

May 3, 2014

Dear Shareholder:

You are cordially invited to attend the Annual Meeting of the Shareholders of ODD FELLOWS SIERRA RECREATION ASSOCIATION on **May 25, 2014 at 9:00 a.m.** at the Odd Fellows Sierra Park Recreation Hall, Long Barn, California.

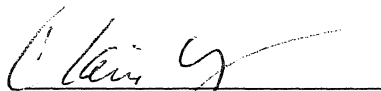
The items of business to be acted on during the Meeting include:

- a) To report on the status of the proposed transfer of certain real property of the Corporation and personal property to Sierra Park Services, Inc. and Sierra Park Water Company, Inc.
- b) To consider certain repairs/improvements to Lot 67 Block 21 (APN 031-064-10) of the Park which is owned by the Corporation (the "Caretaker's Lot") and consider the continued rental thereof.
- c) To report on the harvesting of timber during the 2013-2014 fiscal year and to consider future harvesting of timber.
- d) To report on the status of all litigation to which the Corporation is a party.
- e) To review the financial statements for the Corporation for the 2013-2014 fiscal year.
- f) To review the proposed budget for the 2014-2015 fiscal year.
- g) To elect directors for the 2014-2015 fiscal year.
- h) To conduct such other business as may properly come before the meeting or any adjournment thereof.

Your participation in the affairs of the Corporation is important, regardless of the number of shares you hold. If you do not plan to attend the Meeting, please return the proxy in the envelope provided.

I look forward to seeing you on May 25, 2014

Cordially,




Claire Velayas, Secretary

**NOTICE OF ANNUAL MEETING
OF SHAREHOLDERS OF
ODD FELLOWS SIERRA RECREATION ASSOCIATION**

Pursuant to a call made by the President of ODD FELLOWS SIERRA RECREATION ASSOCIATION, notice is hereby given that the annual meeting of the shareholders of ODD FELLOWS SIERRA RECREATION ASSOCIATION will be held at 9:00 a.m., on May 25, 2014, at the Odd Fellows Sierra Park Recreation Hall, Long Barn, California. The meeting will consider and act on the following matters:

- a) To report on the status of the proposed transfer of certain real property of the Corporation and personal property to Sierra Park Services, Inc. and Sierra Park Water Company, Inc.
- b) To consider certain repairs/improvements to Lot 67 Block 21 (APN 031-064-10) of the Park which is owned by the Corporation (the "Caretaker's Lot") and consider the continued rental thereof.
- c) To report on the harvesting of timber during the 2013-2014 fiscal year and to consider future harvesting of timber.
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- e) To review the financial statements for the Corporation for the 2013-2014 fiscal year.
- f) To review the proposed budget for the 2014-2015 fiscal year.
- g) To elect directors for the 2014-2015 fiscal year.
- h) To conduct such other business as may properly come before the meeting or any adjournment thereof.

