

Minutes of the Fourth Quarter POATRI Board of Directors Meeting January 26, 2013

The Board meeting was called to order at approximately 10:02 am.

Vice President Paul Burger presided in the absence of President Marbert Moore.

Role Call and certification of Board members.

Present: Paul Burger, Jeff Daly, Tom Goff, John Gray, Dori Ramsay, Vern Stump, Randall Williford

Absent: Marbert Moore

There were several public service announcements.

1. The Christmas Mountains Research Symposium sponsored by Texas State University System on May 13-15 was announced. Posters were available and property owners were invited.
2. TFEMS was holding its 3rd Annual Fireman's Ball on April 6, 2013. Tom Ramsay announced the next meetings of Movies at the Bunkhouse and the Reading Round the Ranch Book club.
3. Tom Ramsay announced the next meeting of Reading Round the Ranch would be Feb 6th.

Minutes from the October meeting were accepted with a motion by Tom Goff, seconded by Jeff Daly. All directors present approved except for Randall who abstained.

Treasurer's Report

John Gray gave the treasurer's report. Four printouts were available: Cash Financial Summary, P & L by class, P & L versus the budget, and the SAC Summary Sheet. John reported that we are in good financial condition. Our assessment revenue was on target and our lodge income exceeded expectations dramatically. We have a surplus due to reduced legal fees, staffing positions that were vacant and increased supplemental income. Later in the meeting we will earmark funds for use in the coming year.

Combined President/Manager's Report

Dori Ramsay gave a combined report. President Marbert Moore has been in Austin with his wife who has been seriously ill. We miss them both, they have been tremendous assets and we look forward to their return.

Until Marbert's departure in December, he, John Gray and Dori Ramsay were acting in concert as Manager. The staff has continued to do a great job and support us as we work without a manager.

We've had numerous water issues in the last quarter. The Smith well, due to Marbert's foresight and work, has had all the paperwork submitted by our consulting engineer, and is online with TCEQ being notified. The 3 Mile wells have had trouble. The little pump burned up, the big pump started cavitating, due to low water levels. These wells will remain as POATRI's backup wells, and with the recent rains and

rest, we expect them to be fine as a backup water source. The non-potable well pump died around New Year's eve. We replaced it on the cold and nasty evening of January 3, 2013, just before the snow storm.

The lodge was full during Hunt season and also from Christmas through New Year's Day. Comments from guests have been overwhelmingly positive. We have just replaced 8 of our old beds with new Queen sized beds. The mattresses were in need of replacing and we have had many requests for queens so we took this opportunity to do so.

The re-roofing of the lodge area is close to complete. Buck Murray has done a great job.

In December, we interviewed several candidates for Manager. Unfortunately, Linda's illness and Marbert's reluctant absence has sidetracked us on that effort and we will resume it this year.

On December 21, we held a Holiday Open House for owners. It was very well attended. We had a lot of feedback that the owners liked being invited to Headquarters-the offices were all open so that they could see their staff at work.

The café continues to receive high marks from visitors. The Bad Rabbit's regular hours and good food have been an asset both to owners and visitors. The cabins and the restaurant are mutually beneficial to each other. We have re-negotiated the Management Agreement for 2013.

Last and not least, the matter of road easements continues to be a concern to this Board. We have hired an easement specialist to make recommendations to the Board as to the best options we as your Board may have to offer the membership regarding right of access.

Committee/Taskforce Reports

Audit none

Budget and Finance-The proposed 2013 budget was presented by Treasurer John Gray. It is a conservative budget in that expenses may be less and income may be higher than estimated.

Airport-Vern Stump reported that there were no items for the committee.

Communications -Dori Ramsay reported that 4 newsletters were put out last year. Due to our aggressive email program and only sending to MIGS this year, the cost of our newsletters was approximately \$7,000.00. We are using our Facebook page for all information that is time sensitive. The response has been very enthusiastic.

New Business

No new business

Property Owner Discussion Time

Judy Eron thanked our Road Crew foreman for the tremendous work he did after the recent snow and rain.

