

*The vision of the SVRA is to provide and promote well-maintained facilities and promote affordable recreational and social opportunities for its community under the provisions of the DCC&Rs.*

## **CORPORATE SECRETARY'S GREETING**

Dear SVRA Members,

The order of documents in this packet reflects the order of events coming up:

- The Official Notice, election instructions and candidate information.
- The Annual Meeting Agenda followed by the minutes from the 2022 Annual Meeting.

Voting instructions have been incorporated onto the ballot for your convenience.

Beginning on Friday evening, June 23, 2023 at 7:00 p.m. in the Banquet/Multi-Purpose Room of the Cedar Creek Center, there will be a candidate's forum. Each candidate running for the Board of Directors will be asked to give an opening statement, and then participate in an informal meet and greet until 9:00 p.m. This gives members the opportunity to become better acquainted with potential future Board Members.

You **MUST** write **ALL** the plat and lot numbers you own in order for your vote to be cast for all of your lots. Your vote is verified and cast when matched to the lots you list on the stamped Secretary's Ballot Proxy Envelope. Don't forget to sign the Secretary's Ballot Proxy Envelope before mailing. Members who are unsure of their plat/lot numbers should call the SVRA office at 307-883-2669 or e-mail your question to [office@svrawy.com](mailto:office@svrawy.com).

Property Owner's Weekend, June 23-25<sup>th</sup> is a great celebration on the Ranch. On Friday, Saturday, and Sunday there will be free golf, tennis, and swimming for members with valid membership card with photo. There are many events and activities for members including - a golf tournament, fishing for children 12 and under at the Pond on Aspen Hills #8, a potluck dinner and dance on Saturday night in the barn, and more! Watch the SVRA emails and Facebook page for more information, as the weekend gets closer. The Grill, Three Canyons Restaurant, and Duffer's Lounge will be open. (Three Canyons and Duffer's are located in the Cedar Creek Center) On Saturday, June 24<sup>th</sup> we will host a hamburger and hot dog POT LUCK dinner and dance to live music at the barn. SVRA will provide the hamburgers and hot dogs, please bring a dish to share. Come and join us for a great time!

Ann Earl  
Corporate Secretary

## **OFFICIAL NOTICE**

### **2023 Annual Meeting Star Valley Ranch Association, Inc.**

**Notice is hereby given that the Annual Membership 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 a.m. on Saturday, June 24, 2023 at Star Valley Ranch in the Assembly Hall on the main level in the Cedar Creek Center.**

**On the Agenda is the election of two (2) Directors for 3 year terms.**

## **INFORMATION FOR ALL MEMBERS:**

The 2023 Official Ballot is included with this notice and may be returned by mail in the Secretary's Ballot Proxy Envelope or may be voted in person at the SVRA office up to Friday, June 23<sup>rd</sup> at 4:00 p.m. or at the Annual Membership Meeting. Your vote is verified and cast when matched to the lots you list on the stamped Secretary's Ballot Proxy envelope. Be sure to sign your Secretary's Ballot Proxy Envelope before mailing or dropping it off at the SVRA office.

Registration for voting will begin at 7:00 a.m. on Saturday, June 24<sup>th</sup> at the Cedar Creek Center. Polls will close thirty (30) minutes after the adjournment of the meeting. The Election Committee will post election results online and around SVRA facilities as soon as the votes are tabulated.

## **ELECTION NOTICE:**

### **Need for 30% Quorum**

**A 30% quorum of all members (estimated over 500) by attendance, proxy or absentee vote is necessary in order to complete the election or conduct any official business at the Annual Membership Meeting. It is VERY important to cast your vote and add to the quorum numbers. If you abstain, your vote is also counted as part of the quorum, not for an individual.**

### **Options for filling the open Director's position**

1. Nominations shall also be accepted from the floor by petition with the required signatures thereon at the Meeting by proper nomination, i.e., nomination to be supported by at least ten (10) members in good standing. \**Star Valley Ranch*

*Association Annual Membership Meeting Voting Procedures Section 8*

- Official petitions are available at the SVRA office.
- "In good standing" means that a member has no outstanding assessment delinquencies, excluding interest or collection fees, or citations outstanding with the Association.
- Only one owner's signature per lot will be counted for the petition.

