DSROA Board of Directors Meeting – 10:00 AM Saturday October 11th, 2025

DUE TO WEATHER – MEETING WAS ZOOM ONLY

Board Members	Positions / Areas of Responsibility
Kurt Jacobsen,	President, Agriculture
Thomas LeClair,	Vice-President, Website, Member Communications
Cade Hoff	Secretary, Reservations, Water
Michael Jordison	Treasurer
Kevin Pool	Roads
Jeff Collins	Cabins, HQ, Fuel, Equipment
Dan Wirt	Risk Assessment/Management and Safety

MEETING AGENDA	Discussion / Actions Taken
1. **Presidents Welcome** – Kurt Jacobsen Prayer – Cade Hoff Roll Call – Kurt Jacobsen	Kurt Welcomed the group Cade Said the prayer All Board Members were present. The following members were also present: Bart Batista(94), Ben Collinwood(227,238), Cal Boettcher(277), Chris and Jerome Logan(51), Clint Gray(211), Joe Bose(122), Kathy Pierce(23,24), Kristina Deeter(218), Laurie and Steve Gothard(206), Robert Allen(16), Sally Miller(87), Tina Collins(121), Vance Green(156), Zane(276), Alex Chernetsky(282), Isreal Whitpeck(274)
2. **Approval of Minutes** – Cade Hoff July Minutes –	Discussion on the minutes as taken occurred, Jeff had concerns that the section of the minutes that discussed his petition to object to 4.02 documented what people were thinking, not actually what was said and proposed new wording. Original: After the Board passing the new rule adding a penalty for violation of any Rule, Jeff Collins made a formal request of the Members to remove 4.02 as a rule. Barry explained that the Members have 60 days to hold a meeting and remove the new rule adopted which added the penalty for rule violations. Discussion on the logistics of a meeting were discussed. Suggest Amendment: After the Board passing the new rule adding a penalty for violation of any Rule, Jeff Collins made a formal request of the Members to remove 4.02 as a rule. Barry explained that the Members have 60 days to hold a meeting, Discussion on the logistics of a meeting were discussed. Cade explained how Barry came up with the wording. Dan stated that he did not feel that Jeff's proposed wording changed what was documented. Dan Wirt Proposed the minutes be adopted as written by Barry

	Clarkson, Kurt seconded the motion. All were in favor except Jeff Collins. Motion Passed
August Minutes –	No meeting held in August do to board resignation, Cade Hoff Presented a motion to post a document reflecting that the meeting was not held. Michael Jordison Seconded the motion. All in favor except Kevin Pool who voted – present Motion Passed
Annual Member Meeting (Provisional)	Cade Hoff made a motion to post provisional minutes to the website; it was seconded by Michael Jordison. Unanimous approval Motion Passed
3. **Approval of Agenda -** Kurt	Kurt requested if there were any additions to the agenda before approval of the agenda. Dan Wirt made a motion that "discussion regarding a law firm to represent the DSROA for collections and other matters be deferred to the November board meeting" There was some discussion about this item not being currently on the agenda and Dan Clarified that there had been some previous discussion about adding this item, so he wanted to make sure it was captured. Michael clarified that DSROA had received notice that Clarkson and Associates would no longer be able to provide these services. Cade Hoff Seconded Dan Wirts Proposal Unanimous Approval Motion Passed Cade Hoff made a motion to Approve the Agenda as sent out. Unanimous Approval Motion Passed
4. **Treasurer Report** – Michael Jordison Dues/Expenditures/CD's/Budget	Operating Account Balance = 119,548.94 Savings = $15,731 Reserve ~ $107,000 Michael is still working to get access to the bank accounts
5. **Final PM Report** – Cody Allred	Not Present
5. **Open forum** for members (2 – 3 minutes each) Please limit topics to feedback or questions on agenda items President may open / close topics individually for discussion	Kathy Pierce – What are the job descriptions for each board member. Kurt Response - That will be a topic on the agenda Tina Collins – Suggested adding a laundry to the ranch house so laundry could be done in the winter without pipes freezing. Board Response – email the board a proposal, cost estimate, activities, and timeline and the board will review but it sounded like a good idea. Alex Tranetsky – Was informed of power issues but wanted to know what to plan for on his upcoming stay. Board Response - informed him the cabins should not

