



Call to Order by: Mr. Barfield President with board members Mr. McFarland VP call in, Mr. Kling Treasurer, Ms. Crouch Secretary - Mr. Smith Member at Large

HLR Property Owners in attendance included Karen Tribby, Chuck Crouch, Tony Rossbach, Susan and James Browning, Lillian and Bob Hritz, Becky Hilgart, Jeff Knox, Ethan Wise, Nance Caccarelli call in, Joel Levin Amanda and Todd Miller Corinthea Pangelinan, Eileen Ahearn, meeting convened at 1:00 pm

Pledge of Allegiance: Led by Robert Wade Barfield.

Board Officers Reports

Approval of the November 1st (Oct 25th) Minutes with corrections Mr. Smith 2nd All in favor

Approval of the November 15th minutes with corrections Mr. Smith 2nd All in favor

Mr. Barfield President – None

Mr. McFarland VP: None

Secretary Ms. Crouch, this was the first time we had so many responses for our agenda that I ran out of room. If your response was pushed to the bottom, it was not intentional. If this happens again, I will post them in a way that I hope will make sense.

Ms. Crouch also addressed her concerns about the inappropriate behavior that was conducted by a member of the organization through email, she felt it has hurt the organization and abused the POA code of conduct.

Mr. Kling Treasurer: Submitted a report and had nothing to add.

Mr. Smith Member@Large: None

Committee Reports

Mr. Kling Treasurer: Dispense a report for the minutes and did not have anything else to add.

Mr. Smith Member at Large - Windmill

Dispense a report for the minutes.

Corinthea Pangelinan - GDC – Met on the 22 of November two PO joined the meeting Ms. Shelburne and Mr. Crouch. The GDC did not received requests for reviews but ask the board to accept the GDC four motion,

1. Summary of HLR POA Board Motions: 2002 to September 2021-GDC
2. HLR Association Rules and Procedures – GDC
3. Msn and Procedures – GDC
4. Motions Requiring Actions – GDC

Next meeting Jan 10th

NEC – Chair lady Karen Tribby gave a brief update what they want to accomplish on their Dec 27th meeting on the upcoming election.

- Dec 28th no later than (NLT) mail letter announcing annual membership.
- Jan 3rd Email blast by Secretary
- Jan 20th Names submitted and to consolidate nominees, prepare ballots.
- Feb 3rd send out ballots,
- March 2nd final PO Box pick up,
- March 5th open ballots

See attached report from the Dec 8th meeting.

Road Committee – None

Committee appointments:

GDC new appointments Ms. Shelburne and Mr. Crouch

All in favor

Windmill accept the resignations of Mr. & Ms. Pangelinan

All in favor

Discussion:

Out of point of order: Eileen A. mentioned an email was sent to the board in reference Kelly J and herself was volunteering for the committee. Mr. Smith said he received it and sent out a response. Ms. Hritz ask what the board policy is about how many members are allowed on a committee. Mr. Kling mentioned POA does not have a set number for committee member just for the NEC no more than three. Mr. Crouch asked is there a regulation about a person being on too many committees that fore they cannot put in a 100% in each committee. Mr. Barfield said there are none. Mr. Barfield summarized two major points that was being discussed to Mr. McFarland and Ms. Caccarelli. First, stating the Chair and the Liaison should be putting forth the names they are the ones over the committee and have the say so on who is on the committee. Second, why is the committee chair in the position to approve or disapprove a volunteer who is willing to participate in the committee? Ending the discussion it went into a motion,

Motion:

Mr. Barfield motion to accept Eileen A and Kelly J. to the Windmill Committee. Mr. Kling 2nd

Eileen A failed 3 to 2

Kelly J. failed 3 to 2

Architectural Review Requests

- #19 All in favor
- #11 All in favor
- #28 All in favor
- #78 Three in favor two objections

Board Business

Liability Insurance – VP

Discussion:

To fix the liability insurance problem. At this point, it is not clear to me where the problem lies.

An owner was in a one vehicle crash. The insurance company denied coverage. Exactly why did the insurance company do this and on what basis? To what element of the policy did the company refer and to what text in the HLRPOA GDs did the company refer?

