



Candidate Interview & Executive Meeting
January 19, 2024
12:59 p.m.
Board Room – Cedar Creek Center and
Zoom Meeting

Carolyn Thacker: Chairman - Present
Ken D'Souza: Vice Chairman – Present via Zoom
Paulette Black: Secretary – Present
Mike Perretta: Treasurer - Present
Tony Viollis: Director - Present
Bobby Dickerson: Director – Present
Mike Wardle: Director – Present

Call to order:

Chairman Thacker begins the meeting at 12:59p.m.

Agenda:

Fiscal Year End Closing Operating Policy regarding the Bank of Star Valley Operating Checking Account
Certificate of Deposits (CD)
Simple IRA – Vanguard
Green Canyon
Board of Director Onboarding Booklet Update & Signing Policies

General Manager, Keri Sawdy gave a synopsis of the Fiscal Year End Closing Operating Policy. Keri relayed to the Board her recommendations of Capital Expenditure funds not spent in 2023 and how the unused or remaining funds should be utilized in 2024. The areas discussed were the Green Canyon Project with \$2,184.10, a second pool pump at \$2,500.00, hole #7 PRV building to be reallocated in the amount of \$2,500.00 to the Green Canyon Project and replacement of the de-sanding house roofs, the remaining funds of \$6,540.25 from the Aspen Hills Cart Barn/Driving Range Stairs to be reallocated to the Cedar Creek Center connection to the Driving Range and lastly, retaining \$15,000.00 allocated to cart path improvement for the construction of the same in 2024.

The General Manager discussed the movement of the membership's savings from Arizona Financial to a Wells Fargo non-callable Certificate of Deposit at the rate of 4.75% for twelve (12) months. A second Certificate of Deposit was maturing on this date (01/19/2024) in the amount of \$100,000.00 from the Bank of Providence. Keri asked the Board if they wanted her to keep the offset maturity of the CD's in six (6) month and twelve (12) month intervals for maturity. The Board agreed to have Keri look into the rates for another six (6) month CD.

Keri expressed that she is still waiting to hear back from Vanguard regarding a second Simple IRA for the company as the current broker, Edward Jones, would not take on the additional team members due to Edward Jones' push for long-term investing. The Vanguard account mirrors that of Edward Jones in which the parameters for eligibility are two years of a \$5,000.00 gross income, that do not need to be consecutive, and the employee must be slated to earn at least \$5,000.00

for the current year. The amounts that were unable to be deposited in 2023 to Edward Jones have also been held over in the Operating Account to be funded in 2024 with Vanguard.

Director Wardle discusses that the engineering has been completed for the Green Canyon Water Project and that the Association needs to get it out to bid. The bid should be in two parts, the first in relation to the project that lies within the borders of the Town of Star Valley Ranch and the second as it relates to the section of work that lies within Federal land. Avail Construction was awarded the contract for the Town of Star Valley Ranch's spring construction and Director Wardle recommended we also contact Avail in the hopes that we can coordinate our project with the town's to minimize the disruption to our members and potentially lessen the cost of mobilization.

Keri identified the updates she made to all incoming Board of Director's Onboarding Booklets. The updates included the Wyoming Non-Profit gambling laws, a copy of all tenant leases, and the employee handbook.

Keri gave Director Perretta the Board of Director Code of Conduct and Confidentiality Policy to sign.

Chairman Thacker opens the subject of trust that was brought forth within the Board of Director candidate interviews by Diane Dickerson. Director Bobby Dickerson was then personally addressed in relation to the perceived lack of communication over the course of his six (6) month tenure. Chairman Thacker addresses that there were fifteen (15) instances of non replies to emails from the General Manager asking the Board of Directors for a vote or permission to move forward within her scope of work. Chairman Thacker continues and relays that there have been three (3) remarks to or about team members that are perceived to be as discouraging and two (2) threats to sue the Association. Chairman Thacker states that during the candidate interviews, when she asked Director Dickerson to recuse himself from interviewing his wife Diane, she (Chairman Thacker), felt attacked by Director Dickerson in response to his remarks. The discussion continues with the Board, where Director Wardle touches upon the proper decorum for meetings that do not include yelling at one another when there is a difference of opinion.

Secretary Black expressed her opinion that she feels Director Dickerson has had a difficult time since he was removed as the House and Entertainment Chairman. Director Black takes a piece of notebook paper and vocalizes that she has quit the board as she pens her resignation and places the paper in the center of the table.

Chairman Thacker expresses her desire to call for a vote of Director Dickerson's removal from the Board of Directors as Secretary Black and Director Dickerson exit the conference room.

Chairman Thacker calls for a vote in the removal of Director Dickerson from the Board of Directors and acknowledges Secretary Black's resignation.

Director Viollis: Removal
Director Wardle: Removal
Director Perretta was offered the ability to abstain from voting by Chairman Thacker.

The vote was postponed and further discussion of Director Dickerson's tenure continued with the remaining Board Members and the General Manager. At the conclusion of the discussion, the remaining Board of Directors decided to continue with the voting process.

Director Perretta: Removal
Vice Chairman D'Souza: Removal
Chairman Thacker: Removal

The remaining Directors discuss the replacement of Secretary Black, Director Dickerson and their reorganization of Committee Chairs. The Directors agree to and nominate their candidates of Ann Earl for Secretary and George Toolson to replace Director Dickerson.

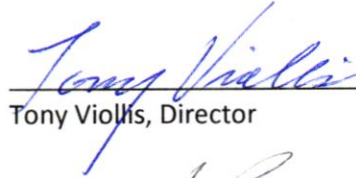
The General Manger recommends to the Board to host a meeting for the membership to discuss the events that have transpired within the Board of Directors over the past months with regards to the resignation of Director Bitter, Secretary Black and the removal of Director Dickerson. A date was chosen for February 1, 2024.

Adjournment:

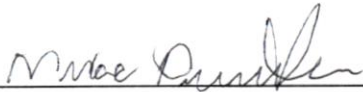
Chairman Thacker adjourned the meeting at 2:41p.m.



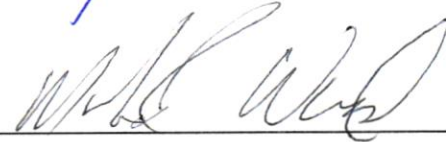
Carolyn Thacker, Chairman



Tony Viollis, Director



Mike Perretta, Director



Mike Wardle, Director

Ken D'Souza, Vice Chairman