

## Meeting Minutes

Board of Directors of the Red Rock Road Enhancement Maintenance District  
January 15, 2013 – 2:00 p.m. at  
Village Of Oak Creek Community Center, 690 Bell Rock Boulevard, Sedona, Arizona

*District Board Meeting Guidelines: The meeting will be held in accordance with A.R.S. Title 38 Open Meeting Laws. Board and attendees participation shall be civil and courteous. Any disruptive behavior could result in removal from the meeting. Comments and questions from the public shall be called upon by the Board Chairman, and shall begin with stating and spelling of the speaker's name and address. All comments and questions shall be directed to the Board Chairperson. Persons with a disability may request a reasonable accommodation such as a sign language interpreter, by contacting Jennifer Bartos, Improvement District Services, Inc. at (928) 443-9484. Requests should be made as early as possible to allow time to arrange the accommodation. Requests for copies of Board Meeting minutes or other District documents, inquiries, or complaints should be submitted in writing to: Improvement District Services, Inc., 1965 Commerce Center Circle, Suite A, Prescott, AZ 86301.*

Call to Order – Steve Fiedler, Dave Norton, Joanne Johnson, Mark Mumaw and Richard Sidy

Also present and participating in the meeting were: Jennifer Bartos and Karen Davis, Improvement District Services, Inc.; Ana Wayman-Trujillo, Yavapai County Special Districts Coordinator; Tom Graham, VOC Resident and All American Road Committee.

1. Directors draw for office terms and appoint a Chair and Vice-Chair.

Motion: made by Director Mumaw to nominate Dave Norton for Chairman, second by Director Johnson.

Unanimous Approval

Motion: made by Director Fiedler to nominate Mark Mumaw for Vice-Chair, second by Director Johnson.

Unanimous Approval

Board of Directors Terms of Office were determined as: Joanne Johnson, Four-year term; Mark Mumaw, Four-year term; Dave Norton, Four-year term; Richard Sidy, Two-year term; Steve Fiedler, Two-year term.

Motion: made by Vice-Chair Mumaw to create these terms for the Board of Directors positions, second by Director Johnson.

Unanimous Approval

2. Discussion and possible action to approve a contract for Administrative Services with Improvement District Services, Inc.

A proposal was presented by Jennifer Bartos and Karen Davis. The Board expressed concerns that quarterly meetings, as stated in the proposal, may not be enough in the beginning. Therefore, it was agreed that for the first six months of the contract (until June 30, 2013), Board meetings will be held as needed monthly and I.D.S. staff will attend at no additional charge. Chairman Norton asked for page numbers to be placed on documents. Vice-Chair Mumaw made note that the Board could not find a competitor to get another bid from for administrative services. Director Sidy said he thought the price was reasonable and Vice-Chair Mumaw agreed.

Motion: made by Vice-Chair Mumaw to approve the contract for administrative services with Improvement District Services, Inc., second by Director Fiedler.

Unanimous Approval

Contracts were signed.

3. Discussion and possible action to appoint Jennifer Bartos as District Clerk and exchange Board and staff contact information.  
Jennifer explained that this is an official position as the representative of the Board of Directors.

Motion: made by Director Johnson to appoint Jennifer Bartos as District Clerk, second by Vice-Chair Mumaw.  
Unanimous Approval

Board contact information was recorded. Jennifer was asked to produce a contact list.

4. Discussion and possible action to establish regular meeting dates, times and location.  
Chairman Norton said VOCA has asked for a letter from the Board requesting a meeting room for Board of Directors meetings. Jennifer will send the letter. It was agreed that because the Board Members and staff are just beginning, monthly meetings will be held as necessary until June. At that time, it is hoped that quarterly meetings will be sufficient to conduct District business.

