

Approved April 23, 2019

REGULAR MEETING SKP SAGUARO CO-OP BOARD OF DIRECTORS

March 26, 2019

Call to Order: President Kay Fischer called the meeting to order at 9:00 a.m.

Directors Present: President Kay Fischer, Faye Bragg, Dave Jones, Ingrid Kluegel, John Morton, Chet Parks, Tom Sanor, De Wilson and Diane Zaugg.

Visitors Signed In: Cosmo Baraona, Ellen Baraona, Jason Benton, Jo Bloedel, Budd Bragg, Joanne Campbell, Lynn Cross, Larry Davis, Carol Dayton, Emerson Dayton, Melissa Donikowski, Linda Eggleston, Rick Eggleston Mike Frost, Tom Goode, David Grahn, Donald Hankins, Diane Jones, Spencer Kluegel, Roland Lajoie, Suzanne Lajoie, Carole Melander, Douglas Miller, Pat Moore, Jane Pauli, Ekki Petring, Susan Phelps, Pam Sanor, Dorothy Sholeen, John Sholeen, Ginny Stein, Kenneth Toth, Rick Traver, Dan Urso, Pat Urso, Gene Wakefield, and Maria Wakefield.

President's Comments: Kay Fischer welcomed all in attendance. Kay then read the "Board's Statement of Authority. **That statement is attached and is part of these minutes.**

Approval of Minutes: Dave Jones **moved** to accept the minutes of the March 12, 2019, regular BOD meeting as written. De Wilson **seconded**. The **motion passed** unanimously.

Treasurer's Report: Dave Jones reported that the Co-op finished 2018 with an average electric cost per KWH for the entire year at 11.2901 cents per KWH. Since October the cost per KWH has fluctuated from 11.25 to 12.25 cents per KWH. Thus far this year the average has been 11.86 cents per KWH. The Co-op is currently charging 12 cents per KWH which is where it should be. As of February 28, 2019, the Co-op had \$228,541.69 in the Operations Account and \$9,767.69 in the General Assessment Fund.

Managers' Reports:

- **Facilities:** Manager Leonard Handford reviewed the bids for four (4) projects. The bid from Mountain View to replace the faulty thermostats along with a service agreement was stated as \$4,850.90. There is a need to take another look at this service agreement. Leonard stated that 90% of the service is accomplished by the Facilities Department. There was discussion concerning this bid. One questioner asked about the length of the warranty on the new system. Leonard will do more research. The second bid concerned the resurfacing and resealing of the streets project. The bid came in at \$36,290 with plus or minus about \$2,700.00 for sealing the parking area in front of the Office building. There is still clarification needed on the amount of the bid and what it covers. Leonard will continue the research on this bid and try to find other companies with other bids. Ideally there should be at least three bids for each project. The third bid concerned replacing the roof of the Office building. More bids are needed. Leonard stated that he would pursue more bids for

these first three projects. The fourth bid covered the costs of purchasing and installing of new equipment in the Laundry Room. Leonard was given authority to try to sell the old washing machines. Mike Frost, new leaseholder on Lot 189, volunteered to help Leonard with the bidding processes.

- **Office:** Manager Tisha Luzadder announced that the General Assessments were emailed on March 15, 2019. Anyone who did not receive one can obtain one at the Office. Past-due notices for the first half of the M&Os will be emailed on March 30.
- The Office now has a computer for folks to submit notices for airing on Channel 5 and for non-SKPs to apply for membership in the SKP organization. Tisha thanked the anonymous donor of the computer. There are three (3) lots in transfer and there are 304 on the Hot List.

Unfinished Business:

