



DRAFT Minutes of the Board Meeting
held on January 15, 2025
at 6:00 p.m. via Google Meet

1. **Call to Order.** N. Ceccarelli called the meeting to order at 6:01 p.m. and asked for roll call.
2. **Roll Call.** All board members were present: N. Ceccarelli, W. Barfield, D. Vlasic, C. Peachey, S. Crosby, and N. Tribby. Audio was recorded with Google Meet.
3. **Approval of minutes of the December 19, 2024, board meeting.** No changes were requested, the minutes were approved as written.
4. **Reports.**
 - a. **President's report.** (N. Ceccarelli)
 - i. We have an annual member meeting election coming up, she encourages everyone to vote and to come to the annual meeting.
 - b. **Vice President's report.** (W. Barfield)
 - i. There is a road meeting scheduled for Jan. 16. Discussion will include the heavily washboarded areas.
 - c. **Treasurer's report.** (D. Vlasic)
 - i. See attached report. There is no change from last month except the addition of \$0.43 interest into checking.
 - ii. Assessment invoice due dates. After presenting a motion, seconded by N. Tribby, D. Vlasic withdrew the motion and the board agreed by consensus to establish assessment payment due dates of March 15 and June 15, 2025.
 - iii. Late fees. Statute allows charging a late fee. To avoid the difficulties of trying to collect late assessment payments, Treasurer would like the board to consider charging a late fee, in the hopes it will encourage payment on time. The item will be placed on the next agenda to allow board and membership discussion.
 - iv. Request for reimbursement. The treasurer reported \$108.60 in printing expenses related to the treasurer's work in fiscal year 2024. This is a budgeted item and reimbursement was approved by consensus.

d. Secretary's report. (C. Peachey)

- i. CTA filing. Even though the Corporate Transparency Act is being challenged in court and the BOI (Beneficial Ownership Information) report is not required at this time, the secretary filed the Association's report in case the act is upheld.
- ii. Arizona Corporation Commission profile. Updated the association's board member list after the recent resignations.
- iii. Election updates:
 1. We have three candidates for three board seats, so this is an uncontested election and may change our plans for how to run the election. The secretary is a candidate, so will step back from some activities to avoid appearance of conflict of interest.
 2. Election Committee met Jan. 14 to finalize the Election Procedures document with two changes; went over Annual Meeting letter and agenda; final wording depends on decisions made tonight.
 3. Call for Nominations and Address Verification letter was emailed 12/22; postal letter was mailed a week later to 47 owners (those who had not responded to the email) using Letterstream, cost \$70.54. Email reminder sent 1/8, nominations closed 1/10.
 4. League of Women Voters responded today.
 5. The president reported that counsel J. Smith's recommendation on our election is that we should hold an election, we can trim costs associated with third-party services, and we need to provide both in-person voting at the annual meeting and absentee voting.
 6. Given this advice, the secretary recommended not using Association Voting to run the election and instead run a self-administered election at the lowest cost possible.

5. Member comments. None.

6. Active agenda.

a. Election Procedures.

- i. Two changes to the distributed draft Election Procedures document were shown and discussed. It was clarified that owners will still be contacted regarding address verification before each election. Additional recommendations received prior to this meeting can be discussed for a future iteration of the document. The procedures are general enough to apply to a self-administered election. N. Tribby **moved to adopt the Election Procedures as presented tonight**, W. Barfield seconded. After board and community comment, the **motion carried on a voice vote with none opposed**.
- ii. Further discussion of election procedures.
 1. Because the secretary/EC chair is a candidate in the election, K. Tribby will serve as deputy chair and N. Ceccarelli was added to the Election Committee. D. McFarland has resigned from the committee.

2. General agreement to hold an election with a hybrid of self-administered electronic voting and third-party handling of paper ballots.
3. The board will meet January 20 to vote on a resolution changing our plans to a hybrid/self-administered election at significantly reduced cost.

b. ARR Committee. As there are four board members in the online approval chain of ARRs, we will remove N. Ceccarelli from the chain to keep it below quorum, pending review of the ARR process.

c. ARR online form. The online ARR form makes reference to the old bylaws, so needs to be updated. For now, the secretary put a note at the top of the form saying it is being updated and to please contact the board when submitting an ARR.

d. Annual Meeting agenda. The draft agenda was reviewed. W. Barfield will reach out to possible speakers.

7. Comments from board members.

8. Next board meeting: Newly added meeting is January 20 with one agenda item; regularly scheduled meeting is February 20.

9. Adjourned at 7:44 p.m. with no objections.

Submitted by C. Peachey, HLRPOA Secretary.



