



Board of Directors Meeting – January 26, 2023
Via Webex Platform - GENERAL SESSION MINUTES

BOARD MEMBERS PRESENT: Gayle Lopez, President, Matt Wood, Vice President; David Light, Treasurer; Dan Sturmon, Secretary; Joe Affinati, Director; Ted Dann, Director and Robert Feltes, Director

GUESTS: Hanna Delosantos from AAA Landscape

FIRST SERVICE RESIDENTIAL: Barbara Daoust, General Manager and Priscilla Harris, Assistant Community Manager

- I. **CALL TO ORDER** - The meeting was called to order by Gayle Lopez at 5:30 p.m.
- II. **BOARD PRESIDENT ANNOUNCEMENTS AND REMARKS**
Gayle Lopez mentioned a full agenda for this evening and requested members to turn on their video and provide name and address prior to speaking. She reviewed the meeting protocol and code of conduct. Discussion on topics with motions on the floor will alternate between opposing to supporting views. Participants were reminded to be respectful to one another and inappropriate language will not be tolerated.
- III. **ROLL CALL AND ADOPT AGENDA**
The following two topics were added to the agenda under New Business, L. Money Market Accounts and M. Office Photos. Item C. Architectural & Landscaping Review Committee Guidelines under New Business was removed from the agenda.
A motion was made by Matt Wood and seconded by Ted Dann to approve the agenda as amended. Motion was approved unanimously.
- IV. **REVIEW AND APPROVAL OF MINUTES OF PREVIOUS BOARD MEETINGS**
A motion was made by Dan Sturmon and seconded by Matt Wood to approve the December 8, 2022, as presented. Motion was approved unanimously.
- V. **CONSENT AGENDA ITEMS**
 - A. Ratify the Approval of Executive Session Minutes: December 7, 2022
 - B. Ratify the Approval of the Compliance Committee Results/Fines for December 2022/January 2023 – Results were presented at the Executive Session.
 - C. Ratify the Approval of Fee Waivers for December 2022/January 2023- Recommendations were presented at the Executive Session.*A motion was made by Matt Wood, seconded by David Light to approve the consent agenda items A-C. The motion unanimously passed.*
- VI. **HOMEOWNER FORUM**
No comments made.
- VII. **REPORTS**
 - A. **Management Report** – Management reported on the following topics:
 - **RVB Street Lights** - Mountain Power Electrical Contractors was selected to install 10 new light fixtures along RVB (starting at Safeway). They have received the five out of the 10 fixtures for the project. The five additional fixtures are expected by end of month. Once they received all the supplies, they will provide an install date.

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Chris Monrad, the association's Lighting Engineer has been working with the City of Philadelphia on a lighting conversion project and they have generously donated two new "Comfort View" fixtures to VCA. Mr. Monrad is coordinating the transportation of the fixtures to Mountain Power Electrical Contractors for installation.

