



**Board of Directors Meeting**

TUESDAY, January 10, 2023

5:15 p.m. on Zoom Conferencing & Tony's Firehouse Grill and Pizza, 10701 CA-178, Bakersfield, CA 93306 (recorded)

\_\_\_ Agenda & Management Summary

X **Minutes**

<u>No.</u>	<u>Item Description</u>	<u>Ref.</u>	<u>Discussion</u>	<u>Action</u>								
1	<b><u>Commencement of Meeting</u></b>											
1.a	Meeting Agenda Presentation / Pre-Meeting Adjustments to Agenda			As to Item 1.a, meeting started at: 5:15 p.m.								
1.b	Call to Order – Roll Call of Directors & Delegates		<b><u>Board of Directors</u></b> <table border="1"><tr><td>Fred Wiley (FW)</td><td>Present</td></tr><tr><td>Phil Crosby (PC)</td><td>Present</td></tr><tr><td>Bill Slocumb (BS)</td><td>Present</td></tr></table> <b><u>Delegates</u></b> <table border="1"><tr><td>Montagna HOA by and through Stephen Greenfield</td><td>SG Present</td></tr></table>	Fred Wiley (FW)	Present	Phil Crosby (PC)	Present	Bill Slocumb (BS)	Present	Montagna HOA by and through Stephen Greenfield	SG Present	
Fred Wiley (FW)	Present											
Phil Crosby (PC)	Present											
Bill Slocumb (BS)	Present											
Montagna HOA by and through Stephen Greenfield	SG Present											



Rio Vista HOA by and through Raj Doshi & Craig Michaud	Not Present
Rio Vista Estates HOA by and through Skip Staley	SS Present
Shayan Capital, LLC (20); Kona Crown Holdings, LLC (25%); Falcon T Investments, LLC (25); and Lakewood Parkway, LLC (30) by Kris Pinero	Not Present
Estates of Rio Bravo HOA by and through	Not Present
The Manors by and through Johnny Duenas	Not Present
Rio Bravo Country Club, LLC by and through Randy Steinert	Not Present
<b><u>Guest(s)</u></b>	
Mark Hall, MHOA	Present
Rio Bravo Fairways by and through Scott Johnson	Not Present



Rio Bravo Golf Course Master HOA by and through Tony Martinez	Not Present
Casa Club HOA by and through Ken Schmitz	Not Present
Mario Valenzuela, Sarah Resa, Manager	MV Present

1.c Approval of the November 8, 2022, November 23, 2022, November 29, 2022, Meeting Minutes, and December 13, 2022, Annual Minutes.

As to Item 1.c, PC motioned to approve the November 8, 2022, November 23, 2022, November 29, 2022, Meeting Minutes, and December 13, 2022, Annual Minutes. FW 2<sup>nd</sup>. BS abstained. Majority in favor.

2. **New Business**

2.a New Items, Floor Items & Open Discussion

1. Open Floor

As to Item 2.a.1, SS expressed RVECA's opinion regarding struggles of RBCA and outlined services that have been limited. SS indicates that if there is no settlement, and if RBCA prevails, looking at half a million dollars. If RBCA loses, then RBCA will have a large attorney fee bill. If RBCA wins, RBCC will likely close and



home values will be impacted. SS provided estimates of the impact, and address current impact to RBCA and its reserves. SS indicated that RBF will not sign agreement, Casa Club will not sign agreement, and no progress with RBGCMHOA. SS provided estimates of current payments from the entities and does not see RBCA's course of action in the best interest of RBCA. SS is stating the position of RVECA. SS alternative is for RBCA to figure out the finances without RBCC. SS is concerned with property value. FW indicated that RBCC has not paid in some time, and it does not appear it will pay. FW indicated that there is no signed agreement with RBF, and that Casa Club has a different agreement in place. SG addressed equity of payments and appraisal value by RBCC. BS inquired about reviewing financials of RBCC, and that the survey indicated that by far all owners wanted both security and golf course. Discussion had.



## 2. Election of Officers

As to Item 2.a.2, discussion held on history of officer elections and consistency during ongoing litigation.

PC nominated FW for President. FW accepted. Votes all in favor.

FW nominated PC for Vice President and Chief Financial Officer. PC accepted. Votes all in favor.

PC nominated BS for Secretary. BS accepted. Votes all in favor.

MV completed the 2023 Nomination & Election Report summarizing the result of the office elections.

## 3. Formation of Committees

As to Item 2.a.3, discussion of committees, none formed; however, RD and SG will play an advisory role in looking over budget later into the year.

## 4. Delegate Budget Voting

As to Item 2.a.4, RD requested this item be placed on agenda. Not discussed; however, FW indicated that the advisory role in overlooking budget was satisfactory to RD.



