

Minutes of the POATRI Board of Directors Meeting January 25, 2014

1. The 4th Quarter Meeting was called to order by Dave Howe, President at 10:06 AM. Introduction and thanks were given to Patrick and Rob from the Brewster County Sheriffs Office.
2. Roll call and certification of Board Members.
Present were:
Georganne Bradbury, Jeff Daly, Don Ferguson, Dave Howe, Dan Patchin
Absent: Tom Goff
3. There weren't any Public Service announcements.
4. Dave Howe acknowledged that the minutes from the previous meeting included errors and omissions which would prevent minutes being approved. They will be corrected.
5. Dave Howe gave the Presidents Report: 4th Quarter changes included the addition of two new appointed members – Dan Patchin and Georganne Bradbury. John Gray sold his property and can no longer be a board member. He did a good job and we accept his resignation with many thanks from the board. Facility maintenance is bringing the property up to standard and potential problems are being fixed. Revenue from cabin rental is up and having the restaurant open helps with occupancy rates. As we now have the new Caterpillar Grader we will be able to have one in the north part of the Ranch and leave one in the south part which will cut our fuel usage and put them in service more quickly when conditions warrant. The new budget was developed by Dave and Laurel based on what we know and what we anticipate.
6. Dave Howe gave the Treasurers Report: The 2013 budget was in line with expenses and income. The Grader was purchased for \$48,000. We had budgeted \$60,000 and the difference will be spent on the water truck. Colleges are sending geology groups here which are helping revenues. These groups are well briefed on not going on private property.
7. Laurel Wakefield gave the Managers Report: She has enjoyed 6 months in her new position. New discounts for members in good standing are now being offered: 50% discount for rooms used by members in good standing and their immediate family. Pool keys for members in good standing will be \$3.00. Use of the bunkhouse by members in good standing will require a refundable \$10.00 deposit/cleaning fee. Laurel presented property owner statistics and a road report.
8. Committee/Task Force reports:
Infrastructure – Jeff Daly reported that the 40 year old structures are wearing out. A new septic system is being put in. As Jeff is a registered engineer, he was able to do the site survey and the installation is being done in house which is resulting in a 2/3's savings. Inventory of buildings has provided a list of what needs to be done. Preventive maintenance is keeping us ahead of breakdowns which saves us money and is more convenient.
Hunt committee – During hunting season Jeff gives assistance to the game warden, manages the meat locker and assists visitors with directions and helps any way needed.
Communications- Dave Howe reported that the newsletter is still going out; he is working on getting the Poatri website updated and announced that Dan Patchin will be the new editor for the newsletter.
9. Unfinished Business
Discussion of ballots submitted by property owners who have sold their property after the official voter list is compiled. The instructions to the vote counter was to count their votes even though they weren't property owners because they were on the eligible voters list.
10. New Business
Don Ferguson has identified items in section 3 of the bylaws that need clarification. A committee to develop a method to keep the Bylaws and P&P up to date and conflict free will include Virginia Viles, Dan Patchin and the board vice president.
A capital improvement list has been made and prioritized. Laurel requested \$145,000 to be allocated. (Everyone is invited to visit and /or go on a tour of the property with Laurel

to look at proposed improvements). After much discussion Dave Howe made a motion to allocate \$70,000 from funds available for capital improvements. It was seconded by Don Ferguson.

Vote: Ayes: 5 Nay: 0 Absent: 1

Statuses of the Lawsuits; Concerning Bradford, the lawyers have been instructed to get it dismissed. Concerning Mead we can do nothing further at this time because of a countersuit.

We need an allocated fund account. The next treasurer can set it up.

Dave said that no valid applications were submitted to be considered for an appointment to fill John Gray's board seat. It will be reposted and no appointment will be made at this time.

11. Resolutions

Adverse Possession – Dan Patchin

POATRI is aware that some attempts have been made, and are being made, to adversely possess property at Terlingua Ranch. These attempts may include the filing of documents in the real property records. Because some owners visit their properties infrequently, or do not regularly check real property records regarding their properties, they may not know if someone is purporting to adversely possess their properties.

Subject to the limitations below, if POATRI becomes aware that a document has been filed in the public records purporting to assert adverse possession of property at Terlingua Ranch, POATRI may, in its sole discretion, attempt to notify the affected property owner. No notice will be provided where the owner of the affected property is not a member in good standing on account of the nonpayment of more than 2 years of TRMA fees or (ii) the property taxes on the affected tract are more than 2 years past due.

Under the conditions stated below, POATRI may transfer a tract to the account in the name of a person asserting adverse possession rights.

POATRI will perform such change only at the request of the adverse possessor.

