

**THE MABURY RANCH HOMEOWNER'S ASSOCIATION**  
**(the "Association")**

**BOARD RESOLUTION**  
**AUTHORIZING APPROVAL AND SIGNATURE OF CITY AGREEMENT / MOA**

**RECITALS**

WHEREAS, the Board of Directors of THE MABURY RANCH HOMEOWNER'S ASSOCIATION (the "Board") held a duly noticed regular meeting on 03/25/2025 at which a quorum of the Board was present.

WHEREAS, the Board is charged with the power and duty, among other things, to conduct, manage and control the affairs and business of the Association, which may include discussion, deliberation and taking action on those topics subject to the executive session privilege, as described in Section 4925(b) of the California Civil Code.

WHEREAS, after substantial negotiations and settlement communications between the City and the Association, the Association has been presented with a proposed MEMORANDUM OF AGREEMENT ("MOA") BETWEEN CITY OF ORANGE AND THE MABURY RANCH HOMEOWNER'S ASSOCIATION regarding tree maintenance that memorializes such settlement communications.

WHEREAS, the City and the Association recognize the importance of maintaining trees within or near the Mabury Ranch community for the safety, aesthetic, and environmental benefits it provides.

WHEREAS, the City has in place Ordinance No. 03-18, regarding tree preservation, as well as the Department of Public Works Standard Specifications for Planting, Removal and Maintenance of Street Trees and Shrubs, Orange Municipal Code 12.28.030 ("DPW Tree Specifications");

WHEREAS, the City has the necessary resources and expertise for the maintenance, including pruning, removal, tree stump removal and replanting, of trees within the Mabury Ranch community.

WHEREAS, the City accepts responsibility for the tree maintenance of the trees identified in the MOA.

WHEREAS, the MOA has been forwarded to the Association's corporate legal counsel for review. The Association's legal counsel issued an opinion that confirms that the MOA complies with the Association's Governing Documents, including the CC&Rs, Article VI, Section 4(a), as the MOA would not be considered a contract for materials or services. Rather, the MOA is for cost sharing and maintenance of trees within the community or adjacent to it. Article VII, Section 1(b) of the CC&Rs specifically allows for the MOA, and Article X of the CC&Rs is in accord.

WHEREAS, at its February 25, 2025 meeting, the Board determined that finalizing the MOA with the City was in the long term interest of the Association.

**RESOLUTION**

IT IS HEREBY RESOLVED by the Board that the above Recitals are incorporated herein in their entirety by this reference.

IT IS HEREBY FURTHER RESOLVED that the Board of Directors has the authority to enter into and execute the MOA, which will bind the Association. Board president Nathan Swanek (or his designee) shall be the Association's sole liaison in communications and settlement negotiations between the City and the Association. No other director or manager may communicate with the City for this purpose, and all other directors shall be prohibited from communicating with the City (or any of its officials, council members, or others affiliated with the City) with regard to or in connection with the MOA.

IT IS HEREBY FURTHER RESOLVED that director Nathan Swanek (or his designee) shall have the authority to sign and execute the MOA on behalf of the Association the MOA in its current form or the MOA with non-substantive changes or non-material changes. For example, the City's current edits to the language in the MOA are considered non-substantive and non-material changes.

IT IS HEREBY FURTHER RESOLVED that in terms of the amounts in the MOA, Mr. Swanek shall have Board authority to enter into and execute the MOA for the amounts previously authorized by the Board of Directors per the minutes of the prior February 25, 2025 Board meeting.

Dated this 25 day of March, 2025.

**CERTIFICATE OF SECRETARY  
THE MABURY RANCH HOMEOWNER'S ASSOCIATION**

I, Nancy Edwards, Sec of THE MABURY RANCH HOMEOWNER'S ASSOCIATION, a California nonprofit mutual benefit corporation, do hereby certify that the above Resolution was duly adopted by the Board of Directors at the meeting held on March 25, 2025

**THE MABURY RANCH HOMEOWNER'S ASSOCIATION**

Signature: Nancy Edwards  
Print Name: Nancy Edwards  
Title: Sec