

HIGH LONESOME RANCH ESTATES PROPERTY OWNERS ASSOCIATION  
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**Final Minutes for July 28, 2013  
Meeting of HLR Board of Directors**

**at the Elfrida Community Center in Elfrida, AZ**

**Executive Session of BOD 9:45 to 10:00 am**

- Review of letter to property owner regarding payment agreement.

The draft letter Cavanaugh presented was approved without edits for release to Matt Shelton.

**BOD Meeting from 10:00 to 12:00 noon**

**Board Members in attendance: Greg Briner – President, Adele Crouch – Member-at-Large, Phyllis Cavanaugh – Secretary, Bob Hritz – Vice President. David Vlasic – Treasurer, was not in attendance.**

- Call to Order: President Briner at 10:00
- Pledge of Allegiance was recited
- Reading and approval of previous minutes (June 30, 2013) The minutes were not read aloud as they were e-mailed to all property owners and board members. No corrections were recommended by the board members and none were received by e-mail. Adele motioned to accept the minutes as written, Bob 2<sup>nd</sup> and all approved.
- **Reports of Officers and Committees**
  - **President's Report**

Briner reviewed the rules for the meeting as follows:

- Members have 3 minutes to talk about an issue
- There is no discussion to occur between members and all comments should be directed to the board.
- If any accusations or slanderous remarks were made, the member will be asked to leave. Conversation is to be respectful.

Briner explained that David Vlasic asked to step down as Treasurer and that Vlasic recommended that Adele Crouch assume the position. Adele Crouch accepted the position of Treasurer with David Vlasic assuming the position of Member-at-Large.

- **Secretary Report** (Correspondence)

E-mails received by the secretary since the last meeting include:

Questions for the board to consider for lawyer to review regarding the cattle came from Eileen Ahearn, Carl Gander and Doug Crouch. Concerns about prior website billing inconsistencies from Joe Alberti. Concern about damage to her property by cattle came from Whitney Malone. Clarification regarding Open Meeting Laws from Alisa Cook. Doug Crouch requested videotaping.

- **Treasurer's Report** – Adele Crouch provided a report - See attached.

- **ARC Report**

No current ARRs

- **CCR/Bylaw Report**

See attached

- **Road Report**

Greg Briner says that Frank Flanders sent proposal for a contract. Frank is asking for us to commit to three gradings per year. Short and medium grading have held in price. One large grading is up \$500. If we commit to 4 versus three can we may be able to get a discount.

Greg asked Frank to come to one of our meetings to address questions. There was a discussion on having an interim grading since the monsoon is here. Recently (before the monsoons) a short grading was completed. The road committee will review the contract and then bring it to the board for discussion. Briner stated that it would be helpful if the community could trim the trees growing over road prior to the roads being graded. Frank may be able to bring a back-ho out to repair damage from the monsoon rains.

There was discussion on how to repair washes in between rains. Cavanaugh asked about property owner's that have graders helping out in between gradings but Briner thought there would be liability issues. Hritz thought we could contact insurance company to indemnify any property owner who may be interested. Briner mentioned that a home owner's group on the other side of Gleeson has their own tractor for their roads.

- **Windmill Report**

Crouch states that Barb Brown contacted her and that Dave Kelly made the repair and regular maintenance will continue. Crouch will follow up to make sure that Kelly receives a reimbursement for supplies purchased.

### **Unfinished Business**

- **Committee membership appointments**

- Nominations/Elections

Greg recommends:

Bob Shaw, Barbara Brown, Wolf Holt, with David Vlasic as the chair and liaison.

There was discussion about some property owners wanting to be on a committees but not being recommended while other property owners were on two committees. Briner stated that the committees are fluid and there may be additions available as we move forward.

Crouch motioned to approve, Cavanaugh seconded. All agreed.

- **Cadden Management Phase Out**

- Open a bank account
- Open a PO Box
- Establish a budget for Operating Account and Committees

There was extended discussion among board members on how to proceed with this issue. Crouch suggested we start with \$1000 from the operating account to get started and get an account open. She had researched a number of banks in the area, comparing services and costs and recommended Tombstone Credit Union. Greg suggested she also look at banks in Sunsites to compare and Crouch said she would make additional calls. There was additional discussion regarding the best amount for the opening balance. The discussion was opened to the members.

