



## Monument Manor Neighborhood Association

PO Box 892 • Joshua Tree, CA 92252

www.monumentmanorneighborhood.com

### MMNA Board Meeting Tuesday, March 29, 2022 @ 4:30 pm on Zoom

#### *Minutes approved by the Board on May 10, 2022*

The meeting is being led by Mark Wheeler @ 4:29pm.

Attendance: Mark Wheeler, Dan Stork, Linda Doyle, Geary Hund, Terry Stone. At 5pm we were joined by Daniel Brenner and Bill Gilman.

#### 1. At Large Board Members

- To renew Daniel Brenner's appointment as an At-Large.
- To elect Bill Gilman as new At-Large Board Member.

Mark asked if there were any questions. Dan Stork indicated that Daniel Brenner had run out of power on his phone during middle of annual meeting, in case anyone was wondering about his absence during latter half of meeting. Terry Stone indicated that both Daniel Brenner and Bill Gilman have done great work for the MMNA and was in support of electing them for 2022-2023. The group discussed qualifications for being considered for At-Large board positions and Board of Directors.

**TO DO:** Terry Stone will send Linda language to clarify bylaws stating, "to be elected to the MMNA Board of Directors and At-Large Board Members you must be a Member in good standing, with Membership Donations paid by Annual Meeting in March. **Done✓**

**TO DO:** Dan Stork will send reminder to Board Members that membership donations are in order to be in good standing. **Done✓**

Mark Wheeler asked about protocol for adding additional At-Large board members.

**TO DO:** Discuss protocol for adding At-Large board members at May 10, 2022 board meeting. **Done✓**

Terry Stone asked if you should be a member in good standing before you can get a mailbox?

**TO DO:** Discuss mailbox and good standing issue at May 10, 2022 board meeting. **Done✓**

**VOTE:** Linda Doyle motioned to approve Daniel Brenner as At-Large Board Member for 2022-2023. Dan Stork seconded motion. No objections. All in Favor. Approved.

**VOTE:** Dan Stork motioned to approve Bill Gilman as At-Large Board Member for 2022-2023. Geary Hund seconded motion. No objections. All in Favor. Approved.

## 2. Reports/Updates from Officers

- a. Incorporation Report - Dan Stork discussed MMNA Incorporation status and his report is as follows:
1. I spent time conferring with my tax preparer on the status of the incorporation effort (to the detriment of my own tax review – see consequences in #4 below). He provided suggestions on how to proceed with regard to both Federal and California requirements, plus some required state forms.
  2. It is clear from one of the state forms that paying the IRS late filing penalty last year with MMNA funds was a mistake that could be an obstacle going forward. I may remedy it by reimbursing MMNA myself. We can re-visit this action if and when the IRS considers the appeal of the penalty and (hopefully) refunds it.
  3. In applying for an EIN (Employer Identification Number) for MMNA, I had to supply my own taxpayer id. In apparent consequence of this, the IRS has sent multiple letters every 60 days saying “we need another 60 days to answer your query from October”, using my tax account as a reference. (I didn’t make any query in October, with regard to either my personal account or that of MMNA.) Again, see #4 below.
  4. I will no longer take responsibility for implementation of the incorporation effort. It should be completed by a tax professional. I have lost confidence in the individual who reviewed my early efforts on this project and am seeking out another firm. I will pay them from MMNA funds – assuming there are no objections to this course of action.

Terry Stone asked when process of Incorporation was started for MMNA. Dan indicated roughly October 2020 when idea was raised by Ellen Jackman, prior MMNA President. Then in March 2021, Dan and Bill Gilman completed mutual benefit corporation application, and on April 13, 2021 State of California approved our application but notification from the State of California was delayed and we did not receive notification in a timely manner and MMNA started getting late penalty charges for not responding in time. Dan appealed late charges, and IRS again did not respond promptly resulting in additional late penalty charges. Dan paid penalty charges out of MMNA bank account at approval of MMNA board and then appealed late charges once again. Dan learned that the State of California DOJ form RRF-1 annually requires answers to nine questions, one of which was about late charge penalty paid from our MMNA bank account. If we answer YES, this may be a red flag to the IRS state.

Dan sought advice from his personal tax preparer and it was suggested that Dan either:

- (1) attach a statement of explanation of why MMNA paid late penalty charges from our bank account, or
- (2) Dan can pay for late penalty charges out of his own pocket. At this point, Dan does not want to take sole responsibility for this issue, instead MMNA needs to hire a professional person to take over Incorporation application process.

