

Association of Angel Fire Property Owners

Board of Directors

Meeting Minutes

November 14, 2007

President LeBus called the meeting to order at 4:00PM at the Resort Hotel.

1. Roll Call:

Jim LeBus, President, Present, Present
Karen Nichols, Vice-President, Present
Jack Fuehr, Treasurer, Present via telephone
Joan Ronchetti, Director, Present
Jim Brown Director, Present
Barry Rogers, Director, Present
Chuck Verry, Director, Present
Lovelie Upton, Director, Present via telephone
8 Present, Quorum established.

2. Guests & Audience Introductions:

Karen Kelly, B.U. Terry, Stu Lassetter, Luther Robinson, Larry Leahy, Kendy Hanson, Hoot Gibson (4:50)

3. Approval of October Absences

October Absences: Jim Brown and Jim LeBus
Motion to excuse absences – Karen Nichols moved that it be approved, Joan Ronchetti second. No discussion. Motion passed.

4. Approval of Minutes:

Minutes of the October meeting were not addressed.

5. COMMITTEE REPORTS

B.U. Terry – EACC

Building Permits Report attached
Gained one construction permit since October.

Financial Report attached.

E/ACC Tree Thinning and Construction Permits

Two permits are included in the packet, one is Green and the other is Blue. These two permits are issued instead of the regular permits. The Green is for tree cutting and cleaning up the lot. Paragraph three states 'no road building. A member questioned if the proper permits had been issued for a driveway for Chalet 2D, Lot 495. B.U. contacted the owner, explained the permit was only for tree cutting and cleaning, not for road building, and told them they would need a pre-construction permit. The owner and contractor were both told that. The contractor was allowed to finish the project, as it was virtually complete. The owner apologized and stated that he would get the proper permit and come into compliance.

Mr. Dave Huettner (Owner) met with the EACC yesterday and explained the problems and the committee agreed that if Mr. Huettner did the pre-construction permit, they would refund the \$1,500 when the survey is completed. The E/ACC waived the \$300 fine for violating the covenants. Mr. Huettner has been notified of the decision and is considering whether to accept the E/ACC proposal.

Jack asked if the fine was waived and what was the justification? B.U. stated that the circumstances were a little different in this case and that B.U. made that decision and was backed up by the committee. Jack asked if they would pay the \$1,500 permit fee for pre-construction. When the survey is complete the owner will get the \$1,500 refunded; this was a decision that the committee made.

The committee agreed that there were extenuating circumstances in this case. Lovelle stated that the committee chairperson and the committee voted to take this action, which deviates from the norm. Karen added that having people thin their lots is a good thing and we should not get in the middle of this. The owner and his son understand that they made an error. The committee has made a decision and they need to be supported per Jim LeBus.

Treasurers Report – Joan Ronchetti

\$1073.11 in checking

\$72,975.33 in money market

See attached report for detail of expenses and revenue, etc.

This next month there will be another large bill for the audit. It has been paid and will appear in next month's report. Joan will email a written report to Lovelle and Jack Fuehr. Jim LeBus asked for a more detailed report of expenses.

Rules and Regulations – Karen Nichols

Robin and Karen met yesterday for a few final tweaks. Karen will be sending out the final version with highlights on significant changes and she is hoping we are done. The page numbering and dating is included in the final version and the contents are sorted and cross-referenced. Karen has asked that this be sent in PDF format so that it cannot be changed. Comments will have to go back to Karen in a separate document.

Appeals – Barry Rogers

Two sessions have been conducted since the last meeting, 31 requests and 5 requests. We had Penalty & Interest waiver requests of \$73,252 and we waived 7 in the amount of \$8,451. The rest are pending based on payment plans or payment of principal and three are under review by the Member Services Office for verification. Jack asked if the Mark Rivera issue was settled. It was to the satisfaction of AAFPO but not to the satisfaction of Mr. Rivera. Lovelle wanted to make sure we had 'equivalents' on record and he was assured that we do.

There was a discussion of complaints raised by Dale Ailles and David Harwell. The Member Services Office handled both of these complaints since they did not involve penalties that are handled by the Appeals Committee. Mr. Ailles complaint dealt with changes in the Membership Agreements since he purchased his property several years ago. A Resort invoice correcting an earlier error precipitated Mr. Harwell's complaint with respect to the dues difference between improved and unimproved property.

Election Review and Recommendations – Karen Nichols, Barry Rogers, Chuck Verry

Karen compiled her section and emailed it to the Board just prior to this meeting, so Barry and Chuck have not had an opportunity to incorporate all information. It is anticipated that a complete set of recommendations will be done by December.

AAFPO Web Site – Chuck Verry

We have started removing the incorrect material and we will be working with Karen and Kendy to get the current minutes loaded on the website. We are planning on having a 'minutes' link with the most current, annual meeting and archive minutes. The question is how far back do you want to go? Karen suggested we take them back as far back as we can, but no more than 7 years. Lovelle suggested three years. Karen moved that we take the minutes back three years, Lovelle seconded, motion passed. Members can go to the Shuter Library for minutes of meetings older than three years.

