

STAR VALLEY RANCH ASSOCIATION

ANNUAL MEETING

JUNE 25, 2011

The Barn

In Attendance:

Curtis Cheshier-Chairman
Jere Kovach-Vice Chairman
Ron Meeks-Secretary/Treasurer
Gary Braun-Director
Paul Weber-Director
Kathy Daulton-Director
George Toolson-Director

I. The 2010 Annual Meeting was called to order at 8:03 a.m.

II. Pledge of Allegiance and Music

The VFW presented the Colors.
Vern Bloxham led the Pledge of Allegiance said by all members present.
Patriotic songs were sung by all members present.

III. Invocation was given by Chairman Curtis Cheshier

IV. Reading of Official Notice: Secretary/Treasurer Meeks read the following:

Notice is hereby given that the Annual Meeting of the Star Valley Ranch Association, Inc., a Non-Profit Corporation, of Star Valley Ranch, Lincoln County, Wyoming, will be held at 8:00 AM on Saturday, June 25, 2011 in the Social Barn on the Star Valley Ranch.

On the Agenda is the election of three (3) Directors for three-year (3) terms. The ballot is included with this notice and may be returned by mail in the proxy envelope or may be voted in person at the Annual Meeting.

On Friday, June 24, 2011 at 7:00 PM, a candidate's forum will be held in the Social Barn. The Board Candidates will be introduced and give an opening statement, after which they will answer questions from the audience.

The golf tournament will be held Friday at 9:00 AM and Saturday's tournament will begin ½ hour after meeting ends.

Registration for voting will begin at 7:00 AM on Saturday. Polls will close thirty (30) minutes after the adjournment of the meeting. The Election Committee will post election results in the Barn as soon as the votes are tabulated.

V. Opening Remarks: Curtis Cheshier, Chairman

Each year at this time it is the boards' responsibility to try to recount for you, the members, as best we can as to the actions of this association during the past year. Once again this has been a very busy year. So we will each take the next few moments and try to recap for you our different committees and areas of involvement.

The association office has had a couple of major upgrades and changes, besides what we feel are a great staff.

As you can imagine this Ranch has acquired a great deal of paper work through the years. You have recently purchased a scanner to allow the office staff to scan in all paper records and file them in their respective files. All paper work generated by the office gets scanned in and then backed up to be saved in a form that does not create such weight in the file cabinets at the office.

As time allows Tallia will enter the massive piles of back records from the past thirty eight years this ranch has acquired.

Your hard earned money has also purchased all new computer equipment over this past year. This purchase of both hardware and software for each business station throughout the association has enabled the office staff to tie together each area of the Ranch. So not only can we now convert our point of sale purchases into actual QuickBooks entries easier but as time allows this can be done on a daily basis. Your staff has also reformatted our QuickBooks to improve accounting and management reporting capabilities.

This update to the computer equipment and software was needed to help our staff join the twenty first century. For those who had never seen the previous system it was a hodge podge of different pieces of equipment with various software products that sometimes chose to work together. For many of the reports needed Kathy could choose the report hit the enter button and go get coffee to wait and see if she would get what she had ask for.

This new system has also made it possible for the staff to move retail sales to the pool area. We need also to point out that our swimming pool set a new record in swim lessons sold in partnership with Rebecca Hutchinson. We would like to pass along a special thank you to Rebecca for her devotion to the Ranch.

The efficient use of this new software and scanning system has been greatly enhanced by the talent brought to the office by Tallia Booker. Tallia makes all the new systems perform as designed. She is always very helpful and extremely knowledgeable in her position. For those who do not already know she also now volunteers for the H&E committee. I know I speak for the entire board when I say how much we appreciate the ability and attitude you bring with you each day Tallia, thank you.

If you look around the Ranch this weekend you will notice several new changes throughout our common and pool areas. These as well as our office changes have all been facilitated by our General Manager Kirk Sessions. As your board and especially as your chairman we cannot say enough about how much we appreciate having a good competent staff throughout the Ranch. Kirk has taken on the job of General Manager and made it look easy. The professional attitude he has brought to the office is quite apparent. I therefore would like to personally say thank you Kirk you have made my time as Chairman enjoyable.

Hopefully everyone knows we are currently involved in what is known as our community center project. This is an endeavor to try and utilize possible state money to improve both this and our silo buildings. For an update on this project we would like to call upon Alycyn Culbertson our committee chair to help us understand where we are with this project.