- 2.b Next Meeting: Tuesday, February 14, 2023, at 5:15 p.m. via Zoom Conferencing and/or Tony's Firehouse Grill and Pizza, 10701 CA-178, Bakersfield, CA 93306
- As to Item 2.b., discussion was had on moving the next board meeting to Thursday, February 16, 2023.
- BS motioned to move the next board member to February 16, 2023. FW 2<sup>nd</sup>. All in favor.
3. **Financial & Accounting**
- 3.a Financial Summary – account C balances as of January 8, 2023.
- |  |   |  |                                     |
|--|---|--|-------------------------------------|
|  | C |  | \$55,532.83 Chase Operating Account |
|  |   |  | \$49,732.83 Chase Savings Account   |
|  |   |  | -----                               |
|  |   |  | \$105,265.66                        |
- 3.b Chase Bank Checking Activity, Operating Account, Reconciliation, and Bank Statement for account ending 5572. Reconciliation report through 12/30/22 and 11/30/2022.
- |  |   |  |  |
|--|---|--|--|
|  | C |  | \$53,129.78 – 12/30/22                       |
|  |   |  | \$30,693.21 – 11/30/22                       |
|  |   |  | Non-redacted version available in BOD files. |
- As to Consent Items designated with a “C.”
- As to Consent Items, PC motioned to approve Consent items. BS 2<sup>nd</sup>. Discussion had as indicated below. All in favor.
- SG inquired about journal entries on page 39 regarding uncleared checks. MV explained that was a duplicate check to



transfer to reserved. MV tried to take it out and was unable.

3.c	Chase Bank Savings Activity, Reconciliation, and Bank Statement for account ending 5761. Reconciliation report through 11/30/2022.	C	\$49,732.83 – 12/30/22 \$49,732.43 – 11/30/22 Non-redacted version available in BOD files.	SG regarding umbrella policy. MV indicated this was the homeowner package and umbrella and sought reimbursement. MH inquired about payment by MV. MV indicated there was no meeting last month, so MV paid it.
3.d	Financial Report for December 2022.	C	Profit & Loss [Accrual – Cash] Statement of Cash Flows Balance Sheet [Accrual – Cash] Budget to Expense – through year end [Accrual – Cash]	SG inquired about a negative \$86,790 in the financial reports on page 76, that amount reflects the unpaid portion on the budget to actual report. SS inquired about the 'wash' budget number.
3.e	Outgoing Funds	C	RATIFICATION – Utilities/Dwelling Live 1. \$358.49 on 12/5/22 PG&E (9301712956-5 Guard Station & Street *combined*) Electronic Payment	SG inquired about January having payments for November and December. MV confirmed because there was no meeting in December.
		C	2. \$218.48 on 11/1/22 PG&E (9301712956-5 Guard Station & Street *combined*) Electronic Payment	MV indicated that we should go back to having the December regular meeting



- C 3. \$46.43 on 12/5/22 California Water Service (account 5814588888) combined with the annual meeting to keep things simple.  
Electronic Payment
- C 4. \$47.05 on 11/7/22 California Water Service (account 5814588888) Addressing a prior inquiring by SS, MV also explained the historical practice of approving the annual meeting minutes yearly. Annual meeting minutes will now be approved the first meeting after the annual meeting.  
Electronic Payment
- C 5. \$108.91 on 12/5/22 TelPlex (guard phone)
- C 6. \$105.24 on 11/5/22 TelPlex (guard phone)
- C 7. \$107.55 on 12/7/22 to Spectrum (guard internet)
- C 8. \$107.55 on 11/7/22 to Spectrum (guard internet)
- C 9. \$630.13 on 12/7/22 to DwellingLive (monthly service)
- C 10. \$630.13 on 11/9/22 to DwellingLive (monthly service)
- C 11. \$10.40 on 11/7/22 to DwellingLive (transponder credit)

CHECKS TO RATIFY

- C 12. \$2,000.00 to Common Ground Resolutions (mediation payment)





#### CHECKS TO DISBURSE

- C 13. \$8,460.00 to R. Stanley Security  
(Invoice 19423, 12/1/22 through  
12/15/22)
- C 14. \$8,460.00 to R. Stanley Security  
(Invoice 19472, 11/16/22 through  
11/30/22)
- C 15. \$8,460.00 to R. Stanley Security  
(Invoice 19445, 11/1/22 through  
11/15/22)
- C 16. \$1,305.00 to Elite Maintenance & Tree  
Service (monthly landscaping,  
fertilized, broken valve; Invoice 35625  
for December 2022)
- C 17. \$1,232.00 to Elite Maintenance & Tree  
Service (monthly landscaping, 3  
sprinkler repairs; Invoice 35055 for  
November 2022)
- C 18. \$971.00 to Elite Maintenance & Tree  
Service (monthly landscaping, 3  
sprinkler repairs, color service;  
previously paid \$835 on Invoice 34132  
for October 2022, this is balance)



- C 19. \$6,943.45 HOA Management Solutions, Inc. (December 2022 services)
- C 20. \$2,598.33 HOA Management Solutions, Inc. (November 2022 services)
- C 21. \$200.00 to Aurelio Hernandez (December 2022 janitorial services)
- C 22. \$6,800.00 to Rio Bravo Country Club LLC (water for 2022)
- C 23. \$48.00 to Orkin Pest Control (pest)

3.f Other Administrative / Financial Items

- 1. Casa Club Billing ■ As to Item 3.f.1, continues under Executive Session with discussion today for a letter to be sent out.
- 2. Rio Bravo Fairways Security Gate Billing ■ As to Item 3.f.2, MV to reach out to Scott Johnson as RBCA has not heard back.
- 3. PG&E Rebill case ID 6509951392 (placeholder) As to Item 3.f.3, MV indicated this was placeholder and we have not received credit. MH indicated some lamps are not working, corner of Miramonte and Casa



Club Drive. MV to circulate the PG&E link for repairs.