2. Vacancies on the Board of Directors may be filled by a majority of the remaining Directors, though less than a quorum, and each Director so elected shall hold office until his successor is elected at an Annual Meeting of members, or at a special meeting called for that purpose...If any Director tenders his resignation to the Board of Directors, the Board shall have power to elect a successor to take office at such time as the resignation shall become effective. \**By-Laws of Star Valley Ranch Association Article VIII Section 4*

## **Annual Meeting Voting Procedures**

1. All Members who wish to vote must have paid in full the 2023 Annual Assessment, (including any previous year assessments due) excluding interest and collection fees, by June 16<sup>th</sup>, 2023 at 8:00 a.m.
2. If you plan to attend the Annual Meeting in person, vote as follows:
  - a. Register with the clerk before entering the Annual Meeting.
  - b. Mark the 2023 Official Ballot after nominations are closed. Place the ballot in the ballot envelope and seal.
  - c. Give the ballot to the Ballot Clerk.
  - d. Voting will be closed thirty (30) minutes after the Annual Meeting is adjourned.
3. If you are unable to attend the Annual Meeting, vote as follows:
  - a. Mark the 2023 Official Ballot and place it in the ballot envelope and seal the envelope.
  - b. Place the ballot envelope in the return envelope and seal it as well.
  - c. List **all** plats and lots you own on the lines on the backside of the return envelope. Then **Sign and Date in ink** the Secretary Proxy Statement also on the back side and mail it to us. The postage has been prepaid for your convenience. Remember, your vote will **NOT** be counted if you fail to sign and date the Proxy, and your vote can only be cast for the plats/lots that you list properly. If you cannot remember the plat/lot numbers of your lots, call or e-mail the SVRA Office at 307-883-2669 or [office@svrawy.com](mailto:office@svrawy.com).
4. If you choose to give your voting rights to someone other than the Corporate Secretary by proxy, mail or fax your Official Member Proxy directly to that person and they will then cast your vote. **DO NOT** return an empty SVRA provided envelope to us.
5. Mailed ballots must be received in the Association mailbox by 7:00 a.m. on June 24<sup>th</sup>, 2023, if they are to be counted. Ballots in signed and dated return envelopes may be hand-delivered to the Star Valley Ranch Association Office by 4:00 p.m. on June 23<sup>rd</sup>, 2023.
6. You will have one (1) vote for each open seat on the Board of Directors. Mark your single ballot for no more than two (2) candidates running for the two, three-year (3-year) terms. Please refer to the instructions on the 2023 Official Ballot.

7. Any person listed on the deed is eligible to vote, however, each lot is entitled to only one vote. The Association will count only the **first** ballot cast by a listed title owner or the **last** proxy signed by a listed title owner. No proxy will be allowed to change a vote once a ballot has been cast.

If the property is owned by a trust, the Association will treat the Trustees as the owners of record.

All voting ballots and proxies for properties or lots owned by a corporation, partnership, limited liability company, or other entity must be supported by a Resolution identifying the one person authorized to vote or sign a proxy. Please ensure that your Resolution is on file in the SVRA office or that it is included with your ballot.

## **CANDIDATE INTRODUCTIONS**

### **Jim Manwill**

#### **2023 SVRA Board of Directors Candidate**



Greetings! I'm Jim Manwill. My wife Terry and I are still fairly new to Star Valley. We started visiting the area about 8 years ago and fell in love with it. We absolutely enjoy it here, at least the summers! We're snowbirds and like many, we reside in Mesquite, NV during the winter. Some of my hobbies and passions are golf, fly fishing, cycling, yard card and photography, so of course spending time here is a dream come true.

I'm currently on the SVRA Board as I was selected by the Board to fill a resigning member's position late last year. I'm serving as the Golf and Greens committee chair. I find this Board has a lot on their plate and I believe with my business and mechanical experience plus my past service on several Boards and Committees, I can share my expertise and continue to be an asset. I'm a very transparent person. I'm good at conflict management, I have a good sense to see both side, I'm very approachable, an independent thinking, I'm creative, I may be old fashioned but I still prefer a discussion face to face, and to keep things in perspective, I have a good sense of humor.