Joe Alberti recommended that the amount left in the old account be enough to cover Cadden expenses and that the bulk of the operating account should be transferred to the new account (when it is opened) .

The discussion turned to the issue of possibly needing an audit prior to the account being opened. After extended discussion. It was decided that an audit is reserved for unique occasions such as when transferring property and when there is a need to research possible liens and that an audit is not the appropriate review that is needed in this case. Audits are very extensive and expensive. Greg said the last audit was completed in 05 when the board was first developed. It was decided that what is needed is a review to determine whether or not taxes had been properly filed and our books are balanced. It was decided that we did not need a full audit but a review.

It was decided that Adele would contact Cadden to see what had been done from year to year and would also look into an on-line site for bookkeeping.

The discussion returned to the issue on the amount of money to transfer to the new account. Hritz suggested we leave enough in the account to cover Cadden expenses and double that amount for a cushion. We are still on track to phase out Cadden by the end of the year.

Cavanaugh motioned to move \$10,000 to a new bank account when opened, Hritz seconded. All in favor.

Briner and Hritz will do the signing and Crouch will do additional research for the best site for the new account. They will work together to get the account open and funded as soon as possible. Crouch will check with the new bank to make sure we do not have to be bonded, but it was generally thought that we did not.

Discussion then turned to opening a PO box in Elfrida. It was decided that we should open one as soon as possible and send out the new address to all property owners and contacts.

Crouch motions to open PO box in Elfrida for HLR, Hritz seconded. All approved. Crouch will open the PO box. Cavanaugh will send out the new address once it is secured.

Discussion for independent budget for the Windmill and Road Committees was a follows:

Budget for Windmill \$200

Budget for Roads \$1500

Adele motions to accept this budget for committee emergency funds without approval of the board. Cavanaugh seconds, all approve.

- **Letter to property owner regarding removal of fence across Pecos Lane (complaint withdrawn after discussion between Alberti and gate owner.)** The Pecos Lane property owner agreed to wire the gate open.
- **Open Meeting Laws (Cavanaugh)**

Cavanaugh stated that she wanted to be sure there was consensus that we were bound by Open Meeting Laws. Crouch read in the bylaws where it states we will follow Open Meeting Laws. It was agreed that we would follow Open Meeting Laws going forward and there would be no discussion prior to meetings unless a true emergency occurred that required immediate action.

- **Approval letter for extension of time to clear lot 41 not received by property owner Shelburne.** Letter written by Cavanaugh was approved during executive session.

- **E-mail/Website update**

Cavanaugh explained that the e-mail account and the website have been recovered and that the property owners should start using the [www.admin@hlrpoa](mailto:www.admin@hlrpoa) address again. She said the website continues to be difficult to work with and getting a new website is still needed going forward but that we would use this website for now and she would close the temporary website that was created. The web address is hlrpoa.com. The temporary website at highlonesomepoa.com will be closed. Cavanaugh will put the password protection back on the website.

### Old Business

- **Update Mission Statement for CCR Committee to include Bylaws (Crouch)**

Cavanaugh made to Motion to approve updated mission statement to include Bylaws, Hritz seconded. All in favor.

### New Business

- **Use of HLR private roads by outside developer (roads are being built up to Pecos Lane with what appears to be intent to connect the two developments. Maps will be available at the meeting.)**

Cavanaugh stated that two property owners complained of this issue but neither were present for discussion. The complaints stated that a nearby developer was using HLR private roads. Briner stated he tried to contact the developer but was unsuccessful. Crouch stated that she had driven to the end of Pecos Lane and saw no evidence of

traffic. She had taken pictures that were passed around. There was discussion about adding three private property signs at the end of HLR property at Pecos, Reata Pass, and the west side of Reata pass.

Briner motioned to have the Road Committee order the three private property signs, Adele seconded. All agreed.

- **Request by property owner (Joe Alberti) for BOD to review prior website payments**

Cavanaugh motioned to table this agenda item until then next meeting. She explained that it should not have been included on the agenda as no new items should have been added since the prior agenda was not completed and it was not e-mailed in prior to the 14 day deadline. She apologized to Alberti for the confusion. Adele seconded, all agreed.