- **Sunset Ridge Park** - The resurfacing of the basketball court was completed in December by General Acrylics. The asphalt replacement project for the parking lots at Sunset Ridge Park had to be rescheduled for January 25 thru January 27, 2023, due to the weather. Notice has been emailed to members and posted on website. Third Degree Recreation has completed the installation of the belted swing set that replaced the glider.
 - **Park Furniture Replacement** - Park furniture installation for Big Wash, Sunset Ridge, Wildlife Ridge Parks and Lost Coyote & Woodshade Trails started in December and due to the weather conditions, the last pieces had to be rescheduled and should be completed within the next few weeks.
 - **Shade Sails** - Some of shade sails for Hohokam and Sunset Ridge had to be sent back to the manufacturer because the angle was wrong. Shade sails for Big Wash are scheduled per the reserve study this year. We are in the process of getting proposals for their replacement.
 - **Wildlife Fencing Project** - Update from the Town of Oro Valley: The subcontractor, Seller and Sons has provided the final schedule for the Wildlife Fencing project and anticipates the completion of this project is March 2023.
 - **VCA New Office** - The new VCA office opened its doors to members on Tuesday, February 17, 2023. We are located at 1171 E Rancho Vistoso Blvd., Suite 103, Oro Valley, AZ 85755. An open house is planned for Tuesday, February 28 from 4:00pm – 6:00pm. Additional information will be sent out closer to the event.
 - **Capital Projects** - The replacement of the irrigation system for common areas along Innovation Drive and Desert Fairways Dr. is scheduled for this year. Bids are currently being solicited for this project.
 - **Erosion Projects** – Currently VCA is working on the following erosion projects:
 - John Wise from WLB has completed the design plans to address the erosion at N Big View drainage area. Copies have been submitted to the Town of Oro Valley. Once VCA receives approval, bids will be solicited for the project.
 - 27 Mile – Management has received one proposal from Rockridge Construction on this project and is expecting a second bid from Total Maintenance Erosion Control. Once we are in receipt of the third bid, this topic will be placed on the agenda for board discussion and consideration.
 - Bridal Veil – Tracy Bogardus from Bogardus Engineering has submitted plans for the second phase of this project. Since this project is complicated and it impacts a new proposed development, management is suggesting that a separate meeting be organized to discuss the details with Mr. Bogardus in February.
 - **Announcement of Candidates** - At the January 26, 2023, the Nomination & Election Committee will be announcing the candidates for the 2023 Board of Directors Election. There are presently five candidates for the open three seats in the Single-Family voting category. In the Other than Single Family and Commercial voting categories there is one candidate each. The Committee will be hosting a Candidate Meet & Greet on February 21, 2023.
 - **Yard Sale Dates** - The proposed yard sale dates for 2023 are April 15 and October 14. This topic is on the agenda for board discussion and approval.
- B. Financial Report of the Association – Board Treasurer David Light provided a written report on the December 2022 Financial Statements. He pointed out the following items:
- Once the final adjustments are made by FirstService Residential accounting staff, the Finance Committee will review and accept the December 2022 report. The Board of Directors will review the December 2022 report at next month's meeting.
 - He pointed out that the percent funding dropped from 72.8% to 59% in the final 2023 reserve study report. This represents a medium risk of a special assessment and a fair level of fund strength.
 - It pointed out that the VCA operating balance was down \$58,000 from last month but indicated that there were more than enough funds to cover unanticipated expenses or delays in revenues.
 - Siena's financial condition is in good shape.
 - The board reviewed the Project Tracking Tool.

A motion was made by Matt Wood and seconded by Ted Dann to accept the November 2022 financial report. Motion was approved unanimously.

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- C. **Landscape Report** – Hanna Delosantos from AAA Landscape provided a written report which was included in the board packet and posted on the website.
- D. **Project Administration & Proposals** - Anthony Martin, Project Coordinator provided a project update written report to the board and copy was posted on the website. A request was made to include the Reserve Study component numbers on all projects included in the report.

VIII. COMMITTEE REPORTS

Committee Chairs provided written reports prior to the meeting and copies are distributed to the board and members for review.

- A. **Architectural and Landscape Review Committee** – No questions
- B. **Communication Committee** – Request was made to post the updated 2023 Reserve Study on the website.
- C. **Compliance Committee** – No report available
- D. **Finance Committee** – No questions
- E. **Nominating Committee** – No questions
- F. **Governing Documents Committee** - No questions
- G. **Parks & Landscape Committee** – No questions

IX. OLD BUSINESS

A. Governing Documents Revised Charter

Matt Wood commented that the language to allow the committee to spend up to \$10,000 was removed since that was a big concern expressed by some members of the board at the December meeting.

A motion was made by David Light and seconded by Dan Sturmon to approve the revised Governing Documents Charter. Motion was unanimously approved.

X. NEW BUSINESS

A. Announcement of Board Applicants

Dan Sturmon announced the board candidates for 2023.

Single Family – 3 Open Seats, 2 Year Terms

Gayle Lopez

Cameron Messick

Lizabeth Soto

Sonia Suri

Matthew Wood

Other Than Single Family – 1 Open Seat, 1 Year Term

Theodore Dann

Commercial – 1 Open Seat, 1 Year Term

Robert Feltes

B. Tree Removal Proposal

Since this involves a common area tree root that has lifted a homeowner's sidewalk, a request was made to leave the General Manager to deal with this issue since it is a safety issue and falls in her spending limit.