	have a lot of usage so he should be ok. New batteries are a topic on the agenda.
6. **New Business** a Update to Board Responsibilities – Kurt	Kurt explained the board members will have the following areas of responsibility: Kurt Jacobsen – President, Agriculture and Fencing Thomas LeClair – Vice President, Social Media and website Cade Hoff – Secretary, Reservations, Water Michael Jordison – Treasurer, Website, Reservations Kevin Pool – Roads, Fish / Wildlife Jeff Collins – Cabins, Fuel/Propane, Equipment Dan Wirt - Risk Assessment/Management and Safety
b Payment of Miller | Harrison Bill – Michael	Kevin Pool Objected to DSR paying the bill - That was a decision made by Cade by himself in violation of Bylaw 6.11, a Quorum of directors. Violation of By-law 6.12. Maybe I have that one wrong. I believe also violation of By-law 6.13. Those cover a quorum of directors. A single board member is not a quorum. There was no discussion, there was no vote, it was an individual's decision, and an individual board member does not have the authority to make a decision to enter into any form of legal binding contract for the Ranch Association by himself. It would be the same as if I took it upon myself tomorrow morning to call a law firm and hire a lawyer myself to represent the homeowners association. I do not have that authority. And neither did Cade at that time. Tom LeClair spoke in favor of paying the bill. I have a comment here. Bylaw 7.09 is, explains a fiduciary responsibility of all board members. Covenant 13, liability of board members. No board member is personally liable for good faith acts. I respect and commend Cade for his continuing on the board when all others had vacated. I have no belief that he was acting in anything other than good faith, and I support DSROA paying the attorney bill. Both invoices from September 25, totaling $3,700 and change. Dan Wirt Spoke against paying the bill. “Deer Springs Ranch is a non-profit corporation. Utah corporation law says that a quorum of the board is NO LESS than two. So the decision to retain Miller/Harrison was made by a single board member without a quorum. Miller/Harrison did not and could not represent the DSROA. Miller/Harrison was not authorized to represent the DSROA. Miller/Harrison represented a single board member, Cade Hoff. Relying on the Miller/Harrison opinion regarding the conduct of the election was illegitimate. In fact the Miller/Harrison opinion has already been challenged by another attorney. The proper

	course for Cade Hoff would have been to follow Bylaw 5.5.2 with regard to excluding candidates in violation of Rule 4.02. The beneficiaries of this illegitimate process, Thomas LeClair and Jeff Collins should recuse themselves from this vote because of conflict of interest. Cade Hoff should also recuse himself and take personal responsibility for the Miller/Harrison bill. Cade Hoff violated Utah corporation statute 16-6a-816 in an attempt to justify violation of Bylaw 5.5.2 and wants to stick the Ranch with a bill for legal services that he was not authorized to engage on behalf of the DSROA. Hoff has characterized the opinion from Miller/Harrison as "...the formal position of the Association regarding the qualification of the candidates who have not signed the waiver." This is false. Cade Hoff, Thomas LeClair and Jeffrey Collins need to recuse themselves from this vote." Michael Jordison asked if Dan should recuse himself from the vote as that direct action was based on an action that he had made. Dan Disagreed. Cade Hoff explained that he hired an attorney only since Dan had hired and attorney demanding that we not allow certain candidates to run for board positions. Another option would have been to single-handedly appoint a board in which case those four appointed members would still be on the board reducing the opportunity for the current board membership. The goal was to put the decision in the hands of the membership. Cade stands by his decision to hire an attorney on behalf of DSROA. Dan Wirt reiterated that Cade Hoff did not have the authority to act without a quorum and that his legitimate course of action was to follow the bylaws. Dans actions were as an individual and Cade Hoff sought council as an individual as well and could not represent the association. Cade Hoff indicated that the attorneys didn't agree with Dan. Kurt Jacobsen indicated that Cade Hoff acted in the best interest of the ranch, Michael Jordison added and in good faith. And then Kurt added not for personal gain and it is the reason the board is what it is today. Dan Wirt indicated that Cade Hoff is responsible personally for this bill. He was not, under state law, able to represent the association, and this bill should not be paid from the membership Monies. Kurt Jacobsen called for a vote, and Kevin Pool Objected.

