



High Lonesome Ranch Estates
Property Owners Association Board of Directors Meeting
Saturday, 3 December 2011 11 AM
Elfrida Community Center, Elfrida, AZ



Minutes (final: approved 4 Feb 2012)

- 11 AM: Call to Order: : Called to Order by Pres Jo G. Board members attending included Jo G (Pres), Harry H (Vice Pres), Eileen A (Secretary and Treasurer), Bob H and Greg B; quorum met. Property owners in attendance included, Lillian Hritz (71), Russ Christopher (101, 102, 103), Gerald Holt (20B), Jo Alberti (35, 37, 38), Phyllis Cavanaugh and Alisa Cook (13/20A), George Barton (43), Dennis LePard (98) and Dave Kelley (124). Gerald Holt and Alisa Cook jointly video recorded the meeting.

- Pledge of Allegiance: Recited

- Review/Approval of 10/29/11 Board meeting minutes: Eileen A motioned for approval of minutes as published with one change (add: Whitney M also delivered the windmill report), Bob H seconded, and the motion carried.

* and **

- President's Message: N/A

- Treasurer Report: Community Budget Mtg Results and Proposed 2012 budget: Eileen presented a monthly budget update, feedback from the Community budget meeting and a proposed 2012 budget that included no dues increase. Bob H motioned to approve the draft 2012 Budget, Greg B seconded and the motion carried. Bob H motioned to accept the Treasurers report, Greg B seconded and the motion carried.

- Committee:

-- ARC:

- ARR lot 108: Part 1 (dog corral)- the ARC recommended approval; Eileen A motioned for approval as submitted; Bob H seconded and the motion carried. Part II (entry gate)- the ARC recommended approval; Eileen A motioned for approval as submitted; Bob H seconded and the motion carried. Part III (boundary Fencing)- the ARC recommended disapproval; Eileen A motioned for approval with conditions, no one seconded the motion, the motion died. Bob H motioned for disapproval; Greg B seconded and the motion carried.
- ARR lot 107 (dog fencing): The ARC recommended approval; Eileen A motioned for approval as submitted; Bob H seconded and the motion carried. Jo G abstained from voting.

-- CCR: N/A

-- Windmill: Harry H briefed that the windmill repairs would be happening in the next 30-60 days since the BOD had already approved the project.

-- Road: Greg B briefed that the draft 2012 road contract had been sent to Double F Contracting for cost estimates and that the RC would host a community meeting on 5 Dec to discuss future road projects. In addition, the RC would coordinate with Double F contracting for estimates needed as part of the internal Reserve Study.

-- Nominations: On behalf of the NC, Russ C presented the result of their study and recommended HLR POA Elections Process changes. Eileen A recommended approval with changes, Harry H seconded and the motion carried. Russ C volunteered to make the changes and

resubmit for posting and use in 2012. Changes included: add recruiting to NC mission statement; in policies and procedures: paragraph 2- change 30 to 45 days and add "in recruiting"; in para 3- add that a PO will receive "one ballot per lot owned"; in para 5- change second to third; in para 5- delete "on the last business day"; in para 12- add statement of confidentiality; add to P & P that Nominees for the BOD must POs be in good standing with the HLR POA and meet criteria specified in AZ rules for Nonprofit corporations. BOD reminded all POs that two board positions are up for election at the upcoming Annual meeting and POs interested in volunteering to serve on the BOD should contact the BOD by 3 Feb 2012.

-- DRC: N/A

- New Business:

-- Agenda Items* (out of sequence): Eileen A motioned that to assist in speeding up the meetings that all agenda items be open to discussion without further motions, Greg B seconded and the motion carried.

-- Video Recording** (out of sequence): Bob H motioned that when board meetings are being videotaped that all persons talking at the Board meeting must identify themselves in front of the video camera, Eileen seconded and the motion carried.

-- Tax Code concerns (Gander): discussed.

-- Election mail out timeline: mail out nominations announcement in News Report in mid Jan 2012; close nominations- 3 Feb 2012; mail ballots- 6 Feb 2012; mail in ballots due NLT 29 Feb 2012.

-Old Business Items:

-- Annual Meeting Agenda/ideas: The tentative agenda and schedule discussed::

11AM: Meet the Committees (a chance to meet and discuss concerns/questions with the Committee members and Chairs) (Road, Windmill, ARC/CCR and Nominating)

Noon: Pot luck

1PM: Official Annual POA Meeting start

- Guest Speaker (T): Ann English

- Internal HLR Business

• 2012 Budget

• Committee Briefs (Road, Windmill, ARC/CCR, and Nominating)

Eileen A motioned for the BOD to approve up to \$50 for a thank you gift for the guest speaker; Bob H 2d and the motion carried. Joe A agreed to invite the Guest speaker. Lillian H agreed to purchase/prepare the thank you gift.

-- CCR violations. PO/lot 20B reported paperwork complete.

-- Dec News Report: Topics/input: Committee and other BOD member input due @ 5 Jan 2012.

- Next Board Meeting: Saturday, 4 Feb 2012 at 11PM at the American Legion in Tombstone. The Annual Meeting 3 March 2012, (T) at Elfrida Community Center followed by a BOD meeting with limited agenda. (*Post meeting note: Annual meeting date may slip since the Elfrida Community Center is not available.*)

- Call to the Membership ***: Dennis L requested permission to take down rock humps on Rambling Road. Greg B motioned for approval; Bob H seconded and the motion carried.

- Review of Action items

-- Lillian H to prepare guest speak appreciation gift for the Annual meeting.

-- Joe A to invite Ann English to Annual meeting.

- Russ C to update NC mission, P&P and send updated version to the BOD for posting/execution.
- BOD and Committee reps to submit New Report input NLT 5 Jan 2012. Eileen to consolidate and coordinate the draft prior to mailing.
- Eileen to prepare minutes and update HLR Webpage.
- Eileen to notify Cadden for official ARR approval letters.
- Eileen to send Cadden the Approved 2012 HLR Budget.
- RC to host Road Community Working meeting on 5 Dec to prepare a prioritized list of future road repair projects.
- Road and Windmill Committee Chairs/ BOD Liaisons to get estimates of repairs for use in the HLR Internal Reserve Study.
- BOD and NC to recruit Nominees to fill the two board vacancies up for election in Feb/March 2012.
- BOD members to make suggestions on how we can shorten BOD meetings while still adequately covering topics and allowing for PO input.
- Jo G to establish contact the new Law firm.

- Executive Session: 1:45PM Eileen A motioned for the BOD to move into executive session; Bob H seconded, and the motion carried. .

- Reopen Meeting: 2:10PM Eileen A motioned for the BOD to re-open the meeting session, Bob H seconded, and the motion carried.

-- suspension of voting privileges: Eileen A motioned that IAW HLR ByLaws, Article 7, section 7.1.B, that the BOD suspend voting privileges of POs who are delinquent on payments of 2011 or earlier dues assessments and/or interest in excess of \$10, Harry H seconded, and the motion carried. Written notification provided in these minutes and in the HLR News Report.

-- Code of Conduct: Jo G motioned that the agenda item "President's message" be replaced with a reading of the BOD and PO Codes of Conduct, Eileen A seconded, and the motion carried.

- Adjournment: at 2:17PM Eileen A motioned to adjourn the meeting, Bob H seconded, and the motion carried.

*** This is the time for the Membership to comment on issues that confront a member or the Ranch as a whole. Action taken as a result of Members' comments will be limited to a referral to the Board of Directors in order to study the matter, response to any criticism or scheduling the matter for further consideration and decision at a later date.