy

President Knowlden gave an update on the dispute resolution policy. An amendment is being proposed to the CCRs section on Dispute Resolution. The need to update the dispute resolution language was driven by the recent ICON matter and the desire for more clarity on the process. Upon board approval, staff will notice Ranch Association and the Commercial property owners as required. After the required timeframe elapses, pending no questions, the changes will go into effect.

 Motion: The board adopt the amendment to Article XI, Dispute Resolution and Limitation on Litigation of the DC Ranch Community Council Amended and Restated Declaration of Covenants and Easements.
 Motioned by Natalie Ingram; Seconded by Elizabeth Kepuraitis; motion passed unanimously.

VI. New Business

Consider Bylaws Amendment for Good Standing

President Knowlden gave update on considering amendment to bylaws for good standing. Earlier this year, the Ranch Association conducted a community vote to amend their governing documents to further define good standing for board directors. The Community Council Board has expressed a desire to amend the Council's governing documents to incorporate similar language.

 Motion: The board approves the Corporate Resolution and Second Amendment to Amended and Restated Bylaws of the DC Ranch Community Council as presented.
 Motioned by Ron Belmont; Seconded by Elizabeth Kepuraitis; motion passed unanimously.

Consider Lease Agreement for Office Space

Executive Director Jenna Kohl presented that the current lease for the Ranch Offices on Market Street expires September 30, 2024. ED Kohl is using a broker to assist in finding a new office space; the criteria included cost, resident convenience, space size and amenities. Proposed space at Canyon Village of 12,831; lease term for 89 months, \$24,000 tenant improvement allowance; cost of TIs and furniture to be paid by DC Ranch and recovered through lease abatement. The advantages of moving to new office space would be cost savings compared to staying in the current space and the increase in square footage. Next steps would be obtaining contractor bids, determine funding for Tis, obtain approval from Council and Ranch Association boards, finalize lease after legal review, commence with Tis in April/May, utilizing furniture from previous tenant; will supplement with cubicles, and move in August/September.

 Motion: The Board approves the office space proposal for securing space at Canyon Village as presented and authorizes the Executive Director to finalize the lease agreement.
 Motioned by Alex Townsend; Seconded by Ron Belmont; motion passed unanimously.

Resident Comments –

Resident asked please explain where Canyon Village is. Canyon Village is one of the three commercial centers in DC Ranch. It is located just North of the Village Health Club and Spa on Thompson Peak Parkway and Legacy.

VII. Meeting adjourned at 6:19 p.m.

Dinesh Kakwani

Community Council Board Secretary/Treasurer

Date:

Ment 10, 2024