



HIGH LONESOME RANCH ESTATES PROPERTY OWNERS ASSOCIATION

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Board of Directors Meeting, 15 November, 2014 Minutes

The regular meeting of the Board of Directors was called to order at 10:00 am at the Longhorn Steakhouse. Attending were board members Adele Crouch, Wolf Holt, Phyllis Cavanaugh, Joel Levin and Margaret Baxter, along with Association members Doug Crouch, Dennis LePard, Charlet LePard, George Barton and Keith Stanford.

Following the greeting from the President, it was announced that there was no President's report. The Secretary reported that a correspondence report had been posted on the web site for the most recent interval between Board meetings, and that earlier reports would be posted when time permits. The previous minutes were offered for approval. Ms. Cavanaugh moved acceptance of the minutes, Ms. Crouch seconded, and approval was unanimous. Ms. Crouch presented the Treasurer's report.

Architectural Review Committee: The Shaws built their shed, then submitted the ARRs (owing to confusion between the owners and the builder as to who was supposed to submit them). The committee approved pending submission of an amended ARR which was to include lot dimensions. The owner has been contacted.

Nominations and Elections Committee: Mr. Levin will check the calendar for dates required for the nomination process. A question of how officers were selected was clarified for a member: the Board of Directors chooses its officers each year at a meeting following the annual election; candidates for the Board do not run for specific offices.

Windmill Committee: there were no known issues, there were no committee members present, and there was no report.

Road Committee: The report on the October 18 meeting was submitted. The question was raised about turning responsibility for the common area around the windmill to the Windmill Committee. Mr. Levin wondered how that committee would feel about it. Ms. LePard and Ms. Baxter agreed that as the windmill and its area are practically the first things people see after they drive onto the ranch, it makes sense for the Windmill Committee to manage the whole thing and leave the Road Committee to deal with the roads. Mr. Levin moved and Ms. Crouch seconded to transfer responsibility for the entire windmill area excluding the roads to the Windmill Committee and allocate additional budget to the committee for that purpose. Ms. LePard would like to make sure Ms. Brown as chair of the Windmill Committee approves. The motion passed unanimously.

The report on the October 23 Road Committee meeting (look on the Committees page) concerned the bids for the next maintenance contract and funds for some test repairs. Ms. Cavanaugh moved approval of up to \$1300 for test repairs; Ms. Baxter seconded and the Board approved unanimously. The bids were more controversial; Mr. Briner wanted to keep Frank and use Will once or twice as a test, the rest of the committee wanted to try Will for a year. Ms.

Crouch said this would cause problems with Frank. Also, Frank does only grading, someone else (e.g. Will) would have to be called in for anything else. Mr. Holt noted the higher cost of Will's long option and queried the quality of his work, but on the other hand he had had problems with Frank over his driveway. Ms. Cavanaugh moved acceptance of Will's bid for one year, Ms. Crouch seconded. Discussion followed: Ms. LePard pointed out that Mr. Briner and Mr. Barton were not present at this meeting and so did not hear comments about discontent and property owner complaints about Frank's work. Mr. Stanford said the committee did have a quorum present and couldn't wait for people who weren't there, so the committee that day was unanimous for Will. If Will doesn't work out for some reason we can go back to Frank. But Frank is inconsistent and is interested only in barely maintaining the roads. Mr. Crouch said that other work we might do on the roads wouldn't bother Will at all, but if Frank saw it he would "flip out". The motion passed unanimously.

CCR Committee: Ms. Cavanaugh reported that the Articles of Incorporation still have the problem that they permit the Board to change the Bylaws. Best practice is that only a vote of the membership should be able to change the Bylaws. She suggests that we should focus on that change and include a new Articles of Incorporation vote with the next annual election. Ms. Crouch pointed out that would be unreasonable to try to schedule possible changes to the CCRs by then, but we should at least get the Articles change to a vote. Ms. Cavanaugh said to send out that ballot with a simple, clear message. Mr. Holt thought people were not adequately informed about the vote last time; as Ms. Cavanaugh said, we focused on the technicalities rather than on a clear message. Ms. Crouch said that updating the Arizona Corporation Commission with new management information within 90 days turned out not to be a reason for changing the Articles. Ms. Cavanaugh suggested leaving the CCR Committee to come up with the change to be proposed and the ballot.

Old business: Ms. Cavanaugh had previously obtained a bid for maintenance on the common area (see Sept.13 minutes). Ms. Crouch pointed out that the whole area was unchanged since 2000 except for part of a tree gone and lots of dead trees around. Consensus seemed to be that nearly \$4,000 to clean up the area, including removal of the big tree was too much. Ms. Crouch said she would ask Will if he could do it and what he would charge. She also said that Junior Ogier would mow the whole area (not just the part in the above mentioned bid that would cost \$200 per mowing) for \$150. Adele moved to get Junior to mow, Mr. Holt seconded. Mr. LePard thought the whole area should be fixed up, though there's a problem of high cost. Ms. Cavanaugh said the Association should pay to have it done, not use volunteers. The motion before the Board was approved unanimously. Ms. Crouch said she would get Junior to mow, she would talk to Will about removing the junk, and she would assign \$150 to the Windmill Committee budget.

Signs: Mr. Alberti was not present to discuss his issue with signs. Meanwhile, it was noted that the CCRs allow one sign on a property itself, none on common areas which include, on Gleeson Road, 25 feet on either side of the center of Legend Trail. Signs on Gleeson Road outside that area and on any part of the north side of Gleeson Road are regulated by the county. When Lot 119 was listed some directional signs went up, which Ms. Crouch removed and returned to the real estate agent.

New business: There was some discussion of incidents of theft on the ranch, in particular a substantial length of Whitney Malone's fence and the three "loose livestock" signs. Ms. Crouch

read the response from the Cochise County Sheriff Department concerning the complaint about the signs. Mr. Stanford said that if we put new signs up they need to be better secured. Ms. Crouch wondered if we really need the signs; our liability regarding loose cattle was covered by having put the signs up and making a police report on their loss. Mr. Levin suggested giving it one more try with better secured signs. The previous signs were \$186.50 with special wording (“open range”); maybe plain “loose livestock” signs would be less. Ms. Cavanaugh moved to allocate up to \$400 to replace the signs with more secure installation, with Ms. Baxter and Mr. Shelburne to see to the installation. Ms. Crouch seconded. Ms. LePard said since we’re legally protected we should wait and put this onto the annual meeting agenda. The Board voted and approved the motion unanimously.

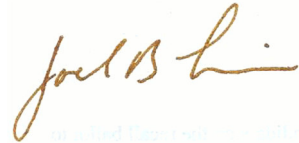
Ms. Crouch presented the 2015 budget. There was some discussion of moving money from Road Repairs into Windmill, but no action was taken. Ms. Crouch noted that the budget reflects no change in member dues. Ms. Cavanaugh moved to accept the budget as presented, Mr. Levin seconded and approval was unanimous.

Call to membership: Ms. LePard thanked the Board for all the work that has been done. Mr. Stanford agreed and felt that the Board is working on behalf of the organization. Ms. LePard called the membership’s attention to Christmas in Naco, stating that toys were being accepted at Bisbee Chiropractic.

The next meeting was set for January 10, 10:00am at the Longhorn (pending confirmation).

Ms. Cavanaugh moved adjournment, Ms. Crouch seconded, and the motion was carried unanimously at 11:57 am.

Respectfully submitted,

A handwritten signature in blue ink that reads "Joel B Levin". The signature is written in a cursive style.

Joel B Levin, secretary