

Association Board of Directors Scheduled Meeting Minutes February 20, 2021 – 9:00AM

- **Call to Order** – Chair – President Rick Molera – 9:00AM SWF – Grand Canyon Room
++ **See opening comments, at the end of the meeting minutes!**
- **Roll Call** – President – Five members present (Rick Molera, Mike Guertin, Trish Oldham, Newilda Sosa, Ron Minchella) – Quorum confirmed

- **Pledge of Allegiance** – Led by Newilda Sosa

- Rick requested a moment of silence be had for the people of Texas who are dealing with power losses due to a devastating storm.

Ron requested a moment of silence be had for Rush Limbauth who just died

- **Motion: To accept the Draft agenda** made by Trish, second by Mike

- Ron Minchella asked that the Worker’s Comp motion from the November 2020 meeting be addressed, Rick stated that he had discovered Worker’s Comp Insurance could not be provided. Ron made a motion to rescind the Worker’s Comp motion, Rick seconded, all approved.

- Ron made a motion to address the motion to instruct Ted to initiate wellsite clean up & optimization that was made at the February 2020 meeting. Rick stated many items had been delayed due to the Covid onset. Rick agreed to talk to Ted and have a delivery date and status report by the August 2020 meeting.

- **Draft Agenda for February 20, 2021 approved**

- **Motion: To assign Trish Oldham to the SVM office of secretary** made by Rick, seconded by Ron, All approved.

- **Motion: To approve the August 15, 2020 draft board meeting minutes** made by Trish, seconded by Mike. Ron brought onto discussion that the request he had made to amend the August meeting minutes to add reference of July email to all board members asking for a yes or no vote on the CC&R addendum which constituted an Action without a meeting had not yet been addressed. Mike replied what Ron was asking for had not been part of the August meeting and asked Ron to create minutes for the conference

email to be approved at a later meeting. Vote for August meeting minutes, Rick, Mike, Newilda and Trish- Yes, Ron- No. Motion Approved.

- **Motion: To Approve the November 20, 2020 SVM draft member board meeting minutes** made by Trish, seconded by Mike, Rick, Mike, Newilda, Trish – Yes, Ron – No. Motion Approved.
- Rick states that the 2021 Public Water System business license and certificate to operate have not yet been received from the city.
- **Review Treasurer Report** – Newilda – Current 2020 Financials and expenditures
- Newilda stated we started 2020 with \$333K and now are up to \$366K. Ron stated that our 2020 Budget shows \$18,400.10 over expense **budget**; set when he was president. After much discussion Rick explained to Ron - a budget is a best guess estimate on next year's expenses. So, given we had **ZERO** input to go by - as our previous boards failed to place their projected budgets on our website, for future boards to follow - no issue.

Rick then asked if we (the current board) may now simply work together to better estimate future projected budgets (see **FISCAL** tab on website). We'll do better!

FYI - Upon Rick's direction, Colby MGT is now sending GL accounts monthly to the entire board. He requested the board review it monthly and if anyone notices anything that appears out of the ordinary - PLEASE bring it to our board's IMMEDIATE attention.

Special Note: SVM Assoc. Member **Jack Harper - Previous AZ state rep. - advised ALL in attendance that we do NOT have to pay an outside accounting firm to do an independent, yearly, audit because the AZ state legislature deemed that as an unnecessary burden to be placed upon a tiny non-profit public water business system, like SVM ASSOC. As we may easily complete this task ourselves, with full members participation. Rick, Newilda and Trish shall work together to get it done for our ASSOC.**

- **Motion: To close the vote** made by Trish, Mike seconded all approved. Jim Gnatek and Pat Westwood volunteered to help Mike and Trish count the votes.