1. Approval of the Remainder of Committee Rosters:

- Bylaws, Grievance, Long Range Planning, Rules, and Security and Safety: Faye Bragg first thanked Ingrid Kluegel, last season's Board Secretary, for completing the task of typing up all the committee guideline changes and rosters from all the various committees. This is a monumental task and Ingrid's help was much appreciated. Faye **moved** that the committee guidelines, including any changes approved at the March 12, 2019, Board meeting, and rosters of the following committees be approved as presented: Bylaws, Grievance (Dispute Resolution), Long Range Planning, Rules, and Security & Safety. Ingrid Kluegel **seconded**. **The motion passed** unanimously.
- Election Committee: Chet Parks **moved**, and Faye Bragg **seconded** to approve Nancy Payton as Chair of this committee and that her term be extended to 2020. The **motion was** approved unanimously. Chet then **moved** that the individuals listed as members and as alternates on the Election Committee roster dated 3/25/2019 be approved as submitted. Ingrid Kluegel **seconded**. **Motion passed** unanimously.
- **Channel 5 Computer Update:** Diane Zaugg announced that Channel 5 no longer has paper forms in the Office to request information be added to Channel 5. There is now a computer in the Office to submit information. Anyone wanting the form link sent to them can contact Will Tompkins. The link is easy to use and helps the Office employees and volunteers.
- **H-Vac Controller Update:** John Morton stated that the H-Vac Controller issue is still under review.
- **Marketing Committee Request to Adopt the Cleanup of a Portion of Highway 80:** Tom Sanor reported that the committee has received verbal permission. from the Arizona Department of Transportation for a permit for the Co-op to adopt the cleanup of Highway 80 from mile marker 295 to 296. Tom Sanor **moved** to approve the Marketing Committee making an application to adopt the cleanup of Highway 80 from mile marker 295 to 296. John Morton **seconded**. **Motion passed** unanimously.

New business:

- **Modifications of Personnel Guidelines:** Dave Jones reported that in 2006 the Board adopted a document entitled “Personnel Guidelines.” At that time there was mention of possibly supplying partial funding for a Health Savings Account (HSA) for employees who qualify to have an HSA as a part of their own health insurance. The last mention of this item was in the Board meeting minutes of March 14, 2006. At that time the minutes state that the issue would be followed through with the eligible employees. An employee recently brought this issue to the Board. The language that Dave mentioned in his motion is the same suggested language from back in 2006. Dave then **moved** that the Personnel Policies be modified by adding a new section entitled “Health Savings Accounts” as follows: Full-time employees (30 hours or more per week) are eligible for a Health Savings Account (HSA) if their normal health insurance qualifies for an HSA account. After some discussion, Dave **moved** to begin the modification immediately with renewal each January for any employee having an HSA. Diane Zaugg **seconded**, and the **motion passed** unanimously.
- **Request from Long Range Planning Committee:** The Long Range Planning Committee has formed three study groups. The first deals with internet streaming as an alternative to cable TV and is led by Kenneth Toth. The second studies cable and Wi-Fi delivery systems and is led by Will Tompkins. The third group is looking at water conservation and wastewater recycling and is being led by Bill Hewes. The study groups are requesting participation from interested leaseholders and are asking the Board to add this request to the Board agenda for discussion and for all Board committee liaisons to address this need at their next committee meeting. At the Chat last Friday, Ingrid informed Will Tompkins that the Board had approved the formation of the study groups and that there was no need to get approval from the Board to request participation from interested leaseholders, and the Long Range Planning Committee was free to contact other committees.
- **Bylaw Changes:** Kay Fischer reported that the Board as well as any of you will be reviewing the Bylaws to determine any changes that need to be made. These changes will be discussed and ready to send to the Bylaws Committee in October.

Liaison Reports:

- The following committees had **no report:** Audit, Budget, Landscape, Rules, Channel 5, Channel 43, Election, Security & Safety, Welcome and Workshop.
- **Architectural Committee:** Tom Sanor reported that the Architectural Committee would like to make a change in its roster. Tom Sanor **moved** the committee, having one open position, approve John Gill to fill that position. Diane Zaugg **seconded**, and the **motion passed** unanimously.
- **Founders Park:** Tom reported that Founders Park committee met March 21. Guests Pat Urso and Dorothy Sholeen discussed next year’s Spring Fling. They would like to have part of celebration held in Founders Park with help of committee. A work day followed the meeting.
- **Marketing Committee:** Tom Sanor stated that he thought it was wonderful that the Marketing Committee wanted to adopt one mile of Route 80.