The POA faces significant liability from suits initiated by owners and non-owners using the roads the POA maintains. Are either or are both or are neither of these risks covered?

Input from PO's Mr. and Ms. Hritz, Mr. Knox, Mr. Wise, and Mr. Crouch because our insurance just cover outside traffic like UPS and FedEx not PO's when damage materialize to cars from our roads that has damage from the monsoon's. Concerns questions like what does our insurance covers?

Motion: To form a committee to address discriptions on our insurance and present to the January Meeting.
Ms. Crouch 2nd all in favor Ms. Ritz, Mr. Smith, and Ms. Crouch volunteered

A Resolution to Cease Recording the Bylaws – VP

Discussion:

The current process is costly in both time and effort and does not appear to do anything to improve transparency. It also does not appear to be a common corporate practice.

Whereas the previous practice has been to record the Bylaws with the Cochise County Recorder, and, whereas no legal requirement to do so exists,

Be it resolved that the HLRPOA will cease the practice and during a final recording event will record a document stating that all previous Bylaws versions recorded with the County are hereby rescinded and that the Bylaws are maintained and available in the Corporate Records Repository.

Motion: To end all recording fees. Mr. Kling 2nd. All in favor

Review of Insurance claim – Beckie Hilgart/Member@Large

Discussion:

The presented agenda item by Ms. Hilgart and Mr. Smith for a board decision at the board meeting. The intent of this Agenda item is to ask the board to reimburse this property owner for vehicle damaged that Ms. Hilgart felt was caused by neglected roads that were caused from the monsoons here in HLR and subsequently, the claim was denied that Ms. Smith and Mr. Smith stated was with assistance from Robert Barfield by the insurance report.

First Motion: Full reimbursement of total expense occurred in the amount of \$6,732.12.

Alternative motion: Reimbursement of \$2,000 deductible, towing, travel, and other inconveniences had.

With abundant consideration from PO's Mr. & Ms., Hritz, Mr. Browning, Eileen A., Mr. Knox, Mr. Wise, Mr. & Ms. Miller. The discussion brought out positive and negative points, that lead into an hour discussion. With a major concern

on what kind of precedence we will set if we allow this. With added information from all board and property owners, it was evident a decision will not be made. Discussion ending in a motion.

Motion: Mr. Kling suggested we tabled until we can address the issues of concern in further depth. Mr. McFarland 2nd. Passed 4 to 1

Motion: Extend time for board business by 30 minutes by Mr. Barfield. Mr. Kling 2nd. All in favor

Items that were tabled till January's meeting

Summary of HLR POA Board Motions: 2002 to September 2021-GDC

HLR Association Rules and Procedures – GDC

Msn and Procedures – GDC

Motions Requiring Actions – GDC

End of Board Business

Review of Meeting's Tasks: Presented by Mr. McFarland to review tasks to ensure none were missed or recorded incorrectly and reinforce the expectations of specific people or groups. No corrections or additions offered.

Review of Meeting's Motions: Presented by Ms. Crouch to review board resolutions to ensure none were missed or recorded incorrectly and provide a last-chance opportunity to clarify if needed.

- A Resolution to Cease Recording the Bylaws – VP Mr. Kling 2nd All in favor
- Extended 30 minutes for board business by Mr. Barfield. Mr. Kling 2nd. All in favor
- Mr. Kling suggested we tabled until we can address in further depth. Mr. McFarland 2nd. Passed 4 to 1

Announce Future Events: Presented by Ms. Crouch announce of the upcoming board and committee meetings.

Jan 19 at 1pm at Tombstone, Schieffelin Hall

Feb 16 at 1 pm Tombstone, Schieffelin Hall

March 5,2022 is the preference for our Annual Membership Meeting

Potluck at 11:30 am Meeting at 1 pm

NEC meeting Dec 27th

GDC meeting Jan 10th of 2022

Adjourn: The meeting adjourned at 3:30 PM.