Chuck asked if we had ever looked at the mission statement since it is important that everyone do so and provide input. It may be apropos or may need to be changed. Jim LeBus said he had never even seen a mission statement for AAFPO.

Karen moved that the Rules & Regulations be posted on the website or at least a link. Barry seconded. Motion passed with no opposition.

Amenities – Jim Brown

The Amenities report was filed prior to the meeting via email. We have Stuart Hamilton replacing Leigh Sprowles as the Golf Chairman and Bill Mereness is replacing Mike Davey as Chairman for the Ski Area. Bob Lagasse is replacing Frank Young as Chairman of the Greenbelts Committee. We need four more chair people: tennis, stables, the RV Park and country club building. Jack and Lovelle were sent a copy of the minutes and Jim stated that he has already corrected the typographical errors.

Angel Fire Resort – Kendy Hanson and Maren Bryan

The Resort Report is attached.

Progress continues on the country club building. The vertical elevation behind the clubhouse is being addressed; a stepped design may replace the 24-foot wall currently in the plan. HKS design firm has been chosen as the interior designer for the country club. They are headquartered in Dallas and they did the Venetian in Las Vegas. They are a first-class design firm and we are looking forward to working with them. Next week we will get our first view of the pool area. The geothermal study was very favorable.

Kendy reported that there is a major effort (over 200 hours of work) to replace the Concord billing system with a database instead of flat files. The Concord data has been translated into the new database design. Karen mentioned that this effort is an excellent opportunity to define the requirements for the new system.

Jim asked about the timetable for country club completion and where do we stand? Kendy said that - realistically - we need to start thinking about a completion date later in 2009. The big debate right now is whether we may build throughout the winter if the winter is as mild as it appears to be. Going to a pier foundation would help us remain on schedule.

"The Mountain View" is in the process of being sent out. The printing and production of this newsletter is very hard on our printing equipment. As of this date, over 2,000 have been mailed and the balance should be mailed by the end of the week. The newsletter has already been posted on the AAFPO web site as well as the Resort's web site.

Kendy suggested an offline meeting to resolve the database access agreement. Jim suggested we get Curtis, Karen, Kendy and Jack together with Dan to work this out.

Fundamentally, the Resort has no problem making the data available to AAFPO. A discussion occurred as to who owns and who maintains the database. This was a very acrimonious subject back when it was agreed upon previously. Kendy recounted that at the end of the day, Curtis Jones needed something that we were willing to make available and it seemed like everyone can win. Jack thought this was a very simple request. It sounds simple but we (the Resort staff) cringe. Jim LeBus would like to have someone from the Resort, preferably Kendy, and Karen from AAFPO set this up and include Jack for the final review.

RV Park Host Proposal – Karen Nichols and Maren Bryan

Maren assured everyone that she had not dropped the formal agreement that the Resort was requested to prepare for this position. It is an agreement that would simply clarify the expectations of the Resort and the RV Park Host. Maren stated that Mr. and Mrs. Smith are currently there and that they have already been a huge asset to the Member Services Staff. They keep an eye on things and have been our eyes and ears, so to speak.

The State of New Mexico will have a float in the Tournament of Roses Parade and they are looking for volunteers to help build the float. Anyone who does volunteer and attends the parade will receive front row, reserved seats.

The Resort will be hosting a New Year's Eve party this year from 8PM-2AM.

The Member Services Office will be selling lift tickets and tubing tickets this year.

There is an agreement with Black Mesa Golf Course for AAFPO Members to receive discounted golf privileges.

New Business:

Frequency of Board Meetings – the question is what will the motion be, quarterly meetings or something more flexible than that. Do we do it more often in the summer or what? Lovelle has no problem with what we are doing now. Karen moved we review the frequency of meetings and Jim LeBus was the second. Jack put together the talking points memo. There could be a case made for not meeting every month during the winter, late fall, and early spring.

Jim LeBus personally feels like we should have them monthly from approximately April to September. One consideration may be that, as our Bylaws state, unexcused absences only refers to regular meetings, not special meetings.

Karen said that if we are feeling that we are having too many meetings - which she sometimes feels we do - , we could change the format of this meeting to decision making, not discussion, because the real work happens in committee. Jim LeBus enjoys the discussion format as it brings everyone up to speed so he is in favor of both types of meetings. Jim does not like the council meetings due to the lack of discussion.

Barry asked what value we get out of these monthly meetings. Barry would hate to replace this meeting with a multitude of emails. He just deletes them! You can work things out and there are a lot of things that get started, but what is the value of meeting monthly? Barry thinks it is valuable.

Karen thinks that the web site is to blame for not getting membership participation. This meeting is as much for members as it is for the Board.

