

**PGA WEST Master Association
BOARD OF DIRECTORS MEETING
September 10, 2013
MINUTES**

A meeting of the Board of Directors of the PGA WEST Master Association was held on Tuesday, September 10, 2013, at 1:00 p.m. at The Ryder Cup room at the Private Clubhouse. A quorum of members was present and business was conducted as contained herein.

MEMBERS PRESENT:

Richard Hayes	President
Linn Wiley	Secretary/Treasurer
Jim Cox	Director joined telephonically at 2:30 p.m.
Mary Caldwell	Director
Mickey Evans	Director
Dick Moore	Director

MEMBERS ABSENT: Russell Roehrkasse

ALSO PRESENT: Rosie Galla, Jodi Fischer, Robert Pantanella and John Handel representing The Management Trust and Lee Weigel representing Guardsmark.

CALL TO ORDER:

The meeting was called to order by the President Richard Hayes at 1:00 p.m.

OPEN FORUM:

Homeowners spoke on various topics: exercising rights to copies of books and records; approximately ½ mile of Merion is being replaced as a result of a CVWD sewer failure; and the change in the landscape at the gates.

Barbara Larsh, representing KSL and Mark Ladeda, representing Monterra, presented the Board an overview of the proposed 40 unit project, which would be an SBA of the Fairways. Currently there is no way to annex the project into the Master Association other than through the possibility of an easement agreement. The developer is awaiting legal response to the easement issue in order to be able move forward.

Wayne Rembold and Steven Ford, representing The Signature, provided the Board with an update on the Development Agreement; most of the issues have been resolved; the finalized Agreement should be available within the next two weeks, with the first Public Hearing scheduled for September 18, 2013.

GATE AND PATROL SERVICES REPORT:

Mr. Pantanella submitted the incident reports for the months of June, July and August 2013 which were reviewed and discussed by the Board.

Mr. Evans complimented Mr. Pantanella and his staff for an outstanding job in dealing with the feral dogs.

Mr. Pantanella noted the Legends Gate is doing an outstanding job of greeting members and guests; an independent audit of the gates will be conducted over the next several weeks to insure all gates are doing the same.

Community Services Advisory Committee Charter

The Board of Directors reviewed the proposed Community Services Advisory Committee Charter. Mr. Hayes noted rather than a Board member being the chair, the Board member should serve as the liaison. Mr. Moore suggested the three HOA managers also be included. The following changes were recommended: a Board member be the liaison; a homeowner be the chairperson; the Board of Directors be in charge of disbanding the Committee and the three (3) homeowner association managers be invited to attend the meetings.

Ms. Caldwell moved, seconded by Mr. Wiley to approve the Community Services Advisory Committee Charter with the recommended changes: a Board member liaison, a homeowner chairperson, the Board of Directors having the authority to disband the committee and the three (3) homeowner association managers be invited to attend the meetings; motion carried unanimously.

Charter Appointments

Mr. Hayes suggested the committee start out with three (3) members to be appointed to the Community Services Advisory Committee: Bob Brown, Fairways; Bob Wilson, Res I and Al Adams, Res II and Ms. Caldwell to serve as the Board liaison.

Mr. Wiley moved, seconded by Ms. Caldwell to approve the appointment of Ms. Caldwell as the Board Liaison; motion carried unanimously.

Mr. Wiley moved, seconded by Mr. Evans to approve the committee members, Bob Brown, Bob Wilson and Al Adams; motion carried unanimously.

Guest Pin Policy

Mr. Pantanella noted the program is working well and is much more efficient.

RV Agreement

The Board of Directors reviewed the RV Agreement. A lengthy discussion ensued.

Mr. Wiley moved, seconded by Ms. Caldwell to approve the RV Agreement as presented; motion passed, Mr. Moore abstained.

APPROVAL OF MINUTES:

The Board reviewed the minutes of the June 4, 2013 Board meeting. It was noted the abstentions should be called out.

Ms. Caldwell moved, seconded by Mr. Moore to approve the minutes as corrected; motion passed unanimously.

The Board reviewed the minutes of the July 9, 2013 Board meeting. The same notation was made, abstentions are to be called out.

Ms. Caldwell moved, seconded by Mr. Evans to approve the minutes as corrected; motion carried unanimously.

The Board met in Executive Session on June 4, 2013 for the discussion of legal matters and delinquencies.