	Kevin Pool stated “I'm not ready to vote on this at all. I was not equally represented by Cade Hoff or this attorney, Miller Harris. I requested information about Miller-Harris on 3 different occasions, on all 3 different occasions. That request was denied in violation of Utah state law. It was a valid, written, official request with a 5-day response period. All three times, Cade Hoff denied that request. He alleges that his attorney recommended that he, quote, ignore the request, and then later said that he would not provide justifications for ignoring a valid request under Utah law of a Homeowners association. Therefore, I certainly was not represented by this attorney. And, there's no way if you're gonna represent everyone except Kevin Poole. If you will look at the itemized invoice where it states on item number 8, a review email from Kevin Pool.That is the first request sent to that, to Cade Hoff as the only sitting board member to provide information, which was denied, and if you want, I can certainly share the emails with the board to verify everything that I'm saying is factual. Cade can certainly get on here and dispute what I'm saying if he so wishes, but I can provide the receipts, because I do have them. Furthermore… I don't see how… The representation of certain people who refuse to follow a rule that I abided by, even in my objection, is fair and equitable to me as an individual of the board or as a member of this ranch. It was a direct discrimination against me personally, because I was the only objecting board candidate that signed the waiver in compliance with Rule 4.02 and the bylaws in order to run as a candidate. Therefore, I was completely discriminated against by those actions, and if you're discriminating against one board member or one member of the ranch, you do not represent the entirety of the ranch. Period.” Cade Hoff explained that he did receive a request from Kevin Pool, but it did not contain the required information for a valid request. In addition, the rule/law only applies to certain association records and has been abused in the past. The attorney recommended that no response be given to Kevin Pool. Kevin Pool felt that this response validated that Cade Hoff was still in violation of state law. Isreal Whitbeck(274) asked for clarification on the state statute that stated a quorum must be 2 people. He felt one person as he only remaining board member makes up a majority. Dan Wirt referred him back to 16-6a-816

	Jeff Collins indicated that he felt that with a demand letter from Dan Wirts attorney not seeking legal advice would have put Cade Hoff in violation of his duty as a board member. Dan Wirt indicated that the board members who voted to pay the attorney's bill would be in violation of state law and the board is choosing only to follow state law when we agree with it. Kurt Jacobsen called for a vote Michael Jordison proposed we pay for the Miller and Harrison Invoice for the attorney retained for evaluation of the demand letter sent by Dan Wirt Kurt Jacbosen Seconded the motion. Thomas Leclair - Aye Cade Hoff – Abstained Kevin Pool – Nay Dan Wirt – Nay Michael Jordison – Aye Kurt Jacobsen – Aye Jeff Collins – Aye Motion Passed Dan Wirt stated "I would just point out here that those who should have recused themselves as the beneficiary of this illegitimate process failed to do so"
c Reserve Study – Michael	Michael Jordison explained that without a reserve study we cannot spend funds from the reserve fund. He will be proposing that we plan a reserve study in 2026 and budget for that in the 2026 budget. Cade Hoff asked if we were planning to do the reserve study ourselves or if he was proposing we hire it out. Michael was open to discussion but felt that the initial study may be done better by a professional firm so he would be working to get some options to present to the board. The main point is we need to have one done. Tom LeClair asked if there were enough funds in the operating budget that we did not need to use the reserve funds at this time. Michael felt that we should be ok. Tina Collins asked if the person doing the analysis needed to know the internal workings of the ranch to which Michael Responded they just needed to know our assets and be able to project the life expectancy of those assets and when we might need to replace them.

	The board will continue to research and plan a path forward for a proper reserve study. Thomas Leclair asked rough cost and Michael estimated $10,000-15,000 Cade thought it was more like $1500-$2000
d Ranch House Batteries - Jeff e Lower Cabin Batteries – Jeff	Jeff Collins explained both Battery Systems need repair with the ranch house being just barely limping along. Jeff Turned the time over to Ben Collinwood who explained how he can purchase the batteries, lease the batteries to the ranch with a one time payment, and then capture the tax credits to help save the ranch about 40% off the cost of the batteries. Since others will also be purchasing batteries in this manner Michael asked if DSROA could have it's own invoice and lease. Ben agreed this could be done. Michael asked who manufactured the internal cells and Ben did not know off hand. Ben indicated that he is doing this to help the ranch, not to make money. Ben explained the various tax credits that applied and other options such as a pavilion that could get credits as well. Thomas LeClair asked who would be responsible for maintenance and warranty's – Ben indicated that DSR would go directly to the manufacturer as long as they existed. Kevin Pool asked about heating capabilities for low temperature situations. Ben responded that they do not come with built in heaters and DSR would need to come up with solutions for that. Cade Hoff asked, what happens if Ben's company doesn't' get the tax credit he is expecting and Ben explained that they assume that risk. Dan Wirt asked what company the lease would be through. Ben explained it is a his personal LLC not the main company he works for. Dan Wirt asked what happens if Ben's LLC goes bankrupt, could lienholders come take the batteries as assets. Ben was not sure but thought that theoretically