Good morning everyone. We are making great progress on our community center project. What we are doing for those who don't already know is, we are applying for state grant money. What our hope is that this barn will be turned into a 12-month, year round structure. We have done a lot of information gathering. We have sent out several surveys, hopefully most of you have taken the time to respond to the surveys. We have set out some drawings of the potential building. Believe it or not, right now it appears that it will be cheaper to renovate the barn and tear down and rebuild the existing silo.

We are well into the grant writing process and hoping to have our grants into the state by the 1st of September. We are hoping to have a decision on these grants by the first of the year.

We are very excited about the possibility of the new building. Please take time to review the drawings available today. If you have any questions please feel free to contact Kirk Sessions the general manager. He is a part of the committee and is very knowledgeable with what is going on with the project.

Another one of our ongoing jobs around here that some of you may have noticed is our attempt to bring some change to the DCCRs as they stand today. So many hours of work have gone into this project it would be difficult to know just what it takes to try to get this done. We would like to ask for an updated report from director Kathy Daulton.

As you all know, we are nearing the end of a 3 ½ year project to give the members of the Association an opportunity to decide on revisions to the Star Valley Ranch DCC&Rs. Our chance comes only once every 20 years, and it has been quite an experience!

We are now in the last 5 days of our approval period, and this is the moment to acknowledge several people who have worked since the process began in January.

Joe Angelovic has been the chair of our committee since its inception, even getting back in the game after a little heart surgery this winter. Joe and our Board legal chair, Jere Kovach have asked all the questions and found out all the answers we needed to stay on course. THANK YOU.

Committee members Don Baillie and Carolyn Thacker carried the ball this winter – getting the packets to the post office on January 3rd and setting up our systems for recording and storing returned approval forms. Carolyn was also in charge of volunteers, and she did a terrific job of finding help. Those folks who have been calling you since early spring and going door to door since the snow left include Nora Simmons, Jim Vandel, Bob Lujan, Alycyn Culbertson, Larry Sewell, Marty Aroian, Al Redlin, John Daulton and Jim Wheeler, all the Board members and the members of the Committee. THANK YOU.

Don Baillie has been processing the mail and a persistent caller for months, and George Toolson is as relentless at contacting all the association members in Teton County as he has been monitoring the water situation on Cedar Creek. Larry Olsen has kept us laughing while we kept our collective noses to the grindstone. THANK YOU.

Judy and Jere Sylvain called members in the Las Vegas area and many members of our community took seriously our message to encourage friends, neighbors and relatives who own property on Star Valley Ranch to participate in this historic opportunity and we THANK YOU.

We could not have done this project without the help of the Office staff, including Tallia Booker who has patience, good humor, and is a master at training and then delegating work. She is also as smart as a whip and thinks way ahead of the rest of us on a daily basis. As we have called members, we often discover that family circumstances have changed and the records of the Ranch need updating. Both Kathy Schooner and Tallia have been invaluable in sorting out these issues. Kirk Sessions has been a fountain of ideas and support throughout this process. THANK YOU.

A final heartfelt THANK YOU to all of you who have participated. To date we see an overwhelming number of our members who favor the revisions to the DCC&Rs. I know you would like numbers, but Carolyn developed strict recording and cross checking procedures that are important and time-consuming. Luckily we have through the 29th, which is this Wednesday.

We can tell you that we need more approval forms. If you or someone you know has not yet participated, come to the Aspen Hills office where both approval forms and witnesses are available throughout the weekend – both today and Sunday -- and next week thru Wednesday. Better yet, if you call the office at 883-2669 we will come to you with approval forms and live witnesses. Out of town

members need to know that it is too late to mail, but fax and email are excellent options. Carolyn is waiting for your call, your fax or you in person at the office right now.

You don't have to be involved long with the Ranch to see how important volunteer labor is to the annual jobs that get accomplished around here. As your board we would like to again say thank you to all those who have volunteered their time and energies to these and other projects that we are involved in.

This concludes my remarks.

VI. Reading of Minutes of June 26, 2010 Annual Meeting and approval of same:

Member, Liz Beck made the following motion: I move that we accept the minutes as mailed. Gary Braun seconded the motion. Motion passes unanimously.

VII. Report of Number In Attendance, Present In Person Or By Proxy To Determine a Quorum: Election Chairman Sue Johnston reported that there is a quorum.

VIII. Reports of Standing Committees

A. Finance & Legal-Vice Chairman, Jere Kovach gave the following report:

At this time let me read a letter from Hirschi DeCoria and Company, PC.

