



**Minutes of the Board Meeting
held on August 11, 2022
via Google Meet, 6:00 to 8:00 p.m. Arizona time**

At the board meeting called for August 10, a quorum was not in attendance; see attached minutes for topics discussed. The meeting was adjourned and the board reconvened on August 11.

On August 11, the board conducted business by first convening a committee of the whole, then moving in and out of normal order as noted below.

Committee of the Whole

D. McFarland called to order the meeting of the committee of the whole at 6:00 p.m.

Board members present: D. McFarland, N. Ceccarelli, J. Levin, D. Vlastic, C. Barney, K. Whitmire, S. Togneri, and C. Peachey. Absent: P. McCawley.

No roll call was taken to identify the other attendees. Those identified by video or phone presence during the evening included M. Shelburne, G. Barton, T. Miller, B. McFarland, E. Ahearn, C. Pangelian, B. Hilgart, T. Smith, E. Wise, J. Rossbach, R. Buesgens, B. Crouch, and other unidentified phone numbers. This list may be incomplete.

With no objections, D. McFarland was appointed chair of the committee of the whole.

Officer positions were discussed and agreed upon in committee.

At 6:15 p.m., the committee of the whole adjourned to move into normal order. D. McFarland motioned, N. Ceccarelli seconded. There being no further discussion, the motion carried by voice approval, no objections.

Board

The board convened in normal order. **Joel Levin motioned to adopt the slate of officers** consisting of:

President: Nance Ceccarelli

Vice President: Deb McFarland

Secretary: Claire Peachey

Treasurer: David Vlastic

Keri Whitmire seconded the motion. After receiving no further board or member discussion, the board voted. **The motion carried 8-0** (YES = DM, JL, CB, DV, CP, ST, KW, NC. Not present = PM).

D. McFarland motioned to return to committee of the whole. C. Barney seconded. There being no further discussion, the motion carried by voice approval, no objections.

Committee of the Whole

The committee of the whole convened, President N. Ceccarelli chaired.

- Assigning terms of directors: This topic was discussed briefly and tabled in favor of discussing more pressing issues.
- ARR process: This topic was discussed briefly and tabled. D. McFarland offered to find the pending ARRs.
- Maintenance of the common area: This topic was discussed for most of the rest of the meeting. A draft resolution for maintenance of the common area was discussed and revised in committee. There is concern about deterioration of HLR roads and about property owners, service vehicles, and emergency vehicles having trouble accessing some properties. A FedEx truck got stuck on a road in the SE portion of the ranch. We have the need to address emergent situations as they arise, including right now, and the need for a longer-term strategic plan. The draft resolution was changed to remove financial details, as the new board does not yet have information on how much funding we have available and how much has been spent on roads so far this year. Also discussed was the need to determine what the Association insurance policy covers and to get appropriate advice from the Association's insurance company and attorney, particularly with regard to having property owners conduct road repairs. Several property owners contributed to the discussion. The revised resolution was read aloud since not all board members had access to the document revisions made during the meeting.
- Robert's Rules of Order: Tabled.
- Board training: Tabled.
- Time and date of board meetings: We would like to identify a regular time and day for board meetings and conduct meetings in person when we can. For now, we will set only the next meeting. All present stated they were available Thursday 8/25 at 6 pm.

At 8:14 p.m., the committee of the whole adjourned to move into normal order. J. Levin motioned, K. Whitmire seconded. There being no further discussion, the motion carried by voice approval, no objections.

Board

The board convened in normal order. **D. McFarland motioned to approve the revised "Resolution on Common Area Maintenance"** (attached). K. Whitmire seconded. After receiving no further board or member discussion, the board voted. **The motion carried 8-0** (YES = DM, JL, CB, DV, CP, ST, KW, NC. Not present = PM).

D. McFarland motioned to hold the **next board meeting on Thursday, August 25 at 6 p.m.** J. Levin modified the motion to state the meeting will be virtual. C. Peachey seconded. There being no further discussion, the motion carried by voice approval, no objections.

The board adjourned by unanimous consent.

Submitted by Claire Peachey, HLRPOA Secretary

August 10, 2022 Meeting Notes
via Google Meets, 6:00 to 7:00 pm

Estimation of Action Items:

- Appointment of Officers
- Term limits – staggered 3-year terms
- ARR Process
- Maintenance of common areas
- Discussion of Robert's Rules
- Board Member Training- investigate how to maximize meeting time

Board members in attendance: D McFarland, D Barney, K Whitmire, S Togneri

C Barney opened discussion stating that the roads should be the number one priority of the board. Deb, Keri and Shanon all agree.

Discussion from community members also in agreement that the roads are their top priority.

Brief discussion of other action items:

- Appointment of Officers cannot be achieved as we do not have a quorum
- Term Limits, ARR Process and Robert's Rules can all be discussed at a later date

D McFarland discussed the importance of Board Member training to maximize our meeting time and familiarize newer board members with the process.

K Whitmire volunteers to research board meeting tools and efforts. C Barney volunteers to assist.

D McFarland proposed that C Barney take on the role of Webmaster.

C Barney accepts the position as Webmaster and Barb Crouch volunteers to assist with the website.

Discussion to set meeting on August 11th via Google Meets. D McFarland will share meeting information with members.

D McFarland reads through the proposed Resolution.

B Crouch requests that the Road Committee consult with previous board actions and rulings.

Eileen requests for Cochise County code information on road maintenance.

C Barney requests web access information be forwarded to him.

Submitted by S. Togneri

A Resolution on Common Area Maintenance

Whereas the common areas, which include the land and appurtenances thereon between the lots and easements to lots are in need of constant maintenance, and,

Whereas the common areas have not had a long-term plan for improvements and maintenance, and,

Whereas the common areas are not currently trafficable by emergency vehicles and other services, and,

Whereas owners expect the roads to be maintained to a common standard and their vehicles should not be damaged in ordinary usage and they have an expectation of passenger vehicle access, and

Whereas there are residents at the ranch with required equipment who are capable and available to undertake repairs the next day, and,

Be it resolved that the Association will appropriate sufficient funds from the excess in the operating and reserve accounts to fund a long-term program of improvements for access to all properties. Before expending these funds, a plan will be approved by the Association indicating how and when these funds will be expended. Appropriated funds shall be made available to the committee with the expectation that they initiate immediate actions to re-establish passenger vehicle access on all common areas. The committee is authorized to incorporate seasonal equipment rental or leasing into the required work plans. The Common Area Maintenance committee is hereby charged with coordinating an immediate action response plan that it can execute the day after a major weather event. The president and secretary will be responsible for all contracting and payments. A director will serve as the director member and chair of the committee. All meetings of the Common Area Maintenance Committee will comply with A.R.S. 33-1804.