



Draft Minutes for February 8th, 2014
Meeting of HLR BOD
At the Crouch Home
Elfrida, AZ

- **Call to Order: President Briner call to order 10:04 am**
- **Pledge of Allegiance**

Offices present – Greg Briner – President, Wolf Holt – Vice President, Adele Crouch – Treasurer, Phyllis Cavanaugh – Secretary, Joel Levin – Member-at-Large. Member's present: Doug Crouch, Mark Shelburne, Barbara Brown, Alisa Cook, Charlet LePard, Dennis LePard, and Margaret Baxter.

Officer's Report

- **President's Report**

Briner explained that at the executive session just prior to this meeting, it was decided by the board that a property owner's request to pull his ballot on the Articles of Incorporation vote was denied. The board lawyer had been contacted regarding this issue.

- **Secretary's Report –**

- **e-mail correspondence** was read by Cavanaugh. She stated that she would have a written report available on the website.

- **Approval of minutes** from last board meeting (January)

Crouch requested a correction to the minutes to include correction of a typo. Also she requested that the following sentence be added to the minutes under the treasurer's report, "Crouch expressed desire to encourage any PO's with internet access to opt into E-statements in order to save money on postage."

Levin moved to accept minutes as amended, Briner seconded all approved.

- **Treasurer's Report** – will be available on the website at hlrpoa.com.

Briner commented that the recent road work came in at less than the quoted amount at \$2970. Crouch accepted proof of payment for the recording of the new bylaws at the county by Cavanaugh for \$15. She motioned to recommend re-imbusement for Cavanaugh, Levin seconded, all approved. A check was given to Cavanaugh in the amount of \$15.

Crouch presented a receipt from Staples for hanging folders in the amount of \$15.19. The total charge was \$53.96 but Crouch explained that she used her own Staples rewards to reduce the total to \$15.19. Briner motioned to pay Crouch the total amount of \$53.96 as she should not have to use her own personal rewards for the HLR Community. Holt seconded and all agreed that Crouch should be reimbursed the total amount. Crouch did not vote. A check was given to Crouch for the amount of \$53.96

- **Update on the Cadden Phase Out**

Crouch urged all property owners to be sure to change the address where the dues are sent. All dues should now be sent to the board and not to Cadden. If dues are sent to Cadden they will not be returned promptly to the property owner or forwarded to the board but will remain in a lock box that is no longer regularly checked. The address for dues is:

HLR BOD at PO Box 215, Elfrida, AZ 85610

A written update will be available on the website on the treasurer's page, but the highlights are listed below:

Crouch explained that while the transition is complete and all monies have been recovered from Cadden, that there are items that are still missing and problems with the way Cadden handled our documents. Some of the problems are as follows:

- Missing numerous months of financials
- Missing over one year's worth of bank statements
- Missing seven years of tax returns
- Missing two years of ballots

She explained that she was given stacks of paperwork that were in no order and were mixed in with files that belong to other HOAs. The box she was given included ARRs, ARR approval letters, the original recorded copy of our CCRs and a number of lien releases. Crouch said she spent hours sorting out the material and continues to be in touch with Cadden to try to recover the missing material. She set up the files at Tombstone Realty and has organized and prepared for scanning all the minutes since 2000 and continues the work of organizing the material and continues to be in touch with Cadden regarding the missing information that she says we are legally required to maintain.

Briner asked about the missing tax returns – Crouch said we may be able to get them from the accountant who did the work for Cadden. She spoke with that accountant and she said he was willing to continue to do the taxes for our Association and he was very reasonably priced. Alberti recommended that we send Cadden a letter asking them for the missing items. Cook felt we should ask for re-imbusement for any expenses incurred as a result of the lack of organization.

Briner moved that the board write a letter to Cadden requesting the missing items. Levin feels we should demand required documents, especially certain documentation that we are required to keep according to law. It was suggested by Cavanaugh that Crouch and Cavanaugh get together to write it and send it out.

Levin moved that Cavanaugh and Crouch send a letter to Cadden demanding the missing documents. Crouch seconded. All approved.

