

**Rustic Ridge Association Board Meeting**  
**Conference Call**  
**Sunday, October 21, 2012, 6:00pm EST**

In attendance: Doug Denise, Lucy Livingston, Roy Martin, Joanna Faraby Walker, Bob Ziegenhagen, and Carol Ziegenhagen

1. Brush removal
  - a. Joanna asked when brush is going to be removed and by whom.
  - b. Carol said she thinks it will be done by Steve Severance. She will call Lucia, and then Steve, to find out the details.
2. Vote by proxy
  - a. Lucy asked if there is something in the by-laws about voting by proxy.
  - b. Bob looked up the by-laws and let the rest of the Board know that voting by written proxy is permissible. He also confirmed that a simple majority is what is needed to pass a motion.
3. Five acre parcel of land for sale at the foot of the Rustic Ridge
  - a. Lucy summarized new information. She discussed the value of purchasing the land as it is an important buffer between the Ridge and the rest of the town, and is valued at far less than we feared.
  - b. The question arose if our director and officers (d&o) insurance will cover us for general liability should someone get hurt on the subject property The consensus seemed to be that we doubt it. However, according to our understanding of nonprofit liability, we won't need to carry general liability insurance in order to protect ourselves from incidents that may occur on the land, should we own it. We don't have general liability insurance for the roads that we own. Bob will get a copy of our d&o policy and send it to the Board so that we can understand this coverage better.
  - c. Carol has a document from the state saying we are a nonprofit under chapter 180 of general laws of Massachusetts. So, we should not have any tax liability either.
  - d. Lucy believes that we would have the full support of Margie Connor in an attempt to purchase this land.
  - e. Doug made a motion that the Rustic Ridge Association take all steps necessary to purchase the five acre parcel of land under discussion (a parcel that spans from North Lane to a private road known as The Willows) provided this purchase does not exceed the amount of money pledged and/or donated to the Association for this purpose. Further, that it is confirmed liability is not an issue due to Massachusetts law regarding open lands and that no property taxes will be levied due to the non-profit status of the Association.
  - f. The Board discussed that we should ask for pledges (as opposed to donations) in order to expedite the process of making the offer. If not enough money is pledged to make an offer, no pledges will be collected.
  - g. Carol suggests that our first offer be \$3,800, but it was agreed that we need to raise more in order to have negotiating power and/or cover associated fees if necessary (i.e. closing costs, attorney's fees). Carol said that she thought the seller would pay closing costs, but she will check. The Board agreed that \$6,000 was a good amount to set as a goal.
  - h. Motion passed by unanimous vote.
  - i. Doug will work on an email letter to the membership to explain the proposed project and request pledges. He will pass it along to Carol, Lucy, Joanna, and

whoever else wants to see it for suggestions. His goal is to have a draft by mid-week of the coming week.

- j. It was discussed that it would be good if some money had already been pledged as of the sending of the email to the membership so that we are not starting from scratch.
- k. Carol has a plot plan of the land that can be included with the email. Joanna offered to take a couple of photos of the land tomorrow and email them to the Board along with these minutes.
- l. Carol hopes that we can gather enough pledges within two weeks. The pledges would be payable by the time we close on the deal, likely before the end of 2012.
- m. Donations made to purchase this land will be tax-deductible.
- n. Pledges can be sent to a designated email address that Bob will create for this purpose. He may also create a webpage devoted to this project on [rusticridge.org](http://rusticridge.org)
- o. Joanna suggested that a PayPal link be included in email and/or the webpage devoted to this project. PayPal will send a receipt to those who donate that way. However, we will still need to generate tax-deductible donation letters manually. Carol said that she could handle the generation of these letters.
- p. Lucy will call Board members Janet Abel, Ann Stearns, and Marsha Heydenreich to discuss what happened in this meeting.
- q. Carol will call Board members Mary Snyder and John Powell to discuss what happened in this meeting.