	they might be able to. Dan brought up that the risk vs the savings of $4,656 should be considered. Kurt asked what next steps were, Michael said we just need to make a motion and agree to it and then we can pay Ben as needed for the batteries. Cade brought up that we had done other research for other options and this was by far the least expensive option. And the board members discussed research they had done and that most were coming from China anyways. The environmental concern was brought up again and the board all agreed that before they were installed, they would make sure that the environment would support the optimum running conditions. Kurt Jacobsen Made a motion to enter into the lease agreement with Ben, Michael Jordison seconded the motion. Unanimous Approval Motion Passed.
f Ranch Manager Replacement – Board i Job Posting ii Interim Cabin Turnovers / Laundry iii Interim Reservationist iv Interim Closing Cabins	Cade explained the process that was followed when we hired Cody, not all the board members saw the contract or the job posting for the position so Cade was going to send it again. The goal is to have someone hired by January. Kurt proposed that Tina Collins take care of the cabin turnovers and laundry as well as cleaning the comfort station until all the cabins are closed at the end of November. She has agreed to do this for a flat fee of $2,000 and will track her actual hours so the board has that for future reference. Thomas Leclair Seconded the motion. Cade Hoff – Aye Kurt Jacobson – Aye Thomas Leclair – Aye Michael Jordison – Aye Kevin Pool – Abstain Jeff Collins – Abstain Dan Wirt – Abstain Motion Passed Jeff and Brent are going to take care of closing all the cabins Cade will act as interim reservationist
g Approval of Contracts - Board i Book keeper –	There was some discussion about payment amounts not appearing in the contract and if the smaller contracts needed to have some type of liability requirement for insurance.

Abbie Jones ii Water Testing – Tina Collins iii Water Operator – Bart Batista	Kurt made a motion to table the contract discussions until the next meeting so that the board could have more time to review. Cade Seconded the motion. Discussion was tabled until November by Unanimous Consent.
h Ranch House / Garden Cabin Fence - Cade i Irrigation using the 40k gallon tank – Cade	Cade Hoff gave a brief description the request for the fence and how it and irrigation was tied to the Cattle Lease. Discussion was had about having Kevin Ballard come to discuss the lease in our next meeting. Cade made a motion to table this discussion until the November Meeting it was seconded by Kevin Pool. Discussion was tabled until November by Unanimous Consent.
j New Email for Water Results – Cade	Cade indicated that the problem we are trying to solve is to make sure that Tina and Bart get the water test results as soon as they come in. It was decided Michael would see if we could set up forwarding instead of using a separate email that has an associated cost. Michael was able to set up the forwarding to all interested parties.
k Ponds – Cade	Cade presented the idea that while the ponds were low, now might be a good time to try and clean out some of the willows and growth. There did not seem to be a desire to spend the time or effort at this time.
l Fire Restriction Notice – Dan	Kurt proposed we postpone discussion about the fire restriction notice to members until next fire season. Dan agreed.
m Fire Warden Member Presentation Nov 8, 1:00 PM – Dan	Dan explained that the fire warden would be coming to give the ranch a presentation after our next meeting on November 8th at 1:00 PM as long as he was not called away on other duties. He also wanted to inform everyone that Mr. Larson is not a Kane County employee he is an employee of the Division of Natural Resources.
n Fire District Participation – Cade/Dan	Dan made a motion that we table all fire discussions to the next meeting but that they be put at the top of the list so we had time to get to it. Cade Seconded the motion

	Discussion was tabled until November by Unanimous Consent.
7. **Old Business** a Nothing at this time	
8. **Brief report of each area of responsibility** Kurt Jacobsen Thomas LeClair, Cade Hoff Michael Jordison Kevin Pool Jeff Collins Dan Wirt	No one had anything to report but Michael wanted everyone to know that the board needed to agree to a budget by our next meeting so that we could give the membership 45 days to reject it before invoices were sent.
9. **Adjournment**	Cade Hoff made the motion to have our next meeting start at 9:00 and if we need to do the executive meeting hold it after the regular meeting. Kurt Seconded the motion. Cade Hoff – Aye Kurt Jacobson – Aye Thomas Leclair – Aye Michael Jordison – Aye Kevin Pool – Abstain Jeff Collins – Aye Dan Wirt – Abstain Motion Passed Cade Hoff made a motion to close the meeting, Michael Jordison seconded the motion. The meeting was adjourned by unanimous consent.

NEXT MEETING : 9:00 AM November, 8th at Deer Springs Ranch Headquarters/Zoom weather permitting