Board Officer Reports & Agenda Attachments Treasurer's Report, Windmill report, NEC report, GDC report, Approved Motions,

Minutes by, Barbara Crouch Board Secretary for Dec 13th, 2021 – *Barbara Crouch*



High Lonesome
Ranch Estates
Property Owners
Association

Treasurer's Report

as of Monday, December 13, 2021

ASSETS

	Vantage West CU	As of 01- De	Ch eck	Sav ing	Oth er \$0.	Total
		\$19,814.52	\$21,014.16		\$0.00	\$40,828.68
		Assess	Dis clo	Lat e	Bank Interest	Total
LEVIED AMOUNT	(\$24,480.00)		(\$9.00)	(\$1.60)	\$0.00	(\$25,540.50)
COLLECTED AMOUNT	\$24,045.04		\$825.00	\$167.44	\$16.48	\$25,053.93
Jxnuary	\$8,100.00		\$75.00		\$1.00	\$8,176.63
February	\$4,040.00		\$15.00	\$6.05	\$1.00	\$5,108.72
March	\$4,680.00		\$75.00		\$2.42	\$4,682.13
April	\$810.00		\$75.00		\$1.25	\$886.35
May					\$1.44	\$1.41
Jxne	\$2,242.00		\$75.00		\$1.28	\$2,319.43
Jxly	\$2,422.00		\$15.00	\$66.00	\$1.44	\$2,351.29
August			\$75.00		\$1.42	\$76.43
September			\$75.00		\$1.27	\$76.37
October	\$760.00			\$30.00	\$1.25	\$800.34
November			\$75.00		\$1.47	\$76.17
De1ember	\$360.00		\$75.00	\$63.66		\$498.66
COLLECTED PERCENT	98.2%		91.7%	104.9%	na	98.1%
BALANCE DUE	(\$434.00)		(\$75.00)	\$6.91	\$16.48	(\$486.57)

OUTFLOW

	Assessment St	atu	Lot	(Cumulative)	Lot Percentage	(Cumulative)
Paid in Full			131	131	96.2%	96.3%
1st Half Delinquent			2	133	1.5%	97.8%
2nd Half Delinquent			2	135	1.5%	99.3%
Other			1	136	0.7%	100.0%

	Totals:	Bu dget	Inv oic	Pai d	Un pai d	Unspent Budget
	\$27,370.00	\$20,701.70	\$20,701.70	\$0.00	\$6,668.30	
Administrative	\$1,220.00	\$617.22	\$617.22	\$0.00	\$612.65	
County Recorder Fees	\$150.00	\$320.00	\$320.00	\$0.00	\$118.00	
Financial Review	\$100.00	\$100.00	\$100.00	\$0.00		
Mailings	\$550.00	\$270.44	\$270.44	\$0.00	\$270.52	
Meetings	\$200.00	\$200.00	\$200.00	\$0.00	\$200.00	
PO Box	\$800.00	\$640.00	\$640.00	\$0.00	\$16.00	
Website	\$150.00	\$141.00	\$141.00	\$0.00	\$8.13	
Common Areas	\$22,900.00	\$17,359.99	\$17,359.99	\$0.00	\$5,540.01	
Damage Prevention	\$2,000.00	\$1,000.00	\$1,000.00	\$1,000.00	\$716.00	
Road Grading	\$14,000.00	\$12,950.00	\$12,950.00	\$0.00	\$1,050.00	
Road Repair	\$6,000.00	\$2,000.00	\$2,000.00	\$2,000.00	\$3,514.52	
Signs	\$150.00	\$140.00	\$140.00	\$10.00	\$9.49	
Windmill	\$250.00	\$250.00	\$250.00	\$0.00	\$250.00	
Services	\$2,000.00	\$2,000.00	\$2,000.00	\$0.00	\$308.50	
Insurance	\$1,000.00	\$1,000.00	\$1,000.00	\$0.00	\$86.00	
Legal Fees	\$1,400.00	\$870.00	\$870.00	\$530.00	\$222.50	
Taxes	\$290.00	\$820.00	\$820.00	\$0.00	\$207.14	
AZ Corp Commission	\$100.00	\$100.00	\$100.00	\$0.00		
AZ Income Tax	\$500.00	\$500.00	\$500.00	\$0.00		
County Taxes	\$300.00	\$220.00	\$220.00	\$80.00	\$7.14	
Tax Prep	\$200.00	\$200.00	\$200.00	\$0.00	\$200.00	

SCHEDULE

Calendar Entry (10 days past to 30 days future)	Date(s)
TreasurerReport Publish Monthly Report	1 - 9 Dec 2021
TreasurerReport Publish Monthly Report	1 - 9 Jan 2022

Well Committee/Member@Large report

December 10th, 2021

The well committee members had an opportunity to focus on maintaining the visual appearance of the well and the communal area surrounding it. We hope the community members would approve of the work put in by the volunteers that spent a measurable amount of their day to be a part of this effort.