To give my background, my wife of 45 years and I were both born and raised in the Salt Lake City area. I grew up working in our family's plumbing and heating business, Manwill Plumbing and Heating. In 1996 we purchased the business at which time had 14 employees. Within a few years we grew the business to 45-50 employees and became a very well-known and respected company receiving many local and national awards. Terry and I are currently retired and in the process of selling the majority of the business to a family member and my longtime assistant. I do remain as Chairman on our Board of Directors. Terry and I also own and lease out commercial and residential properties which has given me the opportunity to learn a considerable amount in regards to lease agreements.

Boards and committees I've served on include; 4 year Board member and past President of the Utah Plumbing Heating Air Contractors Association, 3 yr. Board member of Rocky Mountain Gas Association, 4 yr. Board member and past President of Hidden Valley Country Club. Currently; Board Chair of Manwill Plumbing and Heating, Vice President of Vista Heights HOA in Mesquite NV, SVRA Board member, and Vice President of SVRA Men's Golf Association.

I appreciate the time I've served on the SVRA Board and I'm asking for your vote in this upcoming election.

### **Wade Bitter**

#### **2023 SVRA Board of Directors Candidate**



Why am I running for a board member position for our Star Valley Ranch Association? Short answer is that I have a strong desire to serve and assist with being a good steward of the members' annual association dues. I have worked my entire professional career in various finance and accounting leadership roles and understand how to create and establish budgets and prioritizing spending.

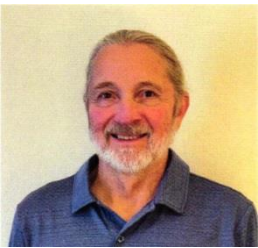
I have worked with various Board of Directors groups over the years ensuring that financial integrity is a high priority.

I volunteered this year to serve on the Finance Committee of our Association and have learned a great deal about how the process has worked in the past regarding member dues and how our dollars are spent and I feel it is time to move forward and establish a logical methodology that can be easily explained and supported while also providing transparency to the members.

My wife (Susie) and I have owned our home on the ranch for ten years and lived here only seasonally until 2020, when we moved permanently to Star Valley from Houston, Texas. I am a native Wyomingite and love to run (you've probably seen me out on the roads waving as you pass by), climb mountains and playing golf. I would appreciate your vote and I will serve you as all members should be served. All of you are what make this a special place to live and we all have the same objective to keep it that way.

## **Bobby Dickerson**

### **2023 SVRA Board of Directors Candidate**



I'm Bobby Dickerson and I was born in Tishomingo, Oklahoma and grew up on a dairy farm in Oklahoma. A 1976 graduate of Milburn High School, I have a Bachelor of Science in Health, Physical Education and Recreation from East Central University (ECU) in Ada, Oklahoma and a Master of Science Management from Southern Nazarene University, (SNU) in Bethany, Oklahoma. I have a background in business operations and project management, and spent 20 plus years serving our country in the military. I have led large teams that have completed multi-million-dollar projects.

My wife, Diane and I moved to Star Valley Ranch 3 years ago, and are full-time residents. I am an outdoor enthusiast and love to photograph wildlife. I love Wyoming and Star Valley Ranch and after looking for ways to become more involved in the community I decided to run for the board to help bring the voice of the entire community to every decision.

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## **ANNUAL MEMBERSHIP MEETING AGENDA**

**June 25, 2022**

**Star Valley Ranch Association Cedar Creek Center  
1800 Cedar Creek Drive  
Star Valley Ranch, WY 83127**

7:00 AM: Open Registration and Voting

8:00 AM: Annual Meeting

Call to Order

Pledge of Allegiance

Reading of Official Notice

Opening Remarks: Chuck Endres, Chairman

Review of 2021 Financial Audit: DeCoria and Company, PC

Report of the number in attendance, present in person or by proxy to determine a quorum: Election Chairman

Reading of Minutes June 26, 2021 Annual Meeting and approval of same

Reports of Standing Committees

Introduction of candidates for the Board of Directors

Announcements

Adjournment

Golf Tournament starts ½ hour after meeting adjourns.

Polls will close thirty (30) minutes after the meeting adjourns. Results of the election will be posted in the Barn, the Cedar Creek Center Assembly Hall, at Administrative Office, on our website, and Facebook page when tabulated.