Upon such a request, POATRI will:

- (i) Attempt to notify the title owner of the affected tract that an adverse possessor has requested that the affected tract be transferred to an account in the name of the adverse possessor;
- (ii) Wait thirty (30) days to determine whether the title owner opposes the change, and,
- (iii) After thirty days: (a) transfer the tract to the adverse possessor's account if no opposition is communicated by the title owner or (b) decline to transfer the tract if the title owner opposes the change.

If an adverse possessor is entitled to obtain a transfer of a tract, as stated above, the transfer will only occur if the adverse possessor pays any past-due fees, either through the amnesty program, if applicable, or in full, if not qualified for the amnesty program. The adverse possessor will be required to sign an affidavit that states that the adverse possessor agrees to be responsible for POATRI fees assessed against the affected tract in the future. If the title owner of the property subsequently asserts ownership rights, POATRI has no obligation to return fees previously paid.

This policy does not mean that POATRI has a duty to: (i) actively investigate whether adverse possession is occurring or (ii) notify an affected owner of any such activity. Notification is a service provided in the sole judgment and discretion of POATRI and may be discontinued at any time. POATRI has no legal obligation to discover attempts at adverse possession or to notify owners that such attempts are occurring. It is the owners' responsibility to monitor: (i) the state of title of their properties and (ii) the use and condition of their properties.

Other than notification, POATRI cannot provide assistance to owners whose properties are involved in adverse possession attempts since adverse possession is a private legal dispute.

Dan Patchin made a motion to approve the adverse possession resolution.

Jeff Daly seconded.

Vote: Ayes 5 Absent 1

Discussion: WHEREAS, Numerous POATRI members were adamantly dissatisfied with the Road Policy, Section II of the Policy and Procedures Manual, approved by the BoD in July 2013 I am submitting this revised version for approval by the BoD.

Pursuant to Judge Ables decision in the Suber case, on the 8th of February 2013 the POATRI lawyer issued the following statement. "Regarding the road policy. I think you could have no policy at all. But it might be better to have some policy. The opening paragraph is recommended. It provides the membership with the Judge's admonition that each owner should determine their rights for themselves."

Therefore; BE IT HEREBY RESOLVED: The following road policy be approved.

SECTION II – GENERAL ASSOCIATION POLICIES

Terlingua Ranch Road Policy

Except for the roads located on property owned by POATRI (primarily in the lodge area), POATRI does not own the roads at Terlingua Ranch. POATRI asserts an easement of ingress and egress across the roads of Terlingua Ranch for maintenance purposes. POATRI believes that most of the roads on the Ranch are private roads.

Each property owner should seek his/her own legal counsel to determine his/her rights to use the roads on Terlingua Ranch. POATRI encourages unencumbered access to all parts of Terlingua Ranch by Members within the provisions of Texas Law and private property rights.

Barricades, Gates and other Barriers to Access

1. **WARNING:** Any gate, barrier, barricade or other impediment to road access may prevent or delay access to service or emergency vehicles and therefore may subject the owner of the said barrier, barricade or other impediment to liability.
2. Members who have barricaded a road shall not be relieved from any obligation to pay assessments.
3. POATRI shall not maintain any barricaded road with a locked gate unless the owner of the gate provides POATRI with a means, acceptable to POATRI, to open the gate. POATRI will maintain roads with unlocked gates. POATRI reserves the right to discontinue maintenance on any road where, in POATRI's sole judgment, the number or dimensions of gates makes maintenance impractical.

Maintenance of Terlingua Ranch Roads

1. Terlingua Ranch Roads are any existing roads located with property designated as Terlingua Ranch by the Terlingua Ranch Maintenance Association (TRMA) dated November 1, 1970, plus amendments, as filed with the Brewster County Clerk.
2. Except as otherwise stated herein, POATRI accepts responsibility for the maintenance of Terlingua Ranch Roads.
3. POATRI will endeavor to maintain all roads on Terlingua Ranch properties to a condition traversable by high clearance and four-wheel vehicles to the extent that POATRI holds maintenance easements on the roads.
4. No property owner has the right to alter a Terlingua Ranch road and expect POATRI to maintain that altered road.
5. POATRI may grant right of access to its agents and sub-contractors for the purpose of performing maintenance on the roads.
6. POATRI is legally prohibited from performing maintenance on private driveways. A private driveway is a road or path located within the boundary of a tract which: (i) is not open for travel by all owners and (ii) does not pass through the tract so as to permit

through traffic to the tracts of other owners. POATRI will perform maintenance on a road that ends at a tract only up to the boundary of the tract.

7. POATRI reserves the right to decline to perform maintenance on a road which, in POATRI's judgment, is not subject to an easement or license permitting such maintenance.