- **Motion: To accept the final official vote count** made by Trish, Mike seconded, all approved. Final vote count for the 2021 SVM CCR addendum was 30 Yes and 42 No. **Addendum failed.**
- Rick provided a status report on assessment and water billing delinquencies, currently 17 delinquent annual assessments remain unpaid. Total \$2500 > 90 days all delinquent bills unpaid. Rick and Ted shall begin water shut-off procedures - for any/all water bill delinquencies, only, as required and as per our procedure - noted on our website.
- Rick advised the 2021 SVM board member ballots have been mailed - **THREE open board seats** - Annual Meeting and board vote set for March 20, 2021 at 9am - SunCityWest Foundation - Grand Canyon meeting room.
- Ron was invited to present his suggestion to hire Father and Daughter Reserve Studies to perform a reserve study for Saguaro View - at a cost of, approximately, \$2,000.00 dollars. Ron explained the scope of the study and why he thought it would be a good idea. There was discussion among some of the members in attendance. Ron made a motion to accept the Father and Daughter Contract, Mike seconded, Ron- Yes, Mike, Rick, Newilda, Trish- No. **Motion Failed**

Rick and Trish countered, instead of spending thousands of assoc dollars - on external consulting agents - We must simply work with Ted Chittenden - aka, our water system consulting EXPERT - to create an internal study and establish a common sense water system valuation & establish tentative due dates for water system equipment upgrades. A follow up action item shall be placed on the next meeting agenda and Rick & Trish shall provide an update - **final** pending delivery date is set for August and/or November meeting.

- Discussion on whether to add an item to the By-Laws concerning adding a procedure to increase the dues in the future was decided against. Member newsletter to update on successful 2020 assessment member vote and 2021 failed CCR amendment vote forthcoming
- **Motion: To adjourn the meeting** was made by Mike, seconded by Trish, all approved. Meeting was adjourned at 11:23PM.

Respectfully submitted by Trish Oldham, Secretary of Saguaro View Management ASSOC.

Chair Opening Comments – Historical perspective:

In 2019 the then SVM board incorrectly executed that SVM board member vote – **ONLY TWO (2)** open board seats were noted on the ballot, when there were actually **three (3)** open board seats available, per our governing documents, protocols & precedent and member complaints..

President was Mike Shove & VP was Mark Greenawalt

Jim Smith took our Association to U.S. Court and won that case. The judge's decision was for the board to re-run the board annual 2019 vote, correctly listing **three (3) open board seats**. That was quite hastily done, to meet urgent lawful timelines.

Majority of the board – Mike Shove, Mark Greenawalt, Martin Rankin, Doug Villa – voted **YES** to take this matter to U.S. court and they lost.

Newilda SOSA – it must be documented – strongly dissented to take the matter to U.S. court, as our lawyers had advised our board **not to do so**. Because it was **wrong** to do so – Our members were quite aware there were **THREE** open seats available in 2019. She voted **NO to go to court**.

Again, that board lost the case, our lawyers dumped us, and the whole 2019 annual board vote had to be re-done, again, in total haste.

In mid-2019 the same, **Jim Smith, as President of our board, motioned to raise the annual assessment (board motion failed) and also pushed through a failed CCR amendment update – without complete & full board member approval** – After that failed CCR vote, our majority of members then voted **YES to recall Jim Smith**. Plus, **Jim Smith abruptly resigned from the SVM board**.

Ron Minchella took over as acting president and ran the March 14th, 2020 annual board vote to fill **TWO open board seats**. An emergency/special meeting – via emails due to COVID – had to be conducted to complete that 2020 annual board vote process because final pending votes were not picked up at Colby MGT, as promised by Ron Minchella., prior to the March 14 annual meeting.

Our current board – Led by President Rick Molera – then, under another threat of lawsuit by Jim Smith, was forced to put our annual assessment rate to a member vote – that was successfully executed on July 18th, 2020 special meeting of the members; conducted solely for that **ONE** single purpose – to establish our current basis point for our SVM Assoc. annual assessment.

Our current board then enabled a member-driven team to update our ambiguous and contradictory CCRs to get them up to date & current.

So, now, here we are... FEB 20th, 2021 board meeting - SCW Foundation sched board meet

Meeting minutes which corroborate & confirm the above facts may be found on our website:

<https://saguaroview.org>