**Star Valley Ranch Association  
2022 Annual Membership Meeting  
JUNE 25, 2022  
SVRA Cedar Creek Center - 1800 Cedar Creek Drive**

**In Attendance:**

Chuck Endres-Chairman

Carolyn Thacker-Vice Chairman

Ken D'Souza-Treasurer

Ann Earl-Secretary

George Toolson-Director

Paulette Black-Director

Marsha Combe-Director-Absent

The 2022 Annual Meeting was called to order at 8:00 A.M. by Chairman Endres.

**Pledge of Allegiance**

The Presentation of the colors was presented by the VFW. The Pledge of Allegiance was said by all members present.

**Reading of Official Notice: Secretary Earl read the following:**

Notice is hereby given that the Annual Membership 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 A.M. on Saturday, June 25, 2022 at Star Valley Ranch in the Assembly Hall on the main level in the Cedar Creek Center. On the agenda today is the election of 2 directors for 3 year terms.

**Opening Remarks: Chairman Endres made the following remarks:**

We have had a good year. We have taken down the Aspen Hills building. Future plans for up there are still being decided. We have done a lot of beautification. We continue to do maintenance on our new building.

This weekend is Property Owners weekend. We have the election, golf tournament, executive organizational meeting to welcome the new directors, then we will have a bbq starting at 6 P.M. with a dance after. The pool is open for members only this weekend.

Review of 2020 Financial Audit: DeCoria and Company's Senior Auditor, Phil Tippetts, reported the following: We have audited the financial statements of the Star Valley Ranch Association (a nonprofit organization), as of December 31<sup>st</sup> 2021 and 2020. In our opinion the financial statements referred to above represent fairly in all material aspects of the financial position of Star Valley Ranch as of December 31<sup>st</sup> 2021. Our responsibility is to express our opinions based on our findings of these audits. We found that SVRA keeps a consistent and healthy financial position.

As an auditor I have two separate things that I have to consider. I have Tallia who runs the day to day operations then I have the Board that sets policy and is the checks and balances to this organization. The manager is responsible for the preparation and fair presentation of the financial statements. This means that if Tallia is doing her job you can count on these financial statements to be correct. Everything that we found shows that she is doing an awesome job.

Report of the Number in Attendance: Election Committee Chairperson Carol Woodward reported we have exceeded the quorum requirement.

Reading of Minutes of June 26, 2021 Annual Meeting and approval of same:

Member, Chris Combe made a motion to accept the meeting minutes from the 2021 Annual Meeting as they were written and distributed.

Member, Mike Wardle seconded the motion.

Motion passed unanimously.

### **Reports of Standing Committees:**

**Chairman Report:** Chairman Endres gave the following report:

The election has basically dominated the news this month. We would like all the candidates to remove all of their signs as quickly as they can.

We currently have an adopt a hole program going on where members can pick a hole and clean it up. We encourage everyone to participate in this program.

We would like to thank the Men's Association for volunteering their time to plant sod on #3 and #5 of Cedar Creek. Without our volunteers a lot of things around the Ranch would not get done. We have a very good volunteer program.

We would like to thank Anne Simmons for planting all the flowers around the barn.

A few of our guys went through the beverage cart that we own and got it fixed up.

**Golf and Greens Committee:** Director Toolson gave the following report:

One year ago I sat here and reported outstanding numbers for the 2019/2020 season for a 12 month period. I also asked everyone to pray for rain because it was exceptionally dry. We had dry weather so everyone was playing golf. This past year is not as good as 2019/2020 to this point. I believe this to be partially because winter did not want to give up this year and we don't have many ducks lined up to go play golf. The following figures are for June 24th, 2020 to June 23rd, 2021 compared to June 24th 2021 to June 23rd 2022. 20/21 golf income was recorded at \$732,372.03 compared to \$750,794.91, up \$18,422.88 for the past 12 months. Golf

course maintenance and Pro Shop expenses are also up \$42,145.43 for the past 12 months. Green fee income is down by \$7,280.83 for 21/22, cart income is also down by \$11,953.77, merchandise income is up \$14,313.05, season passes are up \$22,641.00, punch cards are up \$3,802.73, annual trail fees are down \$2,280.00. Total Rounds are down 805 rounds for 2021/2022 time frame.