Motion By: Don Ferguson _____
Second: Dan Patchin _____
Ayes: 3 Nays: 0 Abstain: 2 Absent: 1
Record of voting:
D. Howe Abstain D. Ferguson Aye T. Goff Absent
D. Patchin Aye G. Bradbury Aye J. Daly Abstain

Resolution to pass 2014 Budget as Presented

Motion by Dave Howe

Second Jeff Daly

Ayes 5 Absent 1

D Howe Aye D Ferguson Aye T Goff - Absent

D Patchin Aye G Bradbury Aye J Daly Aye

A 20 minute break was taken.

Article 3.12 Voting by the membership FOR 562, AGAINST – 94, ABSTAIN - 52

Resolution to accept Article 3.12 voting results

Motion by Dave Howe

Second Don Ferguson

Ayes 5 Absent 1

D Howe – Aye D Ferguson – Aye T Goff – Absent

D Patchin Aye G Bradbury Aye J Daly Aye

Candidate Election Results::

Jeffery Daly – 512

Marilynn Anthenat – 482

Mike Smith – 456

Georganne Bradbury – 456

Donald Mahan – 289

Randolph Williford – 238

Samuel Sledge – 238

Dan Patchin – 222

Phil Towry – 179

There were 705 valid ballots, 354 votes needed to seat a candidate (51%). There were three 3 year terms. As Mike and Georganne received the same number of votes, a coin toss was made and Mike Smith along with Jeff Daly and Marilyn Anthenat were elected to 3 year terms.

Georganne Bradbury will fill a two year term.

Resolution to accept Candidate Election Results

Motion by Dave Howe

Second Don Ferguson

Ayes – 5 Absent – 1

D Howe – Aye D Ferguson – Aye T Goff Absent

Dan Patchin – Aye G Bradbury – Aye J Daly – Aye

12:45 Motion to Adjourn by Dave Howe

Second Jeff Daly

Ayes – 5 Absent – 1

Minutes of the New POATRI Board of Directors Meeting January 25, 2014

The meeting was called to order at 2:01 PM by Dave Howe

Roll Call and certification of Board Members:

Present: Marilyn Anthenat, Georganne Bradbury, Jeff Daly, Don Ferguson, Dave Howe, Mike Smith. Absent – Tom Goff

Election of Officers:

Dave Howe – President

Mike Smith – Vice President

Georganne Bradbury – Secretary

Marilyn Anthenat – Treasurer

Old Business

Discussion of the sentence in the new Road Policy –“POATRI believes that most of the roads on the Ranch are private roads”.

Motion to strike the sentence by Mike Smith

Second Marilyn Anthenat

Ayes – 4 Nay -0 Abstain – 2 Absent – 1

D Howe Aye, M Smith – Aye, J Daly - Aye, D Ferguson – Abstain

M Anthenat – Aye, G Bradbury – Abstain, T Goff Absent

Resolution Passed.

New Business

Banking Resolution – Authorize the new officers – Dave Howe, Mike Smith, Georganne Bradbury and Marilyn Anthenat – be signatories on the banking accounts along with the manager Laurel Wakefield and bookkeeper Joyce Helt.

Motion by Don Ferguson

Second Jeff Daly

Ayes – 6, Absent – 1

J Daly Aye, M Anthenat – Aye, D Howe – Aye, M Smith – Aye, D Ferguson – Aye,
G Bradbury – Aye

Motion to Adjourn by Don Ferguson

Second Dave Howe

6 Ayes, 1 Absent

Meeting ended at 2:50 PM

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The meeting was called to order at 2:01 PM by Dave Howe

Roll Call and certification of Board Members:

Present: Marilyn Anthenat, Georganne Bradbury, Jeff Daly, Don Ferguson, Dave Howe, Mike Smith. Absent – Tom Goff

Election of Officers:

Dave Howe – President

Mike Smith – Vice President
Georganne Bradbury – Secretary
Marilynn Anthenat – Treasurer

Old Business

Discussion of the sentence in the new Road Policy –“POATRI believes that most of the roads on the Ranch are private roads”.

Motion to strike the sentence by Mike Smith

Second Marilyn Anthenat

Ayes – 4 Nay -0 Abstain – 2 Absent – 1

D Howe Aye, M Smith – Aye, J Daly - Aye, D Ferguson – Abstain

M Anthenat – Aye, G Bradbury – Abstain, T Goff Absent

Resolution Passed.

New Business

Banking Resolution – Authorize the new officers – Dave Howe, Mike Smith, Georganne Bradbury and Marilyn Anthenat – be signatories on the banking accounts along with the manager Laurel Wakefield and bookkeeper Joyce Helt.

Motion by Don Ferguson

Second Jeff Daly

Ayes – 6, Absent – 1

J Daly Aye, M Anthenat – Aye, D Howe – Aye, M Smith – Aye, D Ferguson – Aye,

G Bradbury – Aye

Motion to Adjourn by Don Ferguson

Second Dave Howe

6 Ayes, 1 Absent

Meeting ended at 2:50 PM