Motion: made by Vice-Chair Mumaw to hold meetings on the third Tuesday of each month at 2:00 at the Village of Oak Creek Community Center, second by Director Johnson.  
Unanimous Approval

Meeting dates: February 19, 2013  
March 19, 2013  
April 16, 2013  
May 21, 2013  
June 18, 2013  
July 16, 2013  
Tentative - August 20, 2013  
Tentative - September 17, 2013  
October 15, 2013  
Tentative - November 19, 2013  
Tentative - December 17, 2013

5. Discussion and possible action to establish policies, account signing and spending limit authority.  
Jennifer told the Board that I.D.S. money handling policies are that Karen Davis issues the warrants for invoices and Jennifer signs for typical expenditures. However, she said it would be important for the Board to adopt a spending limit for emergency or unexpected expenditures by the landscape contractor. She recommended that anything over the designated spending limit should be pre-approved by a designated Board Member, except in an extreme emergency. In that case, contact should be made with the District office and/or the Chair or Vice-Chair. Director Fiedler said that he feels a \$500.00 spending limit should be sufficient. Director Sidy agreed. Chairman Norton said he did not feel \$500.00 was enough and Vice-Chair Mumaw agreed. Further discussion continued.

Motion: made by Vice-Chair Mumaw to establish a \$1,000.00 spending limit for items other than contracts and routine expenditures, any amount over that must be approved by the Chairman or Vice-Chair, second by Director Johnson.  
3 votes Yes / 2 votes No - Fiedler & Sidy – Motion passed

Motion: made by Vice-Chair Mumaw to appoint Jennifer Bartos, the Chair and Vice-Chair as signers on the account, second by Director Johnson.  
Unanimous Approval

6. Discussion and possible action regarding District Liability and Directors Insurance.  
Ana Wayman-Trujillo confirmed there are two insurance policies, one for liability and the other is for Directors insurance. Karen told the Board that she will obtain a copy of the declaration page for the Board Members. Jennifer was asked to invite Bill Weber to the next meeting. The Board would like to have a list of the Districts assets and clarification from ADOT on who owns what and who is responsible to maintain such. The Board requested an ADOT presentation, Vernon Dumbeck from Flagstaff.

No action taken

7. Discussion to review the FY 2012/2013 Budget, contracts and District finances.  
The fund balance for the District was confirmed as \$149,904.84, as of December 31, 2012. The Board requested information on District accounts and an anticipated budget for the next meeting. Karen told the Board that the budgets should be adopted by July so budget discussions should begin no later than March or April for possible adoption in May or June. She said a budget comparison report will be presented to the Board at each monthly or quarterly meeting, along with a list of warrants written for the previous period for the Board's approval.

Director Fiedler asked for a list of items from the Board for discussion with the landscape contract. Jennifer was asked to invite a Green Earth representative to attend a meeting in March or April to review the tasks in the contract. The Board would like to know exactly what the routine services are and when they are performed. There is also a question on who replaces bulbs in the pedestrian lighting. Additionally, Director Fiedler asked to have a copy of a previous invoice that was paid to Green Earth for approximately \$5,000. Next agenda – consideration to appoint a Board liaison with Green Earth regarding the landscape maintenance. Jennifer was asked to see if she can find the original bid documents for the landscape contract.

The Board requested that notification of the change in District management be sent to ADOT, Yavapai County, the Sheriff's office, Sedona Fire District, DPS, Big Park Water and Arizona Water. Director Johnson said that one of the pedestrian lights are out, the 1<sup>st</sup> light that you come to while driving north, on the west side of the highway. She said the lights should be timed to be on from dusk to 10:00 p.m. It is uncertain who maintains the pedestrian lighting. Jennifer was asked to inquire with Green Earth about that and as-built drawings.

8. Discussion regarding a District Ordinance.  
Jennifer told the Board that an Ordinance can be helpful to record District policies. It was agreed that an Ordinance will be addressed at future meetings and possibly adopted with the new budget in May or June.

Public Comment Period: The public will be given the opportunity to comment to the Board of Directors on non-agenda item issues pertaining to the District. This is the time for the public to comment. Members of the Board may not discuss items that are not specifically identified on the agenda. Therefore, pursuant to A.R.S. § 38-431.01(G), action taken as a result of public comment will be limited to directing staff to study the matter, responding to any criticism or scheduling the matter for further consideration and decision at a later date. Two minutes will be allowed for each speaker.