

# DRAFT

## Minutes of the 1/13/18 Regular Meeting of the Board of Directors of the Mountain Valley Association

Held at Quail Valley Water District, 24750 Sand Canyon Road, Tehachapi, CA

Meeting opened at 9:00 a.m. Quorum met.

1. Board members present: Pat Birley, Randy Hardenbrook, Audrey Johnston, Rita Leonard, Joan Tyer.

### *Discussions and actions taken:*

2. Hardenbrook motioned to combine agenda items 8 & 10 as one, 16 & 17 as one for discussion and action. 2<sup>nd</sup> by Birley. Motion carried 5-0. Tyer motioned to accept agenda with changes, 2<sup>nd</sup> by Leonard. Motion carried 5-0.

3. Non-agenda item: Birley gave a brief overview from the Road Committee. On 1/6/18 Birley, Leonard and Gerring drove the paved roads and determined where the most attention was needed. Leonard marked each spot with paint.

4. Minutes from the regular meeting of 1/1/18 were read aloud by Hardenbrook. Leonard motioned to approve minutes as written, 2<sup>nd</sup> by Birley. Motion carried 5-0. minutes approved.

5. Meeting adjourned to closed session at 9:15 a.m. to discuss and resolve possible litigation by a member. Closed session concluded at 9:30 a.m.

6. Action decided in closed session: President Hardenbrook to meet with member threatening litigation with an offer of resolution.

7. Hardenbrook motioned that item 7 be referred to the Road Committee for discussion and possible action. 2<sup>nd</sup> by Tyer. Motion carried 5-0. Road Committee to research road base for Stable and Paint.

8 & 10. Hardenbrook motioned that items 8 & 10 be referred to the Road Committee for discussion and possible action. 2<sup>nd</sup> by Birley. Motion carried 5-0. Road Committee to research vehicles parked on Cutting Way by an owner. Road Committee to research encroachments to Association roads and the equestrian trails.

9. Hardenbrook motioned that item 9 be referred to the Road Committee for discussion and possible action. 2<sup>nd</sup> by Tyer. Motion carried 5-0. Road Committee to research replacing Fernhill Street sign that was vandalized then removed leaving the street unidentified.

11. Hardenbrook motioned that item 11 be referred to the Road Committee to set a policy regarding the removal of dead trees from Association property. 2<sup>nd</sup> by Birley. Motion carried 5-0. Road Committee to write policy re dead tree removal and present to Board.

12. Printer: As no spending authority has been set, Hardenbrook motioned that discussion to purchase new printer be tabled. 2<sup>nd</sup> by Leonard. Motion carried 5-0. Hardenbrook stated he would purchase inexpensive printer and donate to MVA. Mass mailings will be taken to a copy service place in town (i.e. Witt's, UPS).

13. Single point of contact for communication with legal counsel. It was determined that only one board member should be responsible for soliciting advice and/or directing counsel for action. Leonard motioned that Hardenbrook, as president, be the contact. 2<sup>nd</sup> by Birley. Motion carried 5-0.

14. Current legal representation is on a non-refundable \$1000.00 retainer until July. Hardenbrook motioned to keep Fiore, Racobs & Powers until contract expires. Consult with them on past issues, and hire John Linford again for any new issues. 2<sup>nd</sup> by Leonard. Motion carried 4-1.

15. Audit: there is no record of an audit of Mountain Valley Association ever having been done though required in the Bylaws. Audits are costly. Hardenbrook contacted several CPAs and found one who would perform the audit for approximately \$4000.00. Hardenbrook motioned to hire Bill Walker, CPA to perform such audit. 2<sup>nd</sup> by Leonard. Motion carried 5-0. Hardenbrook will enter into Agreement for audit services on behalf of MVA

16/17. Hardenbrook motioned to table items 16 & 17 in order to find an artist to create logo for MVA. 2<sup>nd</sup> by Johnston. Motion carried 5-0.

18. Hardenbrook motioned that item 18 be referred to the Road Committee for research to determine feasibility of placing picnic tables on at least one of the common areas designated as parks but never developed. 2<sup>nd</sup> by Tyer. Motion carried 5-0.

19. Quickbooks – Quail Valley Water District has donated version 2014 to MVA for use in accounting. Hardenbrook motioned to table further discussion of purchasing upgrades until needed. 2<sup>nd</sup> by Johnston. Motion carried 5-0.

20. Establishing rules of conduct for Board members and officers, meetings. Leonard motioned this be tabled once more in order for concerns to be ascertained by giving board members a little more time to read the documents provided at the 1/1/18 meeting. 2<sup>nd</sup> by Birley. Motion carried. Concerns/ questions to be addressed at 2/10/18 meeting.

21. Updated and new rules need to be adopted by MVA. Member feedback will be requested. Hardenbrook motioned a Rules Committee be formed to update and adopt new rules. 2<sup>nd</sup> by Tyer. Hardenbrook and Tyer volunteered to serve on the committee. Meeting tbd.

22. Discussion for a possible emergency early warning system for Tract 3312 via telephone tree. Strictly voluntary. Possibly create a directory but that would have to be updated and kept current. No action taken.

23. Refund of fee for copies and postage for individual notice. Member making the complaint did not pay fee. Leonard motioned that the fee be waived. 2<sup>nd</sup> by Birley. Motion carried 4-1. Fee waived.

24. No requests for new agenda items from Board members.

Adjournment: Having no further business, Johnston motioned to adjourn. Meeting adjourned at 11:20 am.

Approved as written: Y      N

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Joan Tyer, Secretary  
Board of Directors, Mountain Valley Association