### **Review of Action Items from Previous Meeting**

- **Request minutes of March 9<sup>th</sup> Member Meeting from prior Secretary Ahearn (promised by April 27<sup>th</sup>, as well as thumb drive with all prior BOD business as files on disc provided were corrupt.)**

Eihearn stated that the March 9<sup>th</sup> minutes were included on the thumb drive that had been delivered to the board at the last meeting. Cavanaugh thanked her for the information and said she would look for them.

- **Password protection of website, domain name transfer.**

Cavanaugh said she will add the password protection back on the website.

- **Treasurer Vlastic meeting with Cadden: clearer itemization on reports.**

Vlastic was not present at this meeting, but Crouch (new treasurer) stated that, going forward, all things would be itemized properly.

- **Addition of signature block to ARR for all property owners' to sign.**

Adele recommends four signature blocks, Greg will take care of that.

- **Updated/revised 2013 budget to Cadden to assure accurate records re: dues change.**

Cadden has up-to-date budget so, all is well and no update is needed.

- **Cadden Management Updates (Hritz and Cavanaugh re: board training)**

Crouch has joined HOA Leader.com, which has on-line web training. She is absorbing the cost and will add board members if they wish.

Cavanaugh will check with Cadden about setting up a meeting to see about free training while we are still working with them.

- **Executive Session (July 23, 2013) compiling questions to lawyer regarding grazing of cattle on HLR**

Phyllis Cavanaugh, Adele Crouch, Greg Briner and David Vlastic met on July 23<sup>rd</sup> for an executive session and compiled questions for the board lawyer regarding the issue of cattle grazing on HLR. Bob Hritz was not in attendance. These questions will be sent to the lawyer by Greg Briner, along with the DRC report, and a written opinion will be requested.

### **Member Announcements**

This is a time for informal announcements related to local events, happenings, messages of thanks, community and/or resident needs, etc. In general, ranch business will not be discussed during member announcements, but during the Call to Membership following the announcements.

Alisa Cook announced that Bisbee Chiropractic and Natural Health Center had a fund raiser for Yarnell Families and will continue to receive monetary donations as well as clothing and canned goods throughout the week.

She also announced that the Bisbee Boys and Girls club – they serve kids all around Cochise County – are having a fund raiser at the August 31<sup>st</sup> Car Show.

Charlotte LaPard announced that on August 6<sup>th</sup>, there is a fund raiser for Rebuilding Together in Bisbee at The Rocca. It is a wine tasting fund raiser for rebuilding homes in Bisbee for people who are elderly or unable to afford needed repairs. Volunteers do the work on the homes. Tickets are \$20. Please inquire to Phyllis Cavanaugh at [hlrphyllis@gmail.com](mailto:hlrphyllis@gmail.com) for more information.

Adele Crouch brought in peaches from her peach trees for all to enjoy.

Joe Alberti announced that the paving of Gleeson Road is being delayed due to rains but the whole thing will be done as soon as possible.

### **Call to Membership**

Dave Kelly questioned why he was on three committees prior and is currently not on any of them. Crouch responded that within the governing documents it states that people get appointed as new board members come on. Briner repeated that committees are fluid and we will drop and add. Adele will find where it states in the bylaws that committees are appointed by the board and get that the Eileen Ahearn, who requested it.

Eileen Ahearn commented that some property owners were on several committees while others, who requested committee membership, were on none. Briner again stated that committees may evolve as we move forward.

Charlotte LePard had two comments.

First, she would like to look into the idea of having in place a security gate – where we key numbers in place and maybe even with cameras. Crouch says that was brought up before and there were a lot of problems with it. For example, Fedex, UPS, guests and more.

The other idea is develop a sense of community by having a small band stand at the common space for a space to gather for events.

It was decided that the next meeting will be held in Tombstone since there is no cost as long as Hritz is a member of the VFW. Board members also wanted to have the meetings on weekdays so as not to intrude on weekend events.

August 15<sup>th</sup> 7-9pm in Tombstone Bob will confirm. (since this time, it was determined that August 15<sup>th</sup> was not available and the meeting was set for August 13, 2013 at 7:00 pm, to conclude at 9:00 pm.

Crouch motioned to adjourn, Hritz seconded all agreed. Meeting adjourned at 12:40 pm.