Dan has an appointment on April 1, 2022 with Rarick Financial Group in Yucca Valley, CA. Dan asked if any other board members knew of a professional person or organization that could handle this issue.

Terry would like to get Dan out from under this issue and hire a professional that knows this issue. Terry thinks expertise in this area is more important than cost to MMNA. Dan indicated that there is a response deadline by IRS of May 15, 2022.

**VOTE:** Geary Hund made a motion to retain outside contractor assistance to help us finish incorporation process. Mark Wheeler seconded the motion. No objections. All in favor.

**TO DO:** Dan will assess his experience with Rarick Financial and email the board. **Done✓**

**POST-MEETING NOTE:** On April 1, 2022 Dan had a consultation with John Babrowski of Rarick Financial Group, Yucca Valley, CA. The Board had authorized Dan to report on that consultation, with discussion and action to follow. According to Dan, the recommendations from that consultation were so unexpectedly simple and inexpensive, that he has taken the liberty of agreeing with Mr. Babrowski that Mr. Babrowski implement them -- and he's already done it. The cost for this service is \$200, with zero tax liability for MMNA for 2021. Dan plans to pick up the return and pay for it early this coming week, unless there are serious objections forthcoming from the board immediately.

**TO DO:** Discuss Incorporation status at May 10 Board Meeting. **Done✓**

b. Treasurers' Report - Dan Stork's report is as follows:

	2022 (to date)
Beginning balance January 1	\$19506.76
Ending balance	\$27264.87
Cash contributions ( <b>before</b> PayPal fees)	\$14,645.00
Number of cash contributors	70
Participation rate	32%
PayPal and/or Zelle contributors	30
Road labor	\$3680.00
Dirt	
Road signs	\$2618.91
Total road expense	\$6298.91
Liability insurance	Due mid-year
PayPal fees	\$271.19
Misc. expenses (PO Box rental, Zoom)	\$182.00
Incorporation costs	
Contributed expenses by officers	\$209.70
Total expenses	\$6,961.80

Notes from Dan Stork.

1. There were more-than-usual contributions before the general meeting, and fewer-than-usual at the meeting and in the days following.
2. Checking account balance is at an all-time high.
3. The bylaws define people permitted to participate in the governance of the association as those who are "up to date" in dues. "Up to date" is not precisely defined. I propose we interpret it as "made a contribution since January 1 of the previous year."
4. Two directors have not made a contribution in 2022.
5. I have discussed with my tax preparer how to proceed with governmental reporting requirements in light of the difficulty of communicating with the IRS.
6. There are 34 properties within MMNA boundaries with STR permits. 7 have made contributions in 2022, 13 in 2021. An additional 3 owners who have contributed last year and/or this year have self-identified as STR operators; 2 of these are not currently operating, but plan to in the future (hence no permits yet).

Geary reminded the group that \$10,000 was from the donation received from Apple TV for the recent film shoot, making it look like we have gotten more donations from owners.

Bill Gilman was surprised to learn that there are 34 STR properties in Monument Manor. There may be more that are operating off the County records.

c. Roads Report –

Geary Hund showed a bid sent to Sean Molina for new roadwork repairs, see below. Geary stated that for Item #1, the cost for general road repair including 12 loads of dirt is \$6,950. For item #2, the cost for construction of a rock swale on either side of one of the rolling dips on Uphill will be \$1,000 to \$1300, depending on if the rock Sean Molina currently has will be suitable if not then we will need to impact the rocks. Geary will inspect the rocks to make sure they are what are needed.

Geary asked the board to review the bid, discuss and vote on whether to proceed with the work proposed.

Roadwork Contract Monument Manor – March /April 2022

Wagon Wheel (1 load dirt)

- Fill in rut just below intersection with Old Vine Road.

Rocking Chair (1.5 loads dirt)

- Fill in eroded areas of rolling dips (2) east end of road near Old Vine Road intersection.
- Repair rut on west side of circular driveway, small tan structure near road - Perrodin place.

Roadrunner (0.5 loads of dirt)

- Fill in eroded areas of rolling dips (2) west end near Old Vine Road intersection.

