Myakka Valley Ranches Improvement Association

Minutes of Board Meeting - February 13, 2012

1. Call to order, by President

2. Identify Board Members Present: Jim Holthaus, Deb Houston, Bill McArthur,

Gary James, Jackie Vizzi, Vivian Zabik, Trudi Lawrenz, Chris Thomas & Richard

Johnson

3. Resignation: Norma Whitler has resigned as a Director

4. Quorum Declared

 5. Welcomed & identify Guests: 17 present.

Minutes of the Board meeting held on January 9, 2012. Resolution: that the minutes

be approved subject to the amendment of the charge rate for Attorneys Chad

McClenathen and David Davies to $325 and the addition to the end of the Minutes

that there was no personnel meeting held after the Board as on the Agenda.

Proposed by: Richard Johnson. Seconded by: Vivian Zabik. Approved 8 for, 1

against.

Recording of meeting A member, Beverly Burger, had given prior notice of her

request to tape record the meeting.

Finance report Resolution: that the report be accepted. Proposed by: Richard Johnson.

Seconded by: Jackie Vizzi. Approved unanimously. It was noted that the balance of

the Operating account is rolled into the Reserve Account at the end of the year.

Residents Questions: (a) No retainer fee is required by the Attorneys working on the

Bradley law suit. We have received invoices but these have not yet been paid. (b)

The status of the unrecorded properties is unchanged. These Lot owners are not

required to be members of the Association, nor is there an enforceable requirement

that grantees or purchasers of these properties join the Association. There is

therefore no reference to the unrecorded properties in the Association documents.

However, these Lot owners may, if they wish, voluntarily make financial contributions

to the Association. (c) The President sets the Agenda for Board meetings. There is

no obligation to provide the agenda in advance of a meeting. But the President will

continue the tradition of posting the agenda and relevant papers except the finance

report on the web site at least 24 hours before the meeting. The President will try to

respond to specific requests to provide a printed version of the Agenda.

Park in Old Ranch Road: Trudi Lawrenz reported on a meeting with Kelly Pluta

(Sarasota County) to ask about the appropriate wording on signs at the park. A later

response confirmed that the Park is owned by the Association but that it is protected

by State and County rules. Damage to the park could result in citation of the

Association. Kelly Pluta suggested we consult with an Attorney over the wording on

the signs. It was agreed to leave a debate on access to the creek until the next Board

meeting. Resolution: that Chris Thomas convene an ad hoc committee to investigate

and report back to the Board. Proposed by: Chris Thomas. Seconded by: Jackie

Vizzi. It was further resolved that: the Committee comprise: Chris Thomas, Linda

Monette, Keith Bradley & Jackie Vizzi. Approved by seven for, two abstained.

REPORTS

1. Finance Committee. The Chairman confirmed the correct wording is "annual

assessments" not "dues". The Chairman suggested three options for dealing with the

potential increase in expenditures next year, including raising annual assessments by

10% and reducing planned costs. The Final proposed budget and, in particular, the

proposed annual assessments should be decided at the next Board meeting for

recommendation to the members at the Annual Meeting. Resolution: that a Budget

Committee be formed to produce a final draft budget and proposed annual

assessment. Proposed by: Jackie Vizzi. Seconded by: Richard Johnson. Approved

unanimously. It was further resolved: that the Budget Committee comprise Jim

Holthaus (convener), Linda Monette and Vivian Zabik. Approved Unanimously

Resolution that the Board adopt the definitions of capital improvements, maintenance

and repair set out by the IRS. Proposed: Chris Thomas. Seconded by: Bill Mc

Arthur. Approved by 7 for and 2 against.

2. Treasurer & Bookkeeper. Rosemarie Monella has resigned from the current post

of Treasurer. The Board recorded its thanks for all the work she has done for the

Association. Resolution: that the Board appoint a Treasurer in compliance with the

Bylaws to oversee financial affairs of the Association and that a bookkeeper be

appointed to undertake the relevant duties of recording financial transactions.

Proposed by: Bill McArthur. Seconded by: Vivian Zabik. Approved unanimously.