Barbara Trammel asked whether we could rename the Well-the consulting engineer had already been asked and said that for legal purposes, TCEQ uses only the longitude and latitude.

Lee Leland wanted to investigate the possibility of fuel sales. He and Randy McLaughlin will start working on the committee.

Resolutions-

Resolution: Whereas, the Board of Directors of Terlingua Ranch would like to express their appreciation and gratitude for the volunteer work contributed by Marbert Moore over the last 6 years, and particularly his leadership in bringing the Smith Well online. These efforts were above and beyond his responsibilities and duties as a Board Member.

BE IT HEREBY RESOLVED:

That the Smith Well be renamed in honor of Marbert Moore as The Moore Well.

Motion by:Tom Goff

Second:Vern Stump

Ayes: ___6___ Nays: ___0___ Abstain: ___1___ Absent: __1___

Record of voting:

P. Burger __Y__ J. Daly __Y__ T. Goff ___Y__ J. Gray __Y__ M. Moore Absent

R. Williford __Abstain__ D. Ramsay ___Y__ V. Stump ___Y__

Resolution:

Whereas, POATRI needs to adopt a budget for 2013, and whereas the Budget and Finance Committee has submitted such budget for review and approval, and whereas the Board of Directors has reviewed the budget submitted,

Therefore,

BE IT HEREBY RESOLVED:

That the budget, with noted revision, if any, be approved.

Motion by: Tom Goff

Second: Paul Burger

Ayes: 7 Nays: 0 Abstain : 0 Absent: 1

Record of voting:

J. Daly Y T. Goff Y M. Moore Absent J. Gray Y Randall Williford Y D. Ramsay Y V. Stump Y

Paul Burger Y.

Resolution: Whereas, POATRI accounting shows \$82,000 of surplus funds from the 2012 operating budget, all of which are held in POATRI's bank accounts.

Whereas, the BOD wishes to "earmark" funds for capital improvements of POATRI assets,

Therefore;

BE IT HEREBY RESOLVED:

That those funds be set aside for the following capital improvement allocations:

Additional motor grader to be stationed in South County	\$60,000.00
Fencing for property and rental	\$5,000.00
Replacement of 3 signs entering Terlingua Ranch(including lighting)	\$10,000.00
Gate rehabilitation (stone work and signage)	\$9,000.00
Cabin Deck repairs (including piers)	\$40,000.

(\$2500 per x 16)

Water Truck

\$25,000.00

Motion By: Tom Goff

Second: Paul Burger

Ayes: 6 Nays :1 Abstain: Absent: 1

Record of voting:

J.Daly Y___ T. Goff Y J. Gray Y R. Williford ___N___ M. Moore __Absent___ P. Burger
__Y___ D. Ramsay _Y___ V Stump ___Y___

Resolution : WHEREAS, A ballot was sent to the Members in good Standing to modify Article 3 of the bylaws

Therefore;

BE IT HEREBY RESOLVED:The Article 3 Bylaw election results are accepted and any changes to Article 3 will be effective 5 days from this vote.

Motion By: Tom Goff

Second: Vern Stump

Ayes: 7 Nays: 0 Abstain: Absent: 1

Record of voting:

J.Daly Y___ T. Goff Y J. Gray Y R. Williford ___Y___ M. Moore __Absent___ P. Burger
__Y___ D. Ramsay _Y___ V Stump ___Y___

Resolution : WHEREAS, a ballot was sent to the Members in Good Standing to elect 3 Board members per the Bylaws, BE IT HEREBY RESOLVED:

That the 2013 Director election results are accepted . Michelle Chiles, Dave Howe and Don Ferguson are seated as the new Directors

Motion By: T. Goff

Second: V. Stump

Ayes: 7 Nays: Abstain: Absent: 1

Record of voting:

Daly Y___ T. Goff Y J. Gray Y R. Williford ___Y___ M. Moore __Absent___ P. Burger
__Y___ D. Ramsay _Y___ V Stump ___Y___

The Director Code of Ethics was signed by all Directors for 2013.

T. Goff made the motion to adjourn. J. Daly seconded it. Unanimous .

Respectfully submitted,

Dori Ramsay

Secretary