We have audited the accompanying statement of financial position of Star Valley Ranch Association (a nonprofit organization) as of December 31, 2010, and the related statements of activities and changes in net assets and cash flows for the year then ended. These financial statements are the responsibility of the Association's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Star Valley Ranch Association as of December 31, 2010, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Information on Future Major Repairs and Replacements is supplementary information required by accounting principles generally accepted in the United States of America. This information has not been included as part of these financial statements.

Hirschi DeCoria & Company, PC
Afton, WY 83110

We have made great strides in improving our financial statements and reconciling our active bank accounts during 2010. Kathy Schooner, of our accounting and business information department, has done an outstanding job of transitioning SVRA to a new set of Quick Books with a more organized and logical chart of accounts. I want to take this opportunity to publicly thank both Kathy and Kirk for all the excellent work they have done for us in 2010. They have lifted a huge burden from the Finance & Legal Committee and from the Board of Directors.

On the legal side, our counsel, James Sanderson of Sanderson Law Office has worked with us on many projects. Legal topics have included:

1. Assessments. Jim has aided us in finding owners, getting judgments, and resolving issues with lenders as they foreclosed on properties.
2. Two foreclosures by SVRA to collect assessments
3. Assistance to SVRA in putting title companies on notice of the need to settle up on past due assessments on foreclosed homes.
4. Ongoing consultation of the DCCR revisions.
5. A response to the Dennis Perry complaint on non-enforcement of DCCR's.
6. Work on the Community Center potential lease/sublease with the Town of Star Valley Ranch.

This concludes my report.

B. House and Entertainment-Secretary/Treasurer Ron Meeks gave the following report:

The H&E Committee was restructured during this past year. In August of 2011 Tallia Booker (Co-Chair), Tara Wheeler & Korry Wheeler, determined that H&E should focus on a few major events opposed to a larger number of smaller events. The reasoning behind this was to allow more focus on making the larger events more successful and not burn out the volunteers. The major events for 2011 were the Winter Celebration, Easter Egg Hunt, Property Owner's Weekend, Independence Day Celebration, Arts & Crafts Festival, Trunk or Treat, and Santa on the Ranch. The committee has worked hard to make these events fun and friendly to all members and residents on Star Valley Ranch.

The committee started off the year with the Arts & Crafts Festival. This event brought a lot of traffic with about 60 vendors.

Next was the Trunk or Treat. We had over 150 children, making this event a great event, bringing many of the young families living on the Ranch, out. W

Then we held the first Annual Winter Festival offering Cross Country Skiing, Ice Skating, Sledding while offering cookies, coffee and hot cocoa. There wasn't a huge turnout due to the weather but those who braved the weather had a good time.

Next was the Easter Egg Hunt. Tallia, Tara, Korry and other volunteers spent hours stuffing plastic eggs with candy and prizes for kids of ages between 1 and 13. There were more than 2000 eggs hidden around the barn and silo and on the 1st hole of Cedar Creek. There was a phenomenal turn out and all the kids had a good time.

Recently we have had Karen Segraves and Megan Jenkins join our group, rounding out what seems to be a very creative, outgoing group.

With Property owners weekend and 4th of July upon us now, the committee and volunteers have been working to organize the prizes and games for kids on the Ranch. We would like to see all members and residents take full advantage of the festivities this and next weekend.

The committee is also looking for additional volunteers to help out and provide ideas for activities and events going forward.

C. Utilities-Director George Toolson gave the following report:

Ernie has been a busy camper again this year. He has made new handicap accessible restrooms at the cook shack have been completed. They turned out really nice.

Last winter new activities included groomed snow shoe and cross country trails by our greens keeper, Kurt Richmond.

The pool has had many upgrades thanks to Ernie and others. The pool heater has been replaced; the concrete deck has been replaced. The fencing around the pool has been repaired. The pool has been repainted, a new table with umbrella at the pool. We have replaced the old wood tables at the pavilion with all new tables.

During the winter Ernie complete a complete renovation of the changing rooms at the pool building, putting in new tile on the floors and walls. The tennis court fencing was repaired. The resurfacing of the tennis courts should be complete soon.

The green canyon point of diversion is now in the hands of the Wyoming point of control.

With all the water this year, I am now thinking we should start whitewater rafting down Cedar Creek.

