

**FALLS CREEK RANCH ASSOCIATION, INC.
BOARD OF DIRECTORS TRANSITION MEETING**

A special transition meeting of the Falls Creek Ranch Association, Inc. Board of Directors occurred on July 22, 2019 at the home of Paulette Church. Current Board Members present were: President, Jim McCarthy; Vice President, Joan Heil; Treasurer, Robin Lucie; Member at Large, Peggy Yotti Lynch; and Member at Large/Special Projects, Susan Morton. Newly elected Board Members present included Paulette Church, Joan Heil, and Les Lynch. Community member present was Eb Redford.

1. CALL TO ORDER/APPROVAL OF MINUTES

President Jim McCarthy called the meeting to order at 7:05 p.m. A motion duly made to approve the corrected minutes of the May 22, 2019, Board of Directors was seconded and unanimously approved.

2. APPROVAL OF AGENDA

The agenda for the July 22, 2019 was unanimously approved.

3. INSTALLATION OF NEW BOARD MEMBERS

President Jim McCarthy explained how the bylaws call for the new Board to elect their own members into specific positions. Jim emphasized how important the work of the Board is to the future of the Ranch. Jim challenged the new Board of Directors not to be just caretakers but to look ahead to the next 10 years so the FCR can be improved and sustainable. Jim thanked his fellow current Board members for serving and stated that he thought we had been a good team during some challenging times. Jim re-emphasized that FCR is a good place to live and that the new Board has important work to do and thanked them for stepping up to volunteer for FCR.

A motion was made and seconded to appoint the BOD for the upcoming fiscal year as follows:

Paulette Church, President (3-year term)

Joan Heil, Vice President (1-year term, fulfilling unexpired term for resigning Board Member)

Les Lynch, Treasurer (2-year term, fulfilling unexpired term for resigning Board Member)

Susan Morton, Secretary (1-year term remaining)

Terry Greiner, Member at Large (2-year term remaining)

All voted yes to approve the slate of officers/BOD.

Paulette Church handed out certificates of appreciation to the departing Board Members: Robin Lucie, Jim McCarthy, Peggy Lynch, and Jen Waddill. All received rounds of applause for their

service. Paulette also asked Peggy Lynch if she will continue to shepherd the Church Camp Agreement and Peggy agreed to do this. At this point, Jim McCarthy left the meeting.

4. CHANGES TO BOD MEETING SCHEDULE/AGENDA

Paulette Church asked if the following changes could be made to the Board's meeting schedule/agenda/and committee reporting:

- Hold BOD meetings on the 2nd Thursday of each month
- Meetings to be held from 5:30 – 7:00 p.m. and can be extended by vote
- Meetings to be held in the home of Paulette Church at 400 Oakcrest Drive
- Committee reports to be due 10 days before the Board meeting
- Committee reports will be sent to the Board as they are received
- The meeting agenda will be posted to the membership 7 days before the Board meeting
- Residents who wish to speak to the Board need to notify the President or Secretary 3 days before the Board meeting. Each speaker will be limited to 5 minutes in the Open Comment portion of the Board meeting unless the time limit is extended by a vote of the Board.
- Complex and/or issues that have many residents requiring input may be moved to a Town Hall or Special Board meeting separate from the regular Board meeting

There was some discussion about the above and the new Board agreed that we would only make time for 5 resident speakers at any Board meeting. If there are many resident speakers on an issue, the Board would try to have a special meeting or town hall within 2 weeks to address.

There was some discussion about the original request to forward Committee reports to the membership prior to the Board meeting and the general consensus of the Board as well as from Eb Redford would be NOT to forward these reports since they are summarized in the agenda and later copied into the minutes for residents to read.

Future Board meetings are planned for 8/8, 9/12, 10/10, 11/14, and potentially 12/12.

Paulette also asked that the standard agenda be changed as follows:

- Call to order and roll call
- Call for changes to the agenda by Board members
- Survey Board members to declare any possible conflicts of interest with agenda items
- Open comments period for resident input
- Approval of minutes of previous meeting
- Presentation and acceptance of financial report
- Questions and clarifications of reports by committee chairs.
- Written or presented report of Ranch Manager liaison
- New business

- Old business
- Next meeting/adjournment

The Board agreed and approved the suggested changes to the schedule/agenda.

Robin asked if Clint Keith would be notified regarding the change of the forwarding of Board member emails. Susan Morton stated she would handle this and notify Clint for this to be effective on 7/31/19.

Paulette also mentioned that Joan Heil had agreed to be Social Chairman to work with the 11 volunteers that signed up for future potluck help. Peggy Lynch has agreed to organize the photographers that have signed up to take Ranch photographs for posting to the website. Susan Morton mentioned that Jackie Zimmat has volunteered to take on website upload duties and that she will be meeting with her the first week of August to go over those responsibilities. Paulette also reported that Sue McCarthy will be helping her with recordkeeping for the grants that are applied for.

There was discussion about the need for new signature authorities with the bank and the group agreed the 3 people needed are: Paulette Church, Terry Greiner, and Susan Morton. It was also stated that Larry Hansen, Jim McCarthy, and Peggy Lynch should be removed from the signature authority. This activity should take place by August 1, 2019. A motion was duly made and seconded and all approved for these changes to the bank signature authorities at the Bank of the San Juans.

There was also some discussion about the safety deposit box and a suggestion made that a Board representative should open the box with Mary Ann Bryant present to determine if these documents need to stay in the box or be archived elsewhere. Paulette agreed to contact Mary Ann to discuss.

5. OLD BUSINESS

Robin reminded everyone that the books are closing on 7/31/19 and she needs all final expense reports by then.

Eb asked about status of his need for a valid credit card for software renewals and Robin stated that she is following up on this issue.

6. NEW BUSINESS

Robin announced that she had received the check for \$5,000 from the International Association of Fire Chiefs for dense pine removal that Paulette had applied for.

7. NEXT MEETING

The next meeting will be held in the home of Paulette Church at 5:30 p.m. on August 8, 2019 at 400 Oakcrest Drive. All members are welcome to attend.

8. ADJOURNMENT

The Board, by motion duly made, seconded and unanimously approved, adjourned the meeting at 7:58 p.m.

This document constitutes a true and correct copy of the minutes of July 22, 2019, Falls Creek Ranch Transition Board of Directors meeting.

Respectfully submitted,

Susan Morton
Acting Secretary
July 24, 2019