C1203017 "Exhibit D"

Odd Fellows Sierra Recreation Association Annual General Meeti May 29, 2011

The meeting was called to order by President Gloria Harvey at 9:13 A.M. President Harvey welcomed everyone to the 63rd OFSRA Annual meeting. The pledge of allegiance to the flag was lead by President Harvey. The invocation was present specifically of Orth. Boards of Directors present were: Gloria Harvey, Friedhelm Peter, Mike Rainwater, Shaun Velayas, Ron Hawke, Dick Barrett, Charles Varyavanis, and excused Paul Emery.

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Reading of the Minutes: Last year's minutes were approved as corrected. The corrections were regarding several statements Fred Coleman had made. Mr. Coleman indicated that words had been added to his statements and needed to be deleted. The statements were reread to the membership with the specified words deleted. Motion made by Elsie Manning and seconded by Doris Kilgore to accept the minutes as corrected. Motion carried.

Correspondence: Secretary Rainwater indicated that there was no correspondence.

Director Reports:

Water - Ron Hawke: Water Report for 2011 Annual Meeting

Past Year

During this past year, several items relating to our water system have been dealt with.

Diver Inspection of Our Storage Tanks in July 2010.

Generally our tanks are in good condition, however some refurbishment is needed:

Storage Tank Condition

Isaac Tank, 210,000 gallon capacity
Wheeler Tank, 43,000 gallon capacity
Wheeler Tank, 12,500 gallon capacity
Wheeler Tank, 12,500 gallon capacity

Interior support structure is corroded.

Bottom plate bolts have corroded threads.

Interior coating beginning to fail on 1 tank.

State CDPH Inspection of Our System in Oct 2010. Status

Renewal of our Water Permit by CDPH. Permit Received on Feb 28, 2011

Contingent upon completion of 4 tasks:

BSSP, Bacterial Sample Siting Plan, Approved April 27, 2011

Numerous water tests thought to be delinquent, State's Electronic recording system was at fault. Cross Connection Control Survey, Verified it does not apply to our system. May 19, 2011

Emergency Chlorination Plan In progress.

Remote Water Level Monitoring System

Pressure transducers were installed on 43,000 gallon and one of the 12,500 gallon tanks at Wheeler site. System enables measurement of water level year-round from easy to access location on Joseph Way.

Miscellaneous Improvements

Restored retaining wall at Wheeler tank site,

Restored insulating boxes on exposed drain pipes on storage tanks subjected to freezing,

Sheet rocked interiors of pump houses,

Installed temperature recording thermometers freeze impeding heater tapes on pump pipes.

Routine Maintenance

Replaced several broken valves and repaired broken pipes.

All water samples met or exceeded CDPH standards. No bacterial contamination incidents.

<u>Current Issues Under Consideration</u>

Develop a plan of action to address the findings from the Diver Inspection,

Develop a methodical long-term plan to ensure continued high quality water supply for potable water and fire suppression.

Regarding the OFSRA Water Reserves

Facts About Our System:

Our system is aging; some of it contains the original components from the 1950's.

Our system has worked well and is one of the best small local systems.

Some components should be methodically replaced, i.e. black plastic pipes.

Dead ends should be eliminated.

Continued replacement of parts should be expected, i.e. 3/4 inch valves, which now cost \$72 each because of State requirements they be Lead-free.

Future Planning:

Pumps and Wells:

We need to plan for a new well, preferably from a different aquifer if possible, in the next few years. Storage Tanks:

We need to refurbish and maintain our storage tanks while also considering the possibility of replacing the Wheeler tanks with a single large tank at the correct elevation to restore the full usability of the Isaac tank. These options, and others, should be explored during the coming year. One such option would be to install a float level activated valve to interrupt the filling of the Wheeler tanks, when full, enabling the Isaac tank to be filled thereby restoring the 44,000 gallon capacity that has been lost due to the fact the tops of the Wheeler tanks are 6 feet lower than the Isaac tank.

Piping:

As we address the renewal of our pumps, wells and storage tanks, we should also realize we could take this opportunity to upgrade our piping system. i.e. lay new lines from the wells to the tanks so that the tanks are top feed providing a flow-through system for better circulation.

Revision of the Rate of Accumulation of Water Reserve Fund

At the time of the April BOD meeting, I had been led to believe our system needed a significant upgrade of our piping system, from 4 inch pipes to 6 or 8 inch pipes in order to provide an adequate water supply for emergency fire fighting. It would be a very expensive undertaking. Further investigation has reduced the need for this upgrade. The main concern was to insure we keep a favorable ISO rating on our fire hydrant supply capabilities in order to keep our fire insurance rates affordable. This fortunate revision was reported at our May BOD meeting last week, but was regrettably not deliverable prior to this meeting today. I apologize for the many shocked reactions at the sight of the large increase in our annual assessment that was sent out with the April newsletter. At this point, it is my hope that our foreseeable future needs will be able to be met with our current rate of funding for the Water Reserve, namely, \$16,380 per year, which calculates out to be \$3.75 per month per lot.