The Board noted that in future the annual assessment invoices would be signed by

the Treasurer but collected and collated by the Bookkeeper. Unpaid assessments will

be the responsibility of the Bookkeeper. Resolution: that Nancy Beachy be appointed

as bookkeeper on a temporary basis until a permanent appointment can be made.

Proposed by: Vivian Zabik. Seconded by: Richard Johnson. Approved unanimously.

The Board was advised that Nancy charges $40 per hour. Resolution: to appoint Jim

Holthaus as Treasurer. Proposed by: Vivian Zabik. Seconded by: Jackie Vizzi.

Approved unanimously.

3. Annual Meeting. Resolution: that the Annual Meeting be held on Sunday April 1st at

2.00 pm in the Fire station. Proposed by: Jackie Vizzi. Seconded by: Chris Thomas.

Approved unanimously. The Board agreed to ask, at the Annual Meeting, whether

members would want to bring food to share at subsequent Annual Meetings. The

Secretary will table a list of Directors resigning at the Annual Meeting for the next

Board meeting.

4. Deed Restrictions Committee: Recommendation: that the Board decide to pursue

amending the Articles in 2012-13 and allocate finance accordingly.

Recommendation lost by 1 for and 8 against. The Board was concerned about the

difficulties in reaching the required percentage in favor and the cost of the process.

Resolution: that the Board should take responsibility for handling complaints.

Proposed by: Bill McArthur. Seconded by: Jim Holthaus. Approved unanimously.

Resolution: that the Committee be given clear directions by the Board. Proposed by:

Jackie Vizzi. Seconded by: Trudi Lawrenz. Approved unanimously. Resolution: that

the Committee review the saddle trail maintenance wording in section IV of the Deed

Restrictions so as to clarify responsibility for mowing and systems of notification to lot

owners and to bring back appropriate options for consideration by the Board prior to

seeking legal advice. Proposed by Jim Holthaus. Seconded by: Jackie Vizzi.

Approved unanimously.

5. Roads Committee. The Committee has just completed its Road Condition Survey

and has almost completed drafting the Road Maintenance Plan for 2012 onwards.

Resolution: that the draft Road Maintenance Plan be made available to members on

the web site. Proposed by Deb Houston. Seconded by: Jackie Vizzi. Approved

unanimously. The Committee was asked about the difference between capital

improvements and maintenance.

6. Term Contracts. The Board noted that the three Term Contracts that the Board

arranges on an annual basis are being advertised in Trails n Tales.

7. Saddle Trails No report

8. Construction applications. None received.

9. President's Message in TnT. The Board agreed that the main issue should be the

Annual Meeting, including the need for volunteers to be nominated as Directors, and

the availability of the Road Maintenance Plan on the web site for comment.

Legal Update. (a) The Board noted the successful application to the Court for a motion

to collect the Road Assessment and unpaid Annual Assessments totaling about

$8,000. Further applications for motions to collect Attorney's cost will follow. (b)

John Corcoran reported that the Legal Committee considering the Bradley law suit

have met twice. A Motion to Dismiss has been filed with the Court. Resolution: that

the Committee adopt the terms of reference set out in their report. Proposed by: Deb

Houston. Seconded by: Jackie Vizzi. Approved unanimously. Resolution: that the

Board approve the posting of a version of the Motion to Dismiss drafted by the

Attorney in PDF version on the web site if the law suit is not thrown out. Proposed by

Trudi Lawrenz. Seconded by: Richard Johnson. Resolution: that the Board approve

the undertaking document relating to the Directors named in the Bradley law suit.

Proposed by: Trudi Lawrenz. Seconded by: Richard Johnson. It was further

resolved that the question be put. The resolution was approved by 7 for and 2

against. Resolution: that Dale Ream be appointed to replace Norma Whitler who has

resigned from the Committee. Proposed by Chris Thomas. Seconded by: Deb

Houston. Approved by 8 for and 1 against.

Close meeting Proposed by: Richard Johnson. Seconded by: Jackie Vizzi. Approved

unanimously. Time 22.01