Turtle (4 loads of dirt)

- Fill in ruts in the road on Upper Turtle, three locations.
- Fill in ruts and raise roadbed in areas where the drainage is off to one side of the road.

Uphill (2 loads of dirt)

- Fill in ruts on sides of rolling dips – restore embankment to original width. Clean out the downhill side of the rolling dip where the wash crosses and remove sand on east side of approach to dip.
- Cleanout the uphill side of rolling dips.
- On one rolling dip – place rock on either side of rolling dip in trench created by runoff to create drainage swale – **please provide separate itemized bid for this item** (rock size approximately 10 inches by 6 inches).

Single Tree (0.5 load)

- Repair rolling dips below Coyote (3) – Fill in ruts on sides.
- Remove sand from road median to allow vehicle passage just above where divided road begins west end.

Rockhaven (0.5 loads dirt)

- Perform maintenance (clean and dress up) the two rolling dips that direct water off the road.

Stockpile Dirt (2 loads dirt)

- 1 load of dirt at Old Vine and Single Tree.
- 1 load of dirt at Uphill and Rocking Chair

*Please provide a separate bid for the highlighted item under Uphill.*

*The number of dirt loads is approximate. If you feel the work will require more loads of dirt, please include that in your bid (indicate the amount per load and the cubic yards per load in the bid).*

*Note: The bid is the total time and materials necessary to complete all the work described and work must be completed within 3 weeks of agreed upon start date without permission from Roads Chair to extend.*

**VOTE:** Dan motioned that we authorize Geary to enter into agreement with Sean Molina to do complete the work shown on the bid above. Linda Doyle seconded. All approved. No objections.

Terry suggested that we send out email indicating that road work is upcoming, providing a list of work that will be done. Linda indicated that we have an ongoing “Road Log” on the MMNA website showing details of proposed roadwork, as well as completed roadwork. We can put the MMNA website address in the email that we send out. Dan indicated that Linda is always seeking photos of when roadwork gets done. So, please send your photos to Linda.

d. Signs Report

1. Folding Traffic Barricades: Geary Hund indicated that he would like to purchase several folding traffic barricades with custom text, see below. We also need to come up custom text for top of sign (ex: local access only; no access to national park, private roads etc). He will purchase several extra folding traffic barricades to use when Sean Molina is doing roadwork or when scheduled “work parties” are on the roads.



**TO DO:** Geary will send to Board bid proposal for costs for folding traffic barricades.

2. Speed Limit Signs: Geary indicated that signs and posts are ready to be installed. It is time to get a sign installation work group together.

**TO DO:** Geary will write email inviting neighbors to sign installation work group and suggest the following dates: April 12 or April 30. **Done✓**

Geary indicated that he would like to purchase new tools for the sign installation. Terry asked about borrowing tools from neighbors instead of buying new tools. Geary will ask people if they have any of these tools to be used.

### 3. Review 2022 Upcoming Meeting Dates

- May 10, 2022 @ 4:30pm
- July 12, 2022 @ 4:45pm
- September 6, 2022 @ 4:45pm
- November 8, 2022 @ 4:45pm

Mark asked everyone to review proposed meeting dates. Everyone agreed with dates. Terry would like meetings to be in person in future. Geary suggested we change time to 5pm for May 10, 2022 meeting. **Note: at May 10<sup>th</sup> meeting, the board approved new starting time of 4:45pm for all subsequent meetings.**

### 4. At-Large Board Member Recruitment and Application Process

Mark indicated that we currently don't have formal application process and asked if there were any comments. Geary believes we need to create one-page application, asking candidates to share their interest in being a board member. He also thought we may want to have nomination committee so that we have a process and can better understand what candidates interests are. Terry would like more clarity to explain what At-Large board member does and their responsibilities. Linda indicated that At-large should share in day-to-day chores of running the MMNA, not just focus on one single issue. Group also felt that by having At-Large board members we could better plan for "succession" for Director positions (i.e., President, VP, Treasurer, Secretary, Roads Director).

Group discussed how we recruit for new board members and indicated that we usually look to neighbors who have shown an interest in MMNA and that we have also sent out a general broadcast email. Geary indicated that we need to build a better social membership and this will lead to a more successful board recruitment.

**TO DO:** Terry will draft an application for At-Large Board members and then send to all the board members.

**TO DO:** Group proposed that we ask candidates for remaining two At-Large Board member positions to submit their application by end of April.