It is worth noting that our water system is the best value and least expensive to operate of any I know of in the area. In terms of value, we have consistently had high quality, chlorine—free water reliably supplied. In terms of cost, it is a bargain. The operating cost, as proposed in our budget for 2011 to 2012, is \$19,050, which includes maintenance of the system and water testing and other actions to maintain our system to CDPH standards. This amounts to \$4.35 per month per lot. The total cost, for operating and reserves, comes to \$8.10 per month per lot. This is considerably less than any of our neighboring systems!

Roads – **Gloria Harvey:** No major road repairs are scheduled; however, some shoulder work needs to be completed this year.

Buildings – **Barrett:** During the 2010 – 2011 year there are a number of items that have been completed in the area of buildings – some of these were in the form of repairs and others were improvements. The utility building's roof that is used for equipment storage was repaired in order to close a large hole created by high winds. This work was completed by the caretaker working together with park residents. New lighting was added at the fire station by the caretaker to make the space more usable for general repair. At the caretaker's cabin, the internal work planned for the kitchen cabinets was completed by the caretaker's wife who refinished the existing cabinets thus eliminating the need for their replacement. In addition, a wood burning stove was installed to alleviate the costs associated with the propane heating. The walkway outside the glass door was also completed and the dry rot at the front edge of the cabin was repaired. In the lodge hall, the walls were repainted and new fixtures were purchased and installed in the restrooms. These improvements were accomplished through funding provided by the Rebekahs together with the Park. In addition, the overhead beams were thoroughly cleaned to improve the use of the hall for dining functions. At the last annual meeting, \$40,000.00 was approved to repair dry rot on the side of the caretaker's cabin. This work was deferred primarily due to weather conditions. Future needs concerning the Park's buildings are: 1) complete the dry rot repair and refinishing on the caretaker's cabin, 2) replace the lower section of the siding on the Lodge and create an effective drain system around the Lodge hall, and 3) new lighting is needed in the building used for equipment storage.

Equipment – Peter: At this time all equipment is working. This last year we had a lot of repairs on all of the trucks with the exception of the Toyota. The single biggest expense was to install the twelve foot (12) snow blade on the International. I feel that the \$5,000.00 budget should cover all regular routine maintenance barring any unforeseen major repairs. However, some of the equipment is getting well worn and a suggested budget of \$20,000.00 for reserve is necessary to avoid any huge outlay at one time. The International truck, as mentioned, was installed with a new 12 ft. snow blade at a cost of \$4,826.83. An unforeseen problem arose when the truck was serviced last July and metal shavings were found in the front differential because the bolts holding the ring gear had come loose, the repair costs were \$3,615.20. The Case backhoe had routine maintenance and is running well. The Champion road grader needed some repairs to reattach a steering hydraulic ram. A fluid leak was detected in another hydraulic ram and will be fixed in the near future. The old dump truck, at a cost of \$894.93, was put back into service and has been a great vehicle in clearing the debris in the Park. Some additional minor repairs were needed. The old tractor, at a cost of \$911.98, was repaired and has been a very useful tool for cutting grass and rototilling the sand on the beach and fluffing up the bark in the playground. With routine maintenance, this tractor should last for some time. The Toyota pick-up is running well. Routine maintenance is needed at this time.

Timber – Varvayanis: At the present time, wood prices are fluctuating drastically. If we were to timber, it would be in compartments 3 & 4 and the proposed yield after costs minus federal income taxes would be between \$30,000 and \$40.000. It was mentioned that approximately 30% would be attributed to taxes with a net result of less than \$30,000.

Gate – Varvayanis: Director Varvayanis indicated that there had been one break down this year with the gate. The DVR is not programmable for motion activation of cameras. The cameras record 24/7. A discussion between homeowners and the Board continued with several suggestions that included that the BOD look into a better recording device and any other problems the gate might have that need attention.

Recreation – **Harvey:** The Park enjoyed four special events this year that were very successful. The Labor Day BBQ, the Oktoberfest, Christmas Party, and the annual fishing derby on Father's Day had large attendance and enjoyed by all. Mike Ford asked for donations and sponsors for this year's fishing derby. Mike indicated that he needs additional prizes for the girl's category in the age range of 10 - 14. Mike reported that 117 children participated in the fishing derby last year. This year there will be an early registration on Friday June 18^{th} between 5:00 P.M. and 7:00 P.M. at the lodge.