Jim LeBus thinks the value of meeting face to face is a negotiation value, and it is difficult to do that via email. Lovelle likes the information flow. Joan thinks we all hear the same thing and this helps to eliminate rumors that are out there. Barry also pointed out that emails are not all read the same way.

Kendy suggested that the quarterly meetings be structured and formal and consist of committee reports. Then the other two meetings could be working meetings to solve specific issues. Then you would get to have the long discussion and once a quarter you formalize all necessary items. It seems like we should be trying to articulate accomplishments and have action-oriented meetings.

Karen did not intend to cover everything at every meeting but to have enough time to be detailed in your specific topic. She agrees that we should have four regular meetings per year and call the other meetings discussion meetings.

Jack pointed out that the committee reports always slide and, if you miss one, you are out of the running for another three months. Karen sees no problem with this.

Kendy thinks that the counterpoint is that if you only have committee reports quarterly, it is more of an event and you take the time to make sure it is done properly. It is now so frequent that we do not place the right amount of emphasis on our reports or tasks.

B.U. has no problem either way; he can adapt his report as needed.

Jim Brown thinks that quarterly reports would be acceptable but he does not think the Amenities Committee can reduce their number of meetings.

Jim LeBus stated that even though the meetings could be quarterly, there is always the option to call special meetings. Karen concurred and said that proposal would be a good compromise.

Lovelle liked the idea of quarterly meetings during fall and winter but thinks we need to meet monthly April to September.

Jim LeBus would also like to have regular meetings in the summer and less frequent meetings during the winter. The first meeting, defined by the Bylaws, would be in June and that would set your quarterly dates (September, December and March).

Jim LeBus would like to see a motion that we go to regularly scheduled quarterly meetings, plus monthly meetings during the summer, plus special meetings whenever required.

Chuck asked why we have to have a motion, and Jim Brown and Joan said it does not require a motion.

Jim LeBus wants a resolution for people who come along after us, so that they know what the rules are.

Karen will draw up a resolution for the December regularly scheduled meeting.

AAFPO Spending Authorization Proposal

The proposal severely limits spending authority without Board approval. Jim LeBus suggested that rather than having to bring every little item to the Board, he would like to see the President and Vice-President have authority of up to \$150 with the approval of one other Board member. If something like plaques comes up, the President or Vice-President would have the approval to spend up to \$150 with the approval of one other Board member. This would be reported after the fact.

Lovelle asked if we have anything on record currently on this topic. Jack said we have a lot of control after the money is spent, but not prior to being spent.

Karen said that supplies for the board members should be entered as a line item in the budget for every Board member to have an amount for supply money.

Jim LeBus proposed that the Secretary and Treasurer would have spending authority of up to \$100 with approval of one other Board member, and would then bring those items to the Board, after the fact, for information.

The President and Vice-President would have authority to take items to our attorney for consideration if we need them completed in a timely manner. This is only for low-level items. We do not want to give authority to have, for example, the entire PID taken to our attorney, but only low-level items. The hourly rate for the AAFPO attorney is currently \$175 per hour.

Lovelle suggested we give authority for up to \$1,000. If it is going to be more than \$1,000, bring it to the Board.

Jim LeBus said that we should get online approval for anything over \$500. It gives us the flexibility to get things done without having our hands so tied that we feel we are wasting our time.

Karen once again suggested that every Board member have \$100 per year to spend on supplies.

Jim LeBus asked for a motion and Karen moved that we establish spending thresholds of \$500 for the President and Vice-President to spend on legal items without notification of another Board member. Jim LeBus modified the motion to include the notification of one other Board member. Barry was the second. Jack asked that we also notify the Treasurer so that when the bill comes in, the Treasurer can pay it. This was added to the motion, and the motion passed. Karen moved that we budget every director a \$100 annual budget for supplies to be reimbursed upon the production of a valid receipt. Barry was the second. Motion passed.

Officers spending authority motion, President and Vice-President, \$150...Secretary and Treasurer \$100...with one other Board member's approval with notification to the Treasurer. Lovelle moved, Jack seconded, motion passed.

Recording Secretary Replacement

Maren advised that she is soliciting candidates for the recording secretary position. Joan suggested a raise for this and if we are going to quarterly sessions, a raise is in order. Let's leave it open to negotiation and bring it back to the Board.

Bicycles that the Resort would like to donate

Jim Brown said that we were going to delay this issue and discuss it further next month. The Resort has a number of bikes and parts that they want to get rid of and they want to donate them to the MVHS and they want AAFPO to be a conduit for this. Jim Brown discussed it with Bob Lagasse and they want to find out for sure if the high school wants them or not. The Resort is an LLC, so donations will never have a tax implication for Angel Fire Resort. For this reason, it would be easier for the Resort to donate the bicycles directly to the high school.

There was not a President's Report submitted due to Dan Rakes report in executive session.

Meeting adjourned 5:30 p.m.

Respectfully submitted by



Date : 02/13/08