DATED: May 3, 2014


By: Claire Velayas
Its: Secretary

ODD FELLOWS SIERRA RECREATION ASSOC.
STATEMENT OF REVENUE AND EXPENSES
FOR THE PERIOD ENDED
APRIL 30, 2014

	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	JAN	FEB	MARCH	APRIL	MAY	YEAR TO DATE
REVENUE													
Maintenance income	1,099	2,620	0	1,024	1,024	0	0	949	0	0	302	0	7,017
Water and water maintenance	0	0	0	0	0	0	0	0	0	0	381	0	381
Property rental	0	531	531	531	531	531	796	531	265	575	265	0	5,086
Timber revenue	0	0	0	60,000	30,000	0	0	2,088	0	0	0	0	92,088
Water tank easement	417	417	417	417	417	0	833	417	417	417	417	0	4,583
TOTAL REVENUE	1,516	3,567	947	61,971	31,971	531	1,629	3,985	682	992	1,365	0	109,156
EXPENSES													
Accounting	0	2,352	0	1,49	225	0	835	102	175	475	250	0	5,904
Bad debt expense	0	0	0	0	0	0	0	0	0	0	833	0	833
Credit card fees	55	15	0	0	0	0	0	0	0	0	0	0	70
Depreciation	237	237	237	237	237	237	237	237	237	237	0	0	2,370
Employee benefits	0	0	0	191	0	0	0	0	0	0	0	0	191
Equipment rental	0	0	0	0	0	0	0	0	106	0	0	0	106
Gate expense	0	0	0	0	0	0	225	0	0	0	6,965	0	7,190
Health and safety	0	0	0	40	0	0	0	0	0	0	0	0	40
Insurance	5,194	-3,772	0	-812	0	0	0	0	0	0	9,996	0	10,606
Interest/bank charges	0	60	15	255	0	0	0	0	0	0	0	0	330
Maintain buildings	0	0	0	0	0	0	710	0	139	0	0	0	849
Maintain water systems	0	0	0	0	0	0	0	0	150	4,159	0	0	4,309
Maintain water-capital expense	0	0	0	0	0	0	0	0	0	10,617	0	0	10,617
Maintenance - common area	0	10,50	0	0	0	0	0	0	0	0	0	0	10,500
Member communications	0	413	0	678	70	0	371	31	0	0	28	0	1,591
Outside service	547	0	0	0	0	0	0	0	0	0	2,834	0	3,381
Permits and fees	0	0	0	0	0	345	0	0	0	0	0	0	345
Professional services - Consulting	0	0	0	1,55	-1,552	315	0	0	0	0	3,482	0	3,797
Professional services - Legal	14,531	-680	0	0	0	0	14,205	10,899	-11,225	0	-453	0	27,275
Recreation	0	0	0	238	0	0	0	0	0	0	0	0	238
Repairs and maintenance-general	0	0	0	0	0	0	0	0	0	76	0	0	76
Taxes-payroll	0	0	0	0	0	0	92	0	0	0	0	0	92
Property taxes	0	0	0	0	0	2,304	0	0	0	0	0	0	2,304
Taxes and licenses	0	0	0	0	0	0	0	25	0	0	0	0	25
Utilities	968	0	0	0	0	0	0	0	0	0	-59	0	909
Franchise tax	0	0	0	800	0	0	0	0	0	0	0	0	800
TOTAL OPERATING EXPENSES	21,532	9,125	252	4,669	-1,020	3,201	16,675	11,294	-10,418	15,564	23,876	0	94,748
OTHER REVENUE													
Interest income	2	9	2	3	75	15	15	14	13	13	0	0	161
Timber interest income	1	1	1	1	1	1	1	1	1	1	0	0	14
Miscellaneous income	25	227	704	227	0	0	0	75	0	0	150	0	1,408
TOTAL OTHER REVENUE	28	237	707	231	76	16	16	90	14	14	150	0	1,583
TOTAL EXCESS REVENUE OVER EXPENSE	<u>-19,988</u>	<u>-5,320</u>	<u>1,402</u>	<u>57,533</u>	<u>33,067</u>	<u>-2,654</u>	<u>-15,030</u>	<u>-7,219</u>	<u>11,114</u>	<u>-14,558</u>	<u>-22,361</u>	<u>0</u>	<u>15,991</u>

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ODD FELLOWS SIERRA RECREATION
ASSOCIATION, INC
BUDGET 2014/2015

2014-2015
Budget

Rental Income (Caretaker's Cabin)	\$ 6,900
Water tank easement	5,004
Total Operating Income	11,904

Accounting	5,100
Assessment - caretaker	1,600
Bank Charges/Interest	300
Franchise Tax Expenses (CA)	800
Gate Expense	45,000
Insurance General	10,500
Maintenance/Buildings	5,000
Member Communications	1,500
Professional Services - Consulting	2,000
Professional Services-Legal	35,000
Property taxes and fire prevention fee	2,800
Repairs and Maintenance	500
Taxes and Licenses	25
Timber - Herbicide application	5,000
Timber - Mastication	19,000
Timber - Timber plan	8,000
Total Operating Budget Expenses	142,125

Total Income less Expenses	<u>(130,221)</u>
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BANK BALANCES AS OF 4/30/14

Oak Valley - Checking	6,598
Oak Valley - Money Market	108,437
Wells Fargo - Timber	168,867
Wells Fargo - Roads	841
Wells Fargo - Equipment	902
Wells Fargo - Water	967

No assessments anticipated for 2014/2015

**ODD FELLOWS SIERRA RECREATION ASSOCIATION
PROXY**

I/We hereby appoint _____ to act as my/our proxy and vote all stock owned by me/us at the annual meeting of the shareholders of ODD FELLOWS SIERRA RECREATION ASSOCIATION.

It is my/our understanding that said annual meeting of shareholders will take place on May 25, 2014.

By: _____
Print Name: _____

By: _____
Print Name: _____

Odd Fellows Sierra Recreation Assoc.
P. O. Box 116
Long Barn, CA 95335

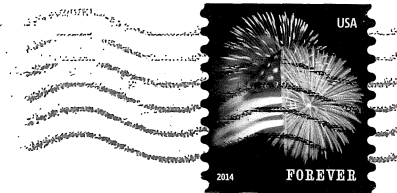


Odd Fellows Sierra Recreation Assoc.
P. O. Box 116
Long Barn, CA 95335

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SACRAMENTO CA 957

06 MAY 2014 PM 3:11



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P.O.Box 395
Long Barn CA 95335

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