Health & Safety – Harvey: President Harvey reported on the accident that had occurred earlier this year at the lake. The individual that had been involved was doing extremely well. There is a leak in the lower drain pipe of the lake and it will be fixed in the fall when the lake is drained.

FAC Grant fuel reduction – Harvey: The grant is for \$38,000 that should be available in the fall.

Finance – Velayas: Director Velayas indicated that the Board had run over budget due to additional cost that was unforeseen. There was a \$14,580 increase in cash funds for the year. Director Velayas asked each director to submit a line item budget for this year. The new assessment for 2011-2012 would be \$1,060. Director Velayas also pledged to donate \$830.00 to a special fund for those residents who might need assistance in paying their assessment.

Old Business:

1. Camp Cedarbrook: At the present time, the property is not back on the market. The bank presently owns the property and before they can put it back on the market, they must allow the past owners time to clean out their personal property. Due to the weather conditions, this has not been able to occur. Once the weather improves and the personal items have been removed; the bank will put the property back on the market. There are two bids for the property, one being the Sierra Recreation Association and the other from southern California. Mr. Daryl Clark asked a question concerning the spending of timber funds without a vote. The answer to that question was that the BOD had the authorization to spend that money if so directed by the members of the OFSRA. Fred Coleman suggested that an amendment to the by-laws be made that requires a vote before spending the timber funds.

New Business:

- 1. Removal of Charles Varvayanis from Board of Directors: President Harvey reported to the membership that Mr. Varvayanis was a difficult individual to work with and had caused continuous problems with the rest of the Board of Directors. Harvey further reported that if Mr. Varvayanis was not removed, and this was not a threat but the feelings of the rest of the Board, that the remaining five members would tender their resignations immediately. Discussion from the homeowners concerning this issue resulted in numerous members expressing their displeasure in Mr. Varvayanis's behavior and performance in his duties as a director. Mr. Varvayanis spoke on his behalf and addressed several of the issues. A motion by Doris Kilgore to remove Mr. Varvayanis from the Board of Director was seconded by Jane McCall. The questioned was called for and the results of the vote were fifty-one (51) to remove and eighteen (18) against. Motion carried and Mr. Varvayanis was voted off the Board of Directors. His term of office has one year remaining.
- 2. Removal of Directors Harvey, Hawke, Peter, and Velayas: Mr. Ray Brown made a motion to proceed with the vote for removal and this motion was seconded by Mrs. Pat Monahan. The results of the vote are as follows: Harvey 21"yes" and 50 "no," Peter 21 "yes" and 50 "no," Hawke 13 "yes" and 59 "no," and Velayas 22 "yes" and 48 "no." All Board members retained their positions.
- 3. Audit of accounts from 2004 2011: President Harvey indicated that such an audit would cost between \$10,000 and \$12,000. There was some discussion from the homeowners and a motion by Doris Kilgore and seconded by Elsie Manning not to audit. The motion passed fifty-one (51) to zero (0).
- **4. Approval of timber harvest:** Mr. Coleman made a motion not to timber this year and his motion was seconded by Jesse Worsham. The motion passed fifty-eight (58) to zero (0).
- 5. Approval of Water Use Agreement & License Agreement: Motion was made by Daryl Clark that the membership

- approve both agreements as researched and created by the committee. The motion was seconded by Jess Worsham. The motion passed.
- **6. Approval of proposed annual budget and assessment:** Director Velayas reported that the 2011 2012 assessment would be \$1,060.00. Questions from the membership regarding this assessment were asked and further discussion continued concerning the budget. Mr. Chris Kiriakou made a motion that the present assessment of \$830.00 be extended until September 1st, 2011, a subcommittee made up of members from both OFSHA and OFSRA Board of Directors as well as any other interested homeowners formulate a new budget and assessment with a five (5) year plan with reserves, and the tax issue with the Park's accountant be researched. Fred Coleman seconded the motion. The results were ninety (90) "yes," and thirty-four (34) "no." Motion carried.
- 7. Election of Directors: There are five vacancies: three (3) 3 year terms, one (1) 2 year term, and one (1) 1 year term. Nominations from the floor were Dick Barrett, Del Wallace, Bill Ordwein, and Larry Adams. No further nominations were made and Elsie Manning made a motion to close the nominations and Fred Coleman seconded the motion. The results were: Del Wallace (85), Bill Ordwein (56), and Larry Adams (47) will all serve 3 year terms. Dick Barrett (38) will serve the 2 year term. The one year term is still open.

The next Annual meeting will be May 27th, 2012.

President Gloria Harvey adjourned the meeting at 1:35 P.M.

Respectfully submitted: Michael Rainwater Secretary