High Lonesome Ranch Estates Property Owners Association
P.O. Box 215, Elfrida, Arizona 85610

Board Meeting Agenda
Wednesday, January 15, 2025, 6:00 p.m.
via Google Meet

1. Call to order
2. Roll call
3. Approval of minutes of December 19, 2024, meeting
4. Reports
 - a. President's report
 - b. Vice President's report
 - c. Treasurer's report
 - i. Assessment invoices and due date
 - d. Secretary's report
 - i. Election updates
5. General member comments
 - a. Limited to 3 minutes
 - b. Must directly relate to action items of the Board previously considered and published or on the agenda this evening
6. Active Agenda
 - a. Old Business
 - i. Consideration and decision to adopt updated Election Procedures
 - b. New Business
 - i. Discussion and consideration of an ARR committee
 - ii. Discussion of updates to ARR online form
 - iii. Discussion of ideas for Annual Meeting
7. Comments from Directors
8. Next board meeting date – Thursday, Feb. 20
9. Adjourn

TREASURER REPORT FOR 15 JANUARY 2025 BOARD MEETING

Checking account activity for 2024

		Starting balance	\$ 10,695.32
		Deposits	\$ 34,485.87
		Withdrawals	\$ 19,636.51
		End balance	\$ 25,544.68
Checks paid			
1. Az. Dept of revenue	\$50.00	10. RB/ Well Reg.	\$30.00 19. US Insurance \$1,225.00
2. NC/ E buddy	\$136.00	11. CP/ Website	\$341.98 20. FB Insurance \$708.00
3. NC/ E buddy	\$107.17	12. CP/ Google	\$152.98 21. Dustin's G. \$15,097.50
4. CP/ Az corp comm.	\$10.00	13. AZ farm bureau	\$59.00 22. Tombstone G. \$573.53
5. CP/ election expenses	\$154.90	14. DV/ cert. mail	\$44.30 23.
6. DM/ refund o/payment	\$90.00	15. SW/ Retainer	\$600.00 24.
7. PO Box renewal	\$84.00	16. Tax C.County	\$6.90 25.
8. Fiscal review	\$125.00	17. Tax C.County	\$6.90 26.
9. RD/ Sign Repair	\$26.67.	18. Tax C.County	\$6.90 27.

OUTSTANDING ASSESSMENTS 2023 AND PRIOR

1 member has a total of \$627.69 owed. Includes assessments late fees and interest and is currently in collections.

All other members are paid in full through 2023

As of 09/30/2024 we have collected \$31,719.50 or 99.4 of current 2024 assessments

134 MEMBERS THAT HAVE PAID IN FULL.... THANK YOU

2 MEMBERS THAT HAVE NOT PAID ANYTHING

1 member overpaid by \$1.00 they have a credit.

1 member overpaid by \$26.13 they have a credit.

1 member overpaid by \$558.14 they have a credit.

I HAVE RE-BILLED ALL MEMBERS WHO HAVE NOT PAYED ANY ASSESSMENTS BY THEIR STATED DUE DATE AND AFTER 45 DAYS OF NON-PAYMENT THEIR ACCOUNTS HAVE BECOME DELINQUENT AND I HAVE ADDED INTEREST TO THEIR ACCOUNTS.

THE TWO MEMBERS THAT HAVE NOT PAID ANYTHING HAVE HAD FINAL DEMAND LETTERS SENT TO THEM BY CERTIFIED MAIL, RETURN RECEIPT. IF NOT PAID IN FULL IN 30 DAYS THEY WILL BE TURNED OVER FOR COLLECTIONS WITH OUR ATTORNEY OF RECORD.

High Lonesome Ranch Estates Property Owners Association

ELECTION PROCEDURES

Approved January 15, 2025

1. OVERVIEW

A. Applicability. These procedures supersede all previous HLRPOA election procedures.

B. Guiding Principles. Our goal is to include the voice of every lot account voter that wants to participate; and ensure the integrity of the election results.

C. Election Committee. The Board of Directors will conduct elections in combination with appointed Election Committee (EC) members and board-approved third-party contractors or voting systems. The EC will consist of a Director who is the chairperson, and two to four other members of the association. The board will appoint one member of the EC to be the Deputy EC chairperson if the chairperson becomes a candidate in the election.

D. Third-Party Organizations. The Board of Directors may contract with third parties (such as an electronic voting vendor or the League of Women Voters) to manage many aspects of Association elections. These third parties may create electronic and paper ballots, send ballots to Association members, send reminders, receive and tally electronic and mail-in paper ballots, and manage in-person voting.

E. Voting and Ballots. Each lot account will receive one ballot. A lot account may vote by electronic ballot or paper ballot. No lot account owner may submit a ballot on behalf of another lot account owner; i.e., no proxy voting or couriers are allowed. There will be no cumulative voting or weighted voting. If lot ownership changes, new ownership must be verified before voting opens and ballots are distributed.

F. Governance. Nomination and voting policies and procedures are governed by Arizona Revised Statutes (A.R.S.); the Association's Declaration of Conditions, Covenants, Restrictions, and Easements; and the Association's Bylaws.