**TO DO:** Review candidate applications for two additional At-Large Board members and discuss approval at next board meeting on May 10.

### 5. Board Structure and Processes, Committees

Geary spoke about developing a new model for MMNA then we could appoint committees to work on issues and they would report back to the board. We could consider non-board members to serve on these committees. It was felt that adding committees to our work might be a good way to recruit new board members. Mark stated that his experience with other non-profits would support MMNA using non-board members on committees but his experience is that it is difficult to find people to be on committees.

Mark suggested that we might need to meet as a board more often than just quarterly.

Geary thought we could focus on some of our top-tiered issues and develop committees from there. Terry said she has had trouble with committees and they some time don't believe they don't have responsibility to the board, so we need to make it clear that committees need complete approval by the board. Geary thought having a board member as the chair would take care of this concern. It was cautioned, though, that creating committee could lead to more work for already overloaded board members. Linda suggested that Daniel's At-Large position with JTNP and MMNA is a good role model for how a committee would work. Bill Gilman is more skeptical of these

working committees and indicated that it will necessitate a board member doing job of management on these committees.

Accountability and reporting ... We all agreed that committees would need to meet and then report back to the board and provide any recommendations so that we can stay on-track. Committee and board could develop talking points on issues. Terry indicated that “action plans” and talking points are good ideas. We need to remember what our “issues” are and stick to them. If we have an issue that poses a threat to our community then we might need to get involved with an opinion.

Mission, Vision, Goals ... Mark believed that board structure and committees all need to come after we talk about mission, vision and goals. We need to decide these than then it is easier to define issues that we will address, support, or oppose. Our original mission has been about roads. Dan is reluctant to add more common concerns to our mission. Mark believes goals are critical for MMNA.

Geary suggested that the board hold workshops to develop the mission, vision, goals. Linda feels that this should come from the community not just from the board. Terry has an uncertainty as to what the neighborhoods priorities are. We need to find out what the community is thinking. We need to ask them but then the board would analyze what the neighbors tell us. Mark indicated that since we collect money for roads and signs, it seems that goals should be oriented for that fund and how those funds are spent. Why are we focusing on park traffic? How is this related to roads? Mark indicated that increased traffic from the park beats up the roads and that costs us money.

**TO DO:** Geary suggested board schedule time in the future to discuss broader goals and how we are going to get member input. **Done✓**

Terry would like to invite politicians who represent us to come to a meeting to talk with neighbors.

**TO DO:** Discuss mission, vision, goals at May 10 board meeting. **Done✓**

## **6. MMNA US Bank Account**

Dan reminded the group that we need to change/add signatures on MMNA US Bank account.

**TO DO:** Dan will make appointment for Friday, April 1 with US Bank. **Done✓**

**TO DO:** Dan, Mark and Terry will go to US Bank on April 1 and fill out necessary paperwork to make changes to MMNA bank account. **Done✓**

## **7. MMNA Post Office Box**

**TO DO:** Dan will talk with Bill about returning the JT Post Office mailbox keys. **Done✓** & key received.

## **8. MMNA File Records and Storage**

Geary indicated that currently files are stored on individual board members personal computers. He suggested we should have a “cloud” storage for our files and keep backups there. Geary is looking at Google Workspace and Basic plan would be \$6/month. Dan indicated that our ownership database is on Google docs. Daniel will look at the tool. # of users, what we are storing. He will look into this and bring it back to the board.

**TO DO:** Daniel will look at what tools are available and bring it back to the board. **Done✓**

## 9. Next Board Meeting

Everyone agreed that we should meet in person but offer zoom for any board member that cannot attend in person.

New Time: May 10 @ 5pm at Terry Stone's house.

### Agenda

Discuss protocol for adding additional At-Large board members

Review any candidate applications and approve for two additional At-Large Board Members

Mission, Vision, Goals

Incorporation status

Mailbox rental and good standing

Confirm new time for future board meetings from 4:30pm to 5pm

We discussed that Mark Wheeler, MMNA President, will be responsible for ongoing board meeting emails (and will determine time, agenda and meeting location)

10. **Adjourned:** Mark Wheeler adjourned Meeting at 6:26pm.

### Upcoming Meeting Dates:

- May 10, 2022 @ 5pm
- July 12, 2022 @ 4:45pm new time
- September 6, 2022 @ 4:30pm new time
- November 8, 2022 @ 4:30pm new time