

**MINUTES OF THE MEETING
OF THE GAINNEY RANCH COMMUNITY ASSOCIATION
BOARD OF DIRECTORS
March 9, 2023**

A Board of Directors meeting of the Gainney Ranch Community Association was held Wednesday March 9, 2023, at 9:00 a.m. at the Gainney Ranch Estate Club, Scottsdale, Arizona.

Board members present:

Karen Epstein - President
Eugene Kaulius - Vice President
Andy Orent - Treasurer
Rick Brown - Secretary
Teri Reichardt

Also present by invitation were Jim Funk and David Merrill.

President Karen Epstein called the meeting to order at 9:00 a.m.
Verification of meeting notice was provided by Jim Funk and a quorum was declared.

President Epstein then asked if for any changes or corrections to the Minutes of Meeting March 1, 2023. The Minutes as presented were unanimously amended to reflect that a Security Committee would be reinstated and that formation of a Maintenance Committee would be deferred until deemed necessary.

David Merrill was asked to provide a current financial report. David was reminded that the Board would like handouts as well as included on the zoom presentation to allow members to understand the financial report. David proceeded with the January 2023 report going into detail of the Balance Sheet showing \$493,078 operating cash, \$ 280,000 reserve and \$ 419,463 capital funds available. The loan balance is approximately \$6.1 million of the original loan of \$6.5 million.

Operating revenue was positive with income from Personal Training exceeding budget projections. It was explained that the revenue is offset by a corresponding payroll expense for the personal trainers. Operating expenses were overall on budget with operating gas and electric for the Estate Club over budget. There was a discussion of the growth of social events as well as Estate Club pool heating resulting in the increase in utility costs over budget. There

was a discussion on CPR class member charges and management was directed to investigate the matter and to report back to the Board. Further discussion was had regarding the non-homeowner memberships at the Estate Club. Management is to provide the Board further detail on the number of outside memberships and revenue generated. To the extent that there are "rules" regarding such memberships, they are to be provided to the Board for review.

It was explained that aged receivables increase generally due to a non-residential member falling behind on payment of the assessment which occurs from time to time but typically are brought current.

Jim Funk was asked to provide report on committee assignments. Each committee was discussed in detail. Pursuant to GRCA CCR's and Master Architectural Committee (MAC) rules is required to have a minimum of one Director from the GRCA Board, four homeowners appointed by the GRCA Board, a landscape professional and the Executive Director. Currently the Executive Director stated based upon the number of building structural changes the MAC reviews, an architectural consultant was added to the MAC as a voting member, with the Executive Director attending the meeting as advisory staff. A short discussion of term limits ensued with the importance of consistency and continuity in this committee to ensure homeowners who are required to submit exterior changes for both condominium and single-family homes be provided a review and decision in a timely manner. This committee meets every other week to ensure members are not delayed in their projects. There was discussion about the process for a homeowner to appeal any decision of the MAC through an appeal to the Board. It was unanimously agreed that any Board member sitting on the MAC is precluded from voting on any appeal to the Board.

There was discussion regarding members serving on multiple committees, term limits and how to attract new members to serve on the committees. There was discussion of all committee assignments, and it was agreed that each committee would meet and submit an agreed upon Mission Statement with objectives and goals for review by the GRCA Board.

Committees were approved with changes and recommendations from the GRCA Board. It was agreed that additional committee members can be considered upon request to serve.

Finally, it was unanimously agreed that no one running for the GRCA Board can sit on the Nomination Committee and would be replaced in a timely manner.

Old Business included a discussion on door to door solicitation for political and GRCA campaigns within the Gainey Ranch community. It was suggested this topic remain tabled to the next Board meeting on April 13, 2023 to allow for discussion and direction input from the Council of Presidents following their meeting on April 5, 2023.

New Business was discussed regarding educational classes offered by GRCA.

The meeting was opened to homeowner comments and questions. There were issues raised regarding the transfer fee as well as the relationship with Arbor Care tree service and its owner.

Members also requested email addresses for all GRCA Board members, calendar for year for meeting and committee meetings, water issue importance and an annual list of capital list of long-range objectives published for members. Currently, the scheduled Board meetings do not include any meetings in June, July, August and October – the scheduled meetings are available on the GRCA website. A motion was made to set Board meetings for those four months which, under both GRCA CCRs and Arizona law, can be attended electronically and could be cancelled if deemed unnecessary in those months. The motion failed by a 4-1 vote. Management will look into establishing GRCA emails for Board members for publication.

The GRCA Board went into Executive Session at 11:23 am pursuant to A.R.S. 33-1801 and 33-1248, sec. 1, 2 and 3.

The GRCA Board came out of executive session at 11:50 am.

At 11:52 am the Bboard adjourned the March 9, 2023 meeting.

Submitted by:

Richard I. Brown, Secretary