So far this year we have not been lacking water from Green Canyon or Mother Nature. We are looking into a replacement pump for the Cedar Creek pump house along with a floating pump for Aspen Hills pond on #8. In case of drought conditions later on, we want to be prepared so we can keep putting water on both golf courses. We are looking at replacing cart path from #15 tee box of Cedar Creek course to #16 tee.

Recently the golf course maintenance crew along with a whole bunch of volunteers placed sod on the new tee boxes of #3 and #5 at Cedar Creek.

Ladies Golf Association is in full swing on Tuesdays and Thursdays with the Men's association playing on Mondays and Wednesdays. Information is available from Pro Shop staff if you would like to join in. Golf tournaments already in the books for this year include; Star Valley Health, Wildland Firefighters and the 12th Annual Mixed Moose. Upcoming tournaments include; Property Owners Tournament (30 minutes after this meeting concludes), Member/Guest, Rhinestone, Member/Member, Sponsor Scramble, Thayne Senior Center, and Mens and Ladies Club Championships. A big "Thank You" to Tallia and her administrative staff, Kurt and golf course maintenance crew and the Pro Shop staff. A special "Thank You" goes out to Carol Woodward and Donna Thompson for tackling "Golf Genius" and volunteering many hours setting up ladies/mens events and tournaments. Which brings me to the final point, we are still looking for a new "Pro", keep your eyes and ears open and if you know of someone, send them our way.

**House and Entertainment:** Director Black gave the following report:

Star Valley Ranch Association has sponsored many successful activities this past year even with Covid precautions.

June 2021, Property Owner's weekend was a highlight of the summer with many members taking advantage of the free swim and golf for members on that weekend. The Sat BBQ Potluck of Property Owner's weekend was well attended. There were "movies in the park" with free popcorn scheduled last summer but unfortunately, due to weather, were cancelled or postponed.

July 4<sup>th</sup> 2021 was another popular event sponsored by SVRA with a flag raising ceremony, pancake breakfast, races for youth and a carnival. There was a great turnout from the community and we look forward to another fun July 4th celebration coming up next week for 2022.

July 16th 2021, SVRA sponsored Kip Attaway which proved to be a very entertaining evening.

SVRA sponsored garage sales were well attended last June & August 2021 and continue to be very popular. On average, we have approximately 25 homes that sign up to have garage sales. Last year there was a pulled pork BBQ potluck on August 21st, the evening of the August garage sale, with a dance at 7:00 P.M.

October 30, 2021 SVRA hosted a Trunk or Treat and the very popular Haunted Barn. The event was very well attended by the community. We had many comments on how amazing the barn was decorated, thanks to our SVRA staff. There was also a "friendly" haunted house for younger children.

During the winter of 2021 – 2022, SVRA opened up the popular ice rink and we groomed trails for cross country skiers. We also worked to make snowmobiling on the ranch a better experience.

April 16th, 2022, we sponsored an Easter Egg Hunt with about 1500 filled eggs. Attendance was much better than the year before and children left with lots of goodies. During fall 2021, a survey was sent to members asking for feedback on what community activities you enjoy the most and we asked for your suggestions. We continue to try and provide activities you want and enjoy.

Just a quick overview of upcoming events for 2022:

Friday, July 1st Movie in the Park “Lilo & Stitch” at dusk

Monday, July 4th – Independence Day Celebration - Flag Raising, Pancake Breakfast, youth races, carnival and much more

Friday, July 29th- Movie in the Park

August 20th – Community Garage Sale

September 10th- Chili Cook off and Dance

September 17th – Craft Fair in the Barn

October 31- Trunk or Treat and Haunted Barn

December 10th – Santa on the Ranch

A special thank you to our SVRA staff and community volunteers who help to make these events successful!! You are appreciated.