A motion was made by Matt Wood and seconded by David Light to authorize the General Manager to handle the situation. Motion was approved unanimously.

D. Nomination & Election Committee Revised Charter

The board reviewed the revised Nomination & Election Committee Charter.

A motion was made by Matt Wood and seconded by David Light to approve the Nomination & Election Committee revised charter as written. Motion passed unanimously.

E. Map Project

The board reviewed and discussed the proposal from Paul Oland from Paradigm Land Design to finish updating the VCA maps. The project will take about five hours to complete.

A motion was made by Matt Wood and seconded by Dan Sturmon to approve the Paradigm Land Design contract addendum to update the VCA maps. Motion was unanimously approved by the board.

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F. Code of Conduct

A motion was made by Gayle Lopez and seconded by Dan Sturmon to approve the revised Code of Conduct.

In discussion the following language was suggested to be changed/added, bullet point 2, to delete the words "is not permitted" and add "as determined by a reasonable person to find as offensive." Both Gayle and Dan were agreeable to the change. An additional edit was offered and to word the sentence as "Not use inappropriate language, tone, or intensity as determined by a reasonable person to be find as offensive." Gayle and Dan were agreeable to the change. It was also recommended to add the three bullet points to all agendas.

Motion passed unanimously.

G. 2023 Yard Sale Dates

Suggestion was made to explain VCA's yard sale policy when the dates are announced to the members.

A motion was made by Rob Feltes and seconded by Dan Sturmon to approve April 15 and October 14 as the yard sale dates for 2023. Motion was unanimously approved.

H. Wealth Management Partners

David Light reported that four proposals were received from Freestone Capital, Morgan Stanley, RBC and Charles Schwab. On December 19, 2022, an open board meeting was held to interview three of the companies. David gave an overview of the different companies. He mentioned that the Finance Committee preference was Morgan Stanley. It was recommended that committees provide a matrix for comparison going forward.

A motion was made by David Light and seconded by Matt Wood to select Morgan Stanley (the Hart Group) as VCA's new Wealth Management Partner. Motion was unanimously approved.

I. Portable AC Units

Since the association no longer has use for the AC portable units that were at the previous office space, the board discussed the disposal of them. It was suggested that both units be donated to Habitat for Humanity.

A motion was made by Dan Sturmon and seconded by Rob Feltes to donate the two portable AC units to Habitat for Humanity. Motion passed unanimously.

J. Tranquilo at Rancho Vistoso Architectural Design

Dan Sturmon reported that the Architectural and Landscape Review Committee had the opportunity to review the builder's designs and is recommending to the board to approve.

A motion was made to approve the Tranquilo at Rancho Vistoso Architectural Design on common area landscaping, lighting plans, entry monument design, elevation changes including stone veneer and color schemes as recommended by the ALRC. Motion was unanimously approved.

K. Meeting Technology for Office

The board reviewed the meeting rooms equipment needs to conduct hybrid meetings. The cost to equip both rooms is \$2,883.60.

A motion was made by Matt Wood and seconded by Dan Sturmon to approve the FirstService Residential proposal to equip both meeting rooms. Motion passed unanimously.

L. Money Market Accounts

The board reviewed the recommendations from Karla Chung, FirstService Financial to transfer money markets that have a poor yield to CDs and Treasuries.

A motion was made by David Light and seconded by Rob Feltes to make the transfers as recommended by Karla Chung. Motion was unanimously approved.

M. Office Photos

The board discussed allocating funds for the printing and framing of the photos selected from the contest.

A motion was made by Gayle Lopez and Rob Feltes not to exceed \$1,500 for the printing and framing of photos selected from the contest to be hung in the new VCA office space.

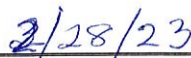
X. Next Meeting – The next General Session meeting is scheduled for Thursday, February 23, 2023, at 5:30 p.m. via zoom.

XI. ADJOURNMENT – ***A motion was made by Gayle Lopez and seconded by Dan Sturmon to adjourn the meeting at 7:39 p.m.***

APPROVED

A handwritten signature in blue ink, appearing to read "Daniel E. Sturges", is written over a horizontal line.

Vistoso Community Association Secretary

A handwritten date "2/28/23" in blue ink is written over a horizontal line.

Date