D. Golf and Greens-Director Gary Braun gave the following report:

In talking with many of our Association members I occasionally find some that have forgotten that "they, as Association members, own our two golf courses, the swimming pool, the tennis courts and the commons facilities and grounds. The Golf business is our largest business and our goal remains to try and make golf pay for itself even in these difficult economic times. The Golf Committee and the Greens Committee members share in this goal and have worked very hard over the last 12 months in this direction. We'd like to thank each of these men and women for their time and extra efforts. They are: Myrna Archibald, Mike Blackman, Gayle Brice, Rolf Burmeister, Jim Chumley, Sharon Chumley, Kathy Dietz, Bonnie Johnson, Scott Johnson, Randy King our PGA Professional, Bob Lujan, Vern Madsen, Bob Manning, Kathleen McKinley, Ken McNeal, Kurt Richmond our Course Superintendent, Robie Robinson, Kirk Sessions our General Manager, Donna Thompson, Korry Wheeler and Gary Braun SVRA Golf Director.

Last year we had some lousy weather in May and June but nothing could have prepared us for this 2011 spring. Our snow packs exceeded 178% of normal and we were 2 weeks later than the previous two years opening Cedar Creek and nearly 3 weeks later getting Aspen Hills Open this year. Rainy wet and cold weather is still with us and it seems to hit hardest on Ladies day every Thursday.

Both golf courses are in the best conditions they have ever been in. Kurt Richmond and his greens maintenance crew have done a truly outstanding job so far this year. We have purchased some new Toro equipment, cleaned out the shops and parts rooms, plowed snow all winter and groomed trails, sold unneeded equipment, rebuilt the #8 tee box at Aspen Hills, completed concrete cart paths on 5 more holes last fall, worked with the Town to transplant over 20 trees from our Aspen Hills tree farm, worked on flower bed beautification, enlarged and cleaned up irrigation ditches and ponds to better handle expected snow runoff, and have been cutting grass like crazy to keep up with the rain. (Read and present Kurt Richmond with the attached letter of appreciation).

You will find our Pro Shop well stocked and prices as competitive as we have ever made them with an additional 10% off for Association members. We sold over \$5,000 worth of golf equipment this winter which is over \$5,000 more than we have ever sold during the winter months. A big thank you to Korry Wheeler and his new golf simulator for those winter sales.

With the delayed openings and uncooperative weather our golf rounds are down from this time last year. But when the sun finally shines our rounds are up and play is heavy. For reference the rounds in 2010 through June 24 were 3,302 and through this same date in 2011 the rounds are 2,428. (down 874 rounds YTD). We reduced rates last fall after Labor Day and found a "significant" increase in both internal and external golfers playing well into the late fall with Star Valley Ranch having the best courses and best prices in the Valley. Those fall prices were used this spring again and are planned to be brought back next fall. We have set our summer rates at just \$28 for Cedar Creek for an 18 hole round which includes a golf cart. We have also upgraded our golf cart fleet with the lease of 28 additional brand new carts.

Both the Golf and Greens Committees have already met twice this year. The year's golf tournaments have all been reviewed and improvement changes made, the golf policies are being updated and the golf cart paths to be rebuilt in the next two months are being identified and prioritized.

Finally the Golf Committee and this Association's Board of Directors believe the annual Property Owners weekend should be a weekend once a year that our members and their immediate lineal families can plan on and enjoy. This year, 2011, golf greens fees, tennis and swimming fees will not be charged to our Association members and their lineal family members. If this year's Property Owners weekend, Friday, Saturday and Sunday, are successful, it is this Directors vote to institutionalize this in policy for many years to come. That concludes the Golf and Greens Director report.

IX. Introduction Of Candidates For The Board Of Directors

Derk Izatt & Mike Blackman are both running but not available this morning. Alycyn Culbertson is here this morning. Alycyn please stand. Thank you, Alycyn.

✓ Call for Nominations from the Floor-no nominations stated.

X. Announcements

General Manager, Kirk Sessions gave the following information:

 Polls Close 30 min after meeting adjourns
 Golf Tournament-30 min after meeting adjourns
 Water Wonderland – 12-3 p.m. -Cedar Creek Park
 (Water activities for kids)
 BOD Organization Meeting 4:30 p.m. -Cook Shack
 There will be no dinner held at the barn this year
 Try Mountain View Grill
 Dance 7 p.m. - ???
 Live Music

Vice Chairman, Jere Kovach made the following announcements: On behalf of the four Board members that are remaining, we would like to say Thank you to Curtis, Ron & Paul. They have worked diligently for us. We would like to present each of them with a thank you gift certificate.

XI. Adjournment

Joe Angelovic moved to adjourn the meeting. Kathy Daulton seconded the motion.
Motion passes unanimously.

Meeting was adjourned at 8:55 a.m.