Committee Reports

- **Nominations and Elections (Levin)**

- **Update of preparation for election in March – action steps needed**

Briner stated that he will not be running. The ballots have to be out by Thursday the 13th in order to comply with our Bylaws. Crouch has the envelopes, labels, stamps and paper ready, but there will be additional postage needed.

Brown (Committee Member) felt she needs help. Levin agreed to put the ballots together and get them to Crouch by tomorrow for printing. Cook, Cavanaugh, Levin and Holt offered to help with the stuffing on Tuesday, the 11th at Brown's home.

- **Articles of Incorporation Vote**

Briner explained that when the board was in executive session, it was decided to extend the deadline for the vote for the Articles of Incorporation. He said the lawyer had advised that the counting could be delayed until a quorum is met. The ballot for changes to the Articles of Incorporation will be re-sent to the 50 lots that have not responded when the Annual Ballot is sent. The board agreed to help with making calls to property owners who have not responded and encourage them to vote. Cook suggested that the board members use a script so there was a consistent message and no soliciting for a specific vote, just a vote. Brown will send e-mail to Levin with the list of property owners that have not voted, Levin will send out property owners for the board members to call. Briner will send out the script.

At this time, Brown says we do not have the number of returns needed in order to count the votes. In order to proceed, we need 75% of the lots to vote.

ARC (Alberti - chair)

- **ARR for Crouch, lot**

Alberti said that the ARC recommended approval as submitted. Holt motioned to approve, Levin seconded and all approved.

Alberti also recommended a new form for the ARC to present to the board.

- **Windmill (Brown) – no report**
- **Road Committee (Shelburne)**

- “Duties” are draft only and need to be voted on (Crouch)

The Duties of the Road Committee are in draft only and need to be approved.

Crouch presented a new Duties document. Levin suggested we keep the original as the Mission Statement and the new proposal as the Duties.

Crouch makes a motion to accept the new document as the Duties, Change the name of the prior to Road Committee Mission Statement. Cavanaugh will make the changes on the website.

Alberti suggested that the road committee have the ability to call property owners to assist and provide guidance if needed. Shelburne thought that would be helpful.

- **Road Work completed/in process (Shelburne)**

Shelburne felt the contactors were very professional and did a great job with the project on High Lonesome Road and Stagecoach Pass. There was a general consensus that the work completed was good quality and it came in under budget. Shelburne asked what the budget was for the next project. Crouch explained that there was \$14000 in total with around \$3000 spent to date. We have a road repair fund and a road maintenance fund.

Shelburne proposed that we try to improve the washboards on Legend Trail and High Lonesome Road which are well traveled and the washboards come back quickly after a grading. He believes that the past gradings did not cut very deeply and that may be why the washboards return so quickly. He explained that the new contractor who recently completed work on High Lonesome Road uncovered a post that had been there, just under the surface but had never been found because the road had only been scraped lightly. It was only 3 inches under the surface. Shelburne would like to have the new contractor put in a proposal to cut these two road more

deeply right after a rain and then rent a roller to use on Legend Trail and High Lonesome Road right after the grading and the rain. He believes that the road washboard can be improved on with this repair. He agreed that he will ask the new contractors for an estimate.

Briner felt we need to coordinate with Flanders who does our regularly scheduled gradings. Alberti recommended that we keep the contact with Flanders but ask him to avoid those sections of the road since they will be graded during the repair by the new contractor. Dennis LaPard suggested we ask Flanders to apply the services to another road for grading which will total approximately 4 ½ miles of work. Shelburne suggested we have Flanders do a grading soon, Shelburne and Briner will get together to decide when we will do a grading and which option.

- **Interference of work by property owners (Briner)**

Briner explained that he received a call from a property owner (unnamed) suggesting that there was a problem between former board member, Joyce Green, her husband Pat Green and the contractors and that Briner should get out there right away. In the meantime, Shelburne explained that he received a call from the contractors who reported that two property owners were upset with them, were following them and taking pictures. The contractors told Shelburne they did not want to continue the project as they felt threatened by the presence of a gun Pat Green had on his side.