FINANCIAL REPORT:

The Board of Directors reviewed the financial statements for May 31st, June 30th and July 31, 2013. Mr. Wiley presented the financial report for the month of July 2013. Retained earnings of \$232,469 represent 12% of the total budgeted expenses for 2013. Year to date, the association has a favorable variance of \$84,261.

Ms. Caldwell moved, seconded by Mr. Moore to accept the financial statements as presented; motion carried unanimously.

MANAGEMENT REPORT:

The Board reviewed the action list prepared by management.

COMMITTEE REPORTS:

COMPLIANCE COMMITTEE

Ms. Caldwell gave a brief update; there were few violations so the committee was dark in August. She noted the Committee would take up the Community Rules and Regulations at the September meeting.

Appeals

80832 Bellerive:

Mr. Cox noted the violation occurred in February for a failure to stop at a marked intersection with a \$50 fine, noting the fine should be waived. After discussion

Mr. Moore moved, seconded by Mr. Evans to waive the fine; motion carried with Mr. Cox & Ms. Caldwell recusing themselves.

57953 Interlachen

Mr. Cox noted the violation occurred in February for parking with a \$50 fine, noting the fine should be waived. After discussion

Mr. Moore moved, seconded by Mr. Evans to waive the fine; motion carried with Mr. Cox & Ms. Caldwell recusing themselves.

LANDSCAPE:

Ms. Deborah Brill provided the report: the committee is meeting monthly, minutes will be available for the next Board meeting. The median flowerbeds on PGA Boulevard are being reduced for uniformity; flowerbeds on the east and west side of

the Boulevard have been removed and replaced with turf. The next renovation phase will be the Tournament roundabout and remaining gatehouses.

Mr. Zepeda provided a brief overview of the current work. "Scalping" has started on the outside perimeters, noting the tree trimming needs to be completed by the end of September before over-seeding takes place.

Tree Trimming Proposals

The Board reviewed two tree trimming proposals, from Reliable Tree Trimming in the amount of \$14,220 and Hort Tech in the amount \$26,860. The Landscape Committee requested another bid be obtained. That said,

Mr. Moore moved, seconded by Mr. Wiley to approve tree trimming for an amount not to exceed \$15,000, with the Landscape Committee making the final decision as to the vendor; motion carried unanimously.

Signature Landscape Plan

Mr. Hayes noted the plan had been approved and finalized.

FACILITIES

Charter

The Board of Directors reviewed the proposed Facilities Committee Charter. Mr. Hayes noted rather than a Board member being the chair, the Board member should serve as the liaison. The following changes were recommended: members should be not less than three (3) or more than five (5); a Board member be the liaison; a homeowner should be the chair; the Board of Directors be in charge of disbanding the Committee.

Ms. Caldwell moved, seconded by Mr. Wiley to approve the Facilities Committee Charter with the recommended changes: members should be not less than three (3) or more than five (5), a Board member liaison; a homeowner as chairperson; the Board of Directors having the authority to disband the committee; motion carried unanimously.

Appointments

Mr. Hayes recommended Mr. Moore to be the Board liaison. Member suggestions were: Walt Lloyd, Fairways, Andy Olsen, Res I and Carol Gile, Res II.

Mr. Wiley moved, seconded by Ms. Caldwell to approve the appointment of Mr. Moore as Board Liaison; motion carried unanimously.

Ms. Caldwell moved, seconded by Mr. Moore to approve the member appointments as recommended; motion carried unanimously.

Street Signage

Member Walt Lloyd and Dan Christopher representing Outdoor Designs presented an overview of the signage proposal for the Association in the amount of \$39,607 less various discounts; an additional \$5,775 will be required for installation of 77 posts. The signs will be the same as in Res II and Fairways. After a lengthy discussion *Ms. Caldwell moved, seconded by Mr. Evans to approve and amount not to exceed \$40,000 with Thanksgiving as the completion date; motion carried unanimously.*

Palmer Guardhouse Roofing Proposal

The Board reviewed the roofing proposal presented by Williams Roofing in the amount of \$14,175 for a built up roof and \$18,000 for a foam roof. After discussion Management was requested to obtain two additional proposals.

LEGAL AFFAIRS

Mr. Hayes reported the Signature Development Agreement is being worked on. Mr. Evans noted no minutes are available, Ms. Fischer noted no action had been taken, thus no minutes are required. Mr. Hayes agreed minutes should be taken.