**Finance and Legal Committee:** Treasurer D’Souza gave the following report:

Legal update:

On November 18, 2021, the Lincoln County District Court issued its final decision in Civil Action suit filed against the Star Valley Ranch Association by Plaintiffs Kittleson and Daley. Based on prior rulings, the Court declined to entertain the Plaintiffs’ previous challenge to the Member Center or its funding. In its final order, the Court also ruled: (1) Plaintiffs are not entitled to any “damages;” (2) “the public shall be permitted to continue to use the amenities subject to the Association’s imposition of reasonable use fees;” (3) Plaintiffs’ theories regarding annual assessment overcharges are contrary to the Covenants; and (4) notwithstanding the failure of Plaintiffs’ claims as alleged, “[t]he Association must levy annual assessments that do not exceed the calculated maximum annual assessment for each set of Covenants” as interpreted by the Court.

### **Restructuring of Annual Assessments:**

For several years, the Star Valley Ranch Association has levied a uniform annual assessment which has seen modest increases each year based upon the prior year’s assessment plus an annual inflation adjustment—i.e., annual rises to the Consumer Price Index (or CPI). But the Lincoln County District Court has concluded that this methodology is inconsistent with our Covenants. The Court has determined that our assessments cannot be set simply based upon the prior year’s assessment (plus inflation) but instead must be calibrated from the “base maximums” dating back to the different years in which the various covenant sets were recorded. Because there are seven different versions of these “base maximums” and/or base starting years contained within Article VI, Section 3(a) of the eleven (11) sets of Star Valley Ranch covenants, the Court has determined that the Association “must recalibrate its annual assessment module” and “assess annual [assessments] in accordance with the strict maximums calculated for each phase of Covenants.”

The Association Board has retained an actuarial expert to calculate the maximum annual assessment amounts allowed in each plat of the Star Valley Ranch for 2022 consistent with the Court’s ruling. The Court has made it clear that our annual assessments to owners within a given plat cannot exceed the maximum amount allowed in that particular plat as determined by the formula supplied by the Court. That said, the Court’s ruling does not require us to assess every plat at the maximum amount allowed for that plat.

Given the ground rules established by the Court, our assessments for the year 2022 were quite different than in years past. The Board concluded that, at least for 2022, it is important that we maintain the historic revenue level generated by our recent assessments. To accomplish this, the Board established assessments within each plat that (i) do not exceed the maximum amount allowed for a particular plat, and (ii) are as low as possible to maintain our historic revenues from assessments. The unfortunate upshot to that was some homeowners were



assessed a higher amount depending on the specific language of the covenants recorded against their plat. We updated our annual assessment operating policy to reflect this change.

**Finance Report:**

The 2021 reconciliation of the budget highlighted legal expense of \$68,296 for the Kittleson/Dailey lawsuit. There were unbudgeted expenses of \$27,016 from the operating account for blinds and gutters/heat tape. We also had unbudgeted expenses of \$31,031 for various capital improvements (Railing, copy machine and landscaping). We had the A-frame demo done at a cost of \$60,937 (DEQ requirements forced the cost to be higher than anticipated). We were still able to transfer \$216,284 to the operating budget for 2022. To date our net income is 17% better than budget.

**Architectural Control Committee:** Vice Chairman Thacker gave the following report:  
Welcome to the Star Valley Ranch Association Annual Membership meeting

I am giving a report on the permits that the Architectural Control Committee have received and approved since the last Annual Membership meeting held June 26, 2021.

- 32 New homes with attached garages
- 8 Detached garages
- 1 Carport
- 12 Fences
- 12 Front yard landscaping
- 7 Decks or deck extensions

We have also approved 24 miscellaneous permits, for a total of 96 permits. It has been a very active year. I want to thank Mike Wardle for his help with the Architectural Control Committee. He has always been prompt in reviewing all the applications.

**X. Introduction of candidates of the Board of Directors:** Chairman Endres stated this year he is running for re-election as well as George Toolson. The new candidates this year are Mike Wardle and Tony Viollis.

**XI. Announcements:** Chairman Endres announced the following: Officially polls will close 30 minutes after the adjournment of this meeting. This afternoon there will be an executive organizational meeting at 4:30. The financials will be available on the website if you would like to review those. The Property Owners golf tournament will begin 30 minutes after this meeting.

**XI. Adjournment:**

Member, Mike Black made a motion to adjourn the 2022 Annual Membership Meeting.  
Member, Ron Denney seconded the motion.  
Motion passed unanimously at 8:30 A.M.