2. PROCEDURES

A. Annual Meeting and Election of Board Members. The annual election will be held in conjunction with the Association's annual membership meeting. The annual meeting

will comply with A.R.S. 33-1804. The presiding officer will announce the results of the election before the close of the meeting, barring exceptional circumstances.

B. Election Timeline. Will follow statutory requirements. See Attachment 1.

C. Nominations. See Section 5.1 of the Bylaws. Members in good standing and prepared to discharge duties in accordance with the standards of conduct defined in applicable A.R.S. are invited and encouraged to become candidates for election. Candidates will be asked to submit brief statements that will be made available to voters.

D. Notice of the Meeting. The Association will mail or cause to be mailed a notice of the annual meeting in accordance with A.R.S. 33-1804 not fewer than 10 nor more than 50 days in advance of the meeting. The secretary will prepare the notice for board review. The notice will include, at a minimum, the date, time, location, purpose, agenda, and remote login options for the meeting. It will also include instructions, deadlines, and other necessary or time-sensitive information.

E. Verification of Mailing and Email Addresses and Vote Method Preferences. The Secretary maintains lot owner addresses (mail and email) and will verify addresses prior to the opening of the election. The Secretary will also ask each lot account owner to verify their chosen method of voting – electronic or paper ballot. Paper ballots will be mailed only to lot account owners who request them. If a lot account owner does not verify an address, a paper or electronic ballot will be sent to the postal or email address used in the prior year for voting, or to the address on record with the Association. The Secretary will not share membership/voter lists with other members.

F. Ballot Material. Ballots will be produced according to state law and in coordination with the electronic voting vendor. Ballots and ballot materials will be distributed to voters as soon as possible and in compliance with statutes. The EC shall aim to open voting and distribute ballots four weeks before the annual meeting date.

G. Electronic Voting System.

1. Access to the electronic voting system will be limited to the designated administrator. Setup parameters will be agreed upon by at least two EC members.

2. The highest security and integrity parameters available in the electronic voting system will be adopted when selecting from the options available.

3. Once the election goes live, no member of the Association (including board members) will have access to the status of the electronic count until electronic voting closes.

4. Votes from mail-in paper ballots may be entered into the electronic voting system by third-party personnel or may be counted separately and added to the electronic tally for the overall final tally.

H. Members Running for Election: Members whose names will appear on the ballot will not have access to electronic or paper ballots cast by the membership from the time the election opens until announcement of results.

I. EC Chairperson Duties:

1. Supervise the set-up of the overall election process including any third-party vendors.

2. Liaise, or assign a liaison, with the third-party contractors during the annual meeting.

3. Document any reason why a specific ballot or envelope is designated as spoiled as indicated by third-party contractors.

4. Not be the presiding officer at an annual or special meeting.

5. Make every effort to resolve discrepancies and to count as many eligible votes as possible assuring a fair, open, and honest election.

J. Voting at the Annual Meeting. Either third-party representatives, members of the EC, or other designated volunteers will oversee in-person voting at the Annual Meeting. The EC will provide the third parties with electronic voting system login credentials, voter lists, supplies, or other materials as required. At the meeting, voters may cast a paper ballot or an electronic ballot (provided computer access is available at the venue). The EC will ensure that materials and instructions necessary for voting are available at the meeting. Before any in-person voting is allowed for any lot account, an election volunteer will verify that no vote has already been tallied for that lot account. Specific in-person voting procedures will be available prior to the Annual Meeting.

K. Post-Election Review. Within 90 days after this election, the Board shall solicit and consider member input to modify these procedures.

L. Election Materials. All election materials, electronic and paper, will be maintained in Association records per applicable A.R.S.

M. Election Committee Meetings. Meetings will be conducted openly in accordance with A.R.S. 33-1804.

Attachment 1: Annual Membership Meeting & Election Timeline

- “D” is the date of the Annual Meeting.
- D minus 120-90 days: Research and approve third-party election vendors and services. Reserve meeting venue.
- D minus 90 days. Begin verifying all PO mailing and email addresses. Solicit nominations from members to run as candidates for the board of directors. Consolidate candidate statements. Verify voting method preferences.
- No earlier than D minus 50 days: Mail all property owners information about the date, time, location, purpose and agenda for the Annual Meeting of the Members, the number of upcoming board vacancies, general instructions and deadlines for electronic and paper ballot absentee voting, candidate names, and other information as necessary.
- D minus 60-45 days: Prepare and approve ballot materials. Receive and consolidate preferred voting methods and confirmed mailing/email addresses. Provide voter information to any third parties so they can prepare paper and electronic ballot material.
- D minus 30 days: Election opens. Mail paper and email electronic ballots and voting materials and voting instructions to each lot account. Identify volunteers to assist EC with meeting setup, equipment, and logistics.
- D Day: Annual Membership Meeting and election day.
- Not Later Than 90 Days After Election: Capture lessons learned from election and consider updates to procedures.
- Prior to Any Subsequent Election: Board reviews and approves updated election procedures.