INSURANCE

No report

GOVERNING DOCUMENTS

Revised Charter

Mr. Hayes suggested the following changes for the Charter: composition to be three (3) Board members and four (4) homeowners; meet monthly and item 4 should be “committee will use its best efforts to provide. . . “ .

Mr. Wiley moved, seconded by Ms. Caldwell to approve the Charter with the revisions as noted; motion carried unanimously.

Appointments

The three associations had been to suggest member names to serve on the committee. Res I submitted Wayne LeBlang and Dick Moore; Res II submitted Howard Culver and Fairways submitted Duke Parks. Mr. Hayes recommended that Mr. LeBlang, Mr. Culver, Mr. Parks and Mr. Weiss be appointed to the committee as the four owner representatives called for in the Charter. A lengthy discussion followed;

Mr. Wiley moved, seconded by Ms. Caldwell to approve the recommendation of Mr. LeBlang, Mr. Culver, Mr. Parks and Mr. Weiss; motion carried; Mr. Evans and Mr. Moore opposed.

Mr. Hayes recommended Mr. Evans be appointed as the third Board representative to fill the one Board vacancy (Mr. Wiley and Mr. Hayes already being members of the committee).

Mr. Moore moved, seconded by Mr. Evans to approve the nomination subject to a mutual agreement by Mr. Hayes and Mr. Evans; motion carried unanimously.

COMMUNICATION

Ms. Caldwell provided a brief update. Management was requested to check into Constant Contact as way to update the membership of Master matters.

UNFINISHED BUSINESS:

CVWD Easement

The easement for CVWD has still not been approved by PGA WEST Fairways or The Residence Club due to a lack of diligent response from Verizon relative to the Residence Club.

NEW BUSINESS:

Gift Certificate – Mr. Hastings

It has been customary to give a gift certificate to past Board members in appreciation for their service, Mr. Steve Hastings recently retired from the Board, after many years of service.

Mr. Wiley moved, seconded by Ms. Caldwell to approve a \$250 gift certificate for Mr. Hastings; motion carried, Mr. Evans and Mr. Moore opposed.

Signature Agreement

Mr. Hayes noted the Development Agreement is being finalized by legal counsel.

Three Year Proxy

Ms. Fischer noted in order to achieve a quorum for membership meetings a proxy is necessary. It is once again time to send out the proxy in order to hold next year's membership meeting.

Ms. Caldwell moved, seconded by Mr. Evans to approve mailing the three year proxy; motion carried unanimously.

Annual Policy Statement

Ms. Fischer noted new Civil Code requirements necessitate including an annual policy statement to the membership such as the sample provided.

Mr. Wiley moved, seconded by Ms. Caldwell to approve the annual membership policy statement with the elimination of the architectural information; motion carried unanimously.

Draft Reserve Study

The Board reviewed the draft 2014 reserve financial update study, reflecting an increase in the annual funding to \$488,268.

Mr. Moore moved, seconded by Mr. Wiley to approve the draft reserve study as presented; motion carried unanimously.

Draft 2014 Budget

This item was tabled.

Mr. Pantanella and Ms. Fischer requested authorization to obtain bids for the Security contract as the current vendor, Guardsmark, has been unable provide accurate figures for the coming year.

Mr. Moore moved, seconded by Mr. Evans authorizing the Gates and Patrol Committee to go out to bid; motion carried unanimously.

IPads/Board Packs

This item was tabled.

Weiskopf Restroom

The Board reviewed a proposal presented by Monarch Maintenance for a new sink and vanity at the Weiskopf gate. After discussion

Mr. Moore moved, seconded by Mr. Wiley to approve an amount of \$2,500 in order to install a separation wall in addition to the vanity and sink; motion carried unanimously.

CORRESPONDENCE:

The Board reviewed the correspondence.

NEXT MEETING DATE:

The next scheduled Board meeting will be held October 8, 2013, at The Private Club at PGA WEST at 1:00 p.m.

ADJOURNMENT:

With no further business to be brought before the Board at this time, the Board adjourned to Executive Session to discuss, delinquencies and a legal issue. The Board returned from Executive Session at 5:40 p.m. and adjourned.

Respectfully submitted,

Linn Wiley, Secretary/Treasurer

As prepared by The Management Trust

Date