- **Technology Committee:** John Morton reported that the H-Vac controller issue has already been talked about. Cables are currently being run for the new Office computers by members of the committee.
- **Propane Committee:** The committee continues to pump propane on Mondays. No end date has yet been announced.
- **Office:** Dave Jones reported that during the discussion regarding bids for the Office computers, he said that they were not including a server because the Office would be using a cloud server. Dave still believes that using a cloud server would be the best option. However, Dave recently found out that a cloud server could cost as much as \$12,000 per year. He will continue researching this option hoping to find a much cheaper version. It seems that the Co-op may have to buy a server to put in the Office at an estimated cost of \$3,500 to \$4,000.
- **Facilities Committee:** Kay Fischer reported that the committee is in the process of cleaning up the Storage Area of the pallets, timbers and other items. These have been moved behind the trailer so that they are not so visible. The committee will put usable wood in the wood pile and the old light fixtures to recycling. Some committee members are working on the front of the Office parking area. The committee members are keeping busy on a daily basis.
- **Cactus Wrens:** Kay Fischer reported that the committee had its last meeting. There is nothing new to report since then.
- **Bylaws Committee:** Ingrid Kluegel reported that Susan Phelps, secretary of the Elections committee, was seeking clarification of Article V, Section 2, subsection A.3. It was determined that the committee could not provide that clarification and recommended that Ingrid bring this matter to the attention of the Board of Directors. Susan also brought to the attention of the Bylaws Committee that Article V, Section 6.F is ambiguous in the terminology at the end of the paragraph that states "... eligible votes cast" and the Bylaws Committee is also referring this issue to the Board. Discussion followed. A written response was suggested. The committee's next meeting is scheduled for March 28, 2019.
- **Long Range Planning Committee:** Ingrid reported that the committee had questions concerning their revised guidelines that failed a vote at the Board's last meeting. Will Tompkins, site #263, requested to address the Board. It was explained to him that the revised guidelines failed a vote because all the changes concerned procedural changes. The solution is to prepare a procedural handout to which Will Tompkins agreed.
- **Parking Committee:** Chet Parks lauded the committee for doing an exceptional job.
- **Helping Hands Committee:** De Wilson reported that committee members have been doing weekly blood pressure checks. They did fourteen (14) in February and nine (9) to date in March. Three (3) items from the closet were lent out and one donation accepted. Six (6) Vial of Life kits were distributed. De also put out a reminder for the AED class on March 27, 2019.

City Council: Faye Bragg reported that the City Council voted at its meeting last evening to become a member of Southeast Arizona Economic Development Group (SAEDG) at the Platinum level of \$10,000; to become a member of the Chamber of Commerce at a fee of \$1,015; and passed Resolution 7-2019 which effectively raises the golf course fees, setting new minimums and maximums. Financially the City of Benson is slightly ahead in the positive of last year's figures.

Incidents: Faye Bragg reported that one incident involved a drone flying over the Co-op and urged residents to report such incidents to the Office. Kay Fischer added that the drone was from Fort Huachuca and was on a routine training flight. A suggestion in the suggestion box read: “It would be nice if leaseholders were encouraged to tell if they were going to give up their lot early so that Wish List folks had time to arrange finances to change lots.” The Comment Sheets were mostly very positive, especially praising the Co-op’s residents’ friendliness, the entertainment and cleanliness of the Co-op. “I don’t think I have ever been to a park that was more welcoming and friendly. This place truly is magical! Thank you so much for making us feel welcome.”

Adjournment: This meeting was adjourned at 10:12 a.m.

Respectfully submitted,

André Bernard
Recording Secretary

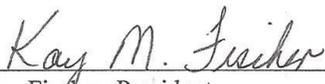
Faye Bragg
Board Secretary

Attachment: Board Statement of Authority

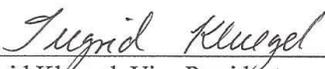
Board Statement March 22, 2019 and March 26, 2019

We have been elected by you, the Co-op, to serve as your Board of Directors. The Bylaws of this Co-op state: "The Board of Directors will manage the business and affairs of the SKP Saguaro Co-op of Arizona, Inc. and may act only as a Board with each director having only one vote...." The Bylaws further state, "The Board of Directors will determine and make the policy for the operation of the Co-op." This means that only the Board, not individuals or parties, has the authority to represent the Co-op. The Board will no longer tolerate being usurped by parties who bypass our authority to represent the Co-op. There have been such actions over the past few weeks and months, mostly in an effort to change Board actions. Any attempt to bypass the Board causes chaos and division within our co-op and goes against the whole philosophy of a co-operative. Such attempts could be considered "detrimental to the reputation of the co-op" or a "disruptive influence" and could result in serious consequences as stated in our Bylaws.

In the last few weeks, the Board has been subjected to both support and criticism. We, the Board, will be staying after Chat to speak individually with any of you who want to stay. Right now, we, as your Board, want to know whether or not we have your trust and support.



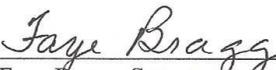
Kay Fischer, President



Ingrid Kluegel, Vice President



Dave Jones, Treasurer



Faye Bragg, Secretary



John Morton



Chet Parks



Tom Sanor



De Wilson



Diane Zaugg