Briner had two concerns. He felt no property owner should be allowed to harass the contractors and if they had an issue with the work, they should call someone on the board. He also felt that approaching the contractors with a visible gun was a bad idea and sent a message, intended or not.

Briner spoke with the property owners. They were upset because the contractor had temporarily blocked the road that leads to their home when he used that space to drop the blade off the tractor. It had been there for about 20 minutes while he did additional work. Briner says he spoke with the Greens and they left. The contractors resumed the work.

Several attending property owners expressed concern about this incident. Cavanaugh suggested if the contractors are harassed again, they contact the sheriff but Shelburne felt they should contact him directly. Cavanaugh suggested that a letter be sent to the property owners requesting that they contact the board directly with concerns and that the contractors should not be approached directly. Briner felt that was not necessary. No further action was suggested.

- **DRC committee (Cook)**

Cook feels the DRC is no longer needed and should be inactivated since the new re-revised bylaws have extensive language regarding dispute resolution.

Cavanaugh moved to inactivate the DRC and archive the procedures. Crouch seconded, all agreed.

- **CCR/Bylaw Committee (Cook)**

Cook presented suggestions for changes to the Association Rules and Procedures as some of the rules are redundant due to the new Bylaws and others may need updating. This has to occur with a vote of the community now, rather than by a simple vote of the board, in accordance with the revised bylaws. She suggested that a vote for changes be included with the mailing for the annual meeting ballot. The board reviewed the proposal and suggested that the ballot for revisions to the rules and procedures be sent out as Cook recommended, but in a simplified format; routine changes (document locations, simple redundancies) to be grouped together as a single vote, and more complex or significant changes voted on individually.

Cavanaugh moved to send out the proposed changes to the Rules and Procedures with the general election ballot with the proposed changes. Levin seconded, all agreed.

Old Business

- **Discuss Pot Luck for March Annual Meeting**

While she was in the bathroom, Cook was volunteered by Crouch to coordinate the pot luck. Cook agreed upon her return.

- **Fencing around the trough**

After discussion, it was decided to create an ad hoc committee to make the decision around the fencing. Cook, Alberti, Shelburne, Baxter and Cavanaugh volunteered. They will also take care of the signs for the loose cattle. It was decided that there should be three signs regarding loose cattle. One at Reata Pass, one on Legend Trail and one on Double U Road.

Doug Crouch said he inspected the large tree by the trough and it was dead and he felt there was a danger of large limbs falling and injuring someone. It was agreed that Shelburne would push the tree down with his tractor and Cavanaugh would post that there was free firewood available for any property owner that wanted to take it once that was done.

Briner stated he would like a group of property owners to get together and trim some trees that have grown into the roadways. It was decided that we should have a trimming party on March 29th starting at 10:00 am. Bring chain saws, loppers and meet at the well. All welcome!

- **Review of complaint procedure (Cavanaugh - per request by Carl Gander)**

It was agreed that the complaint form should be updated to include a line to document the “neighbor to neighbor” attempt to resolve the complaint as required by the Association Rules so there will be no confusion about that requirement. Cavanaugh agreed to make that change and post on the website.

- **Arizona Corporation Commission – information needs updating (Crouch)**
- Completed

New Business – None

- **Call to Membership**

Cook, who is on the board of the Boys and Girls Club in Bisbee, announced a fundraiser; a raffle for a new Cadillac. It is \$10 a ticket and \$8 will go directly to the Bisbee Boys and Girls Club. Several property owners purchased tickets. Contact Cook at alisage1@yahoo.com if interested in purchasing a ticket.

Charlete Lepard announced that St. Michaels Church in Naco Az has a fundraiser for their community. Three Canyon Roasters is donating a portion of proceeds of purchase of Saint Michael’s Heavenly Roast. They can be contacted at www.shop.threecanyonroasters.com where the coffee is featured.

Adjournment was unanimously agreed to at 12:13 pm.