4. Financial Review

As to Item 3.f.4, SG inquired about check written to Common Ground Resolution. MV indicated this was payment for mediation services.

MV proposed an oral banking resolution to be memorialized adding BS to the bank accounts and removing BE from same. PC motioned to approve the Banking Resolution, FW 2<sup>nd</sup>. All in favor.

5. Lien Assessments

As to Item 4.f.5, no action.

4. **Regular & Ongoing Business**

4.a Operational Items

1. Rodeo Project Update

As to Item 4.a.1, MV has no update. FW had no new update but provided the last known update of Rodeo trying to finish projects in Ridgecrest and Lancaster before moving on to Rio Bravo. Prior indicated Rodeo was trying to sell a block



to a developer to have funding for the water line project estimated to be about \$1.8 million – amount not exact.

4.b Roadway Maintenance Report

1. GPM Proposal (placeholder only)

MV reminded board of GPM proposal and construction window of November and March. SG indicated that RBGCMHOA has contributed in the past. GPM on hold until board decides what course of action to take.

4.c Landscape Maintenance Report

As to Item 4.c, FW noted the issue with the Oleanders on Miramonte Drive blocking. PC to get ahold of Elite to look at Oleander issue.

4.d Board Education & Training

1. Davis-Sterling Newsletter Links

As to Item 4.d.1, MV indicated that educational links are in meeting packet.

4.e Prior Executive Session Summary

As to Item 4.e, board discussed proposed budget, election issues, looking at board terms and board size. BS reviewed Bylaws and noted that in Article 4.c.1 calls for a two-year term even though in prior years there was a one-year term. RBCA will start



following the Bylaws and this election is a two-year term. RBCA looking at revising Bylaws and looking at three-year terms and possible expanding the board. In Executive Session, the board agreed unanimously to pursue the changes to the Bylaws to take shape with the growing Rio Bravo community.

SG inquired about the 'Declarant' and at one point the Declarant had a seat at the table. MV indicated that was based on certain membership classes. SG asked about position of RBCA in litigation. Discussion had.

5. **Security Gate Business**

5.a Security Gate Report

1. Notable Activity

As to Item 5.a.1, PC reported guard station down to do lack of power. Looking at various options, find electrician to install limited panels and batteries, or install a battery. BS indicated propane fuels his RV for two weeks. SG suggested that lithium battery pack,



Jackery. Can plug into the wall, solar not needed. PC indicates that the gates are a problem because guards have to go manually open the gates and cars just drive in.

2. The Manors Security Gate ■
3. Cost Sharing Agreement – Guard ■

As to Item 5.a.2 and 5.a.3, no action.

### Adjournment of Meeting

Time: 6:25 p.m.

PC motioned to adjourn regular session.  
BS 2nd – All in favor.

△ Symbol notates an update to listed item on the posted agenda prior to meeting.

■ Symbol notates items also set for discussion in Executive Session

#### Notes:

1. Unless indicated, a quorum has been determined to exist if minutes are approved for the respective meeting date indicated.
2. Section 6 is kept separate and confidential from Sections 1 through 5. Only the Board can release such information.
3. Incoming and Outgoing Correspondences: General, Billing, and other general correspondences, billings, and communications are not posted for meetings but are available for inspection as required by law. Correspondences bearing key relevance to upcoming meetings are listed in agenda.
4. For simplicity, initials of Board, Delegate, & Management members are used.



5. Supporting documents, if any, are placed in order of the appropriate section, 1 through 6, with supporting documents for the Appendices and Supplements placed in section 6.
6. Supplemental information to be provided at BOD meeting if it becomes available.
7. Items “Retained on agenda” because an open question or issue remains unresolved or because of a repetitive nature per Board directive.
8. Certain information may be redacted in part because of privacy or other reasons per director of Board but is available for inspection as required by law.

**2023 RBCA GOALS**

Date Achieved:	Goal Description
Not Completed	1. Acquire management control of secondary back gate and enhance RBCA community security.
Not Completed	2. Acquire the requisite easements from RBCC on all common areas.
Not Completed	3. Complete a cost sharing agreement with non-annexed associations for Guard services.
Not Completed	4. Register RBCA to receive notices of any development projects affecting Rio Bravo Community with City of Bakersfield.
Not Completed	5. Future Entry Gates to be under RBCA.