While performing our routine inspections and minor preventative maintenance to the well and the adjacent holding tank, we did come across an issue that will need more detailed repairs to keep the communal area well operating. This committee has made the decision to forgo any immediate repairs so that we may be able to further inspect and put together a comprehensive “solution plan” including much needed testing of the overall quality of the water that we may present to the PO’s and this board for consideration and vote. It is at least this member belief that each lot actively occupied has a current well or water solution. (Aside from two)

If there is any that you may have in the near future (while repairs are being done) have an emergency water need, I ask that you consider contacting me (as your neighbor) for assistance with workable solutions.

In closing, I’d like to personally thank Mr. Crouch for volunteering his experience and equipment. I’d also like to thank Mr. Shelburne and Mr. McFarland for their valuable input and guidance when called upon.

Submitted,

Tommie Smith

Member@Large

Well Committee Liaison

Nominating and Election Committee (NEC)

Report to the HLR Board

or Dec 8th, 2021, BOD meeting

1. The NEC hosted a meeting on 8 December 2021, to prepare for the March 2022 Annual Membership meeting and Election at Schieffelin Hall in Tombstone, AZ. Committee members attending included, Karen T, Claire P, Beckie H and Eileen A. PO Tommie S also attended.

2. The NEC timeline for the March 2022 election per our procedures posted on the HLR website is as follows:

- December 28, 2021- no later than (NLT) 60 days before Annual meeting--- mail letter announcing annual membership meeting and soliciting for nominations - 15 days for response.
- NLT January 3, 2022 – Email blast to all property owners (by HLR POA Secretary)
- NLT January 20th, 2022 - 45 days to Annual- Names submitted & consolidate nominees, prepare ballots
- NLT February 3rd 5th, 2022 - 30 days before meeting- send out ballots
- NLT February 18, 2022 – send out reminder email to mail back ballots
- March 2nd, 2022 - 3 days before Annual meeting- final PO box pick up of ballots
- March 5th, 2022-- Annual Membership meeting- open ballots

3. Proposed agenda for Membership meeting:

- 11:30am – potluck
- 1PM start: No guest speakers but we encourage Committee Chairs to give a no more than 2-minute update on their committees (2021 highlights & member recruitment); and a Ranch Update/2022 budget.
- We “encourage” neighbors will bring a side dish of their choice.

4. The NEC will send the enclosed nomination letter to all POs on 28 December 2021 (encl 1).

5. Our next meeting will be December 27th, 2021, at 3pm. All neighbors are welcome to attend. Contact admin@hlrpoa.com for location. Agenda: stuff envelopes; review draft ballots and election packet: review draft emails X2 to be sent to POs per the schedule above; review NEC motions for action; prepare report to the BOD for Jan BOD meeting.

6. Any comments and questions should be directed to myself.

Karen Tribby
Co-Chair NEC
ktribaz@gmail.com

Nomination Letter to Pos

December 28, 2021

Dear HLR Property Owners,

In accordance with our governing documents, High Lonesome Ranch Estates will host its Annual Membership Meeting and election on Saturday, March 5, 2022, at 1PM, at Schieffelin Hall, located at 402 E Fremont Street, Tombstone, AZ 85638. Every property owner is welcome and encouraged to attend. Prior to the Membership Meeting, the Board invites everyone to a potluck at 11:30am at the same location.

During the annual membership meeting we will vote on candidates to fill one vacant board position for a three-year term. The purpose of this letter is to inform you of the Annual Membership meeting and to recruit volunteers to run for office to fill the position. We encourage any property owner to run for election.

Duties of the board of directors are described in our 2021 Bylaws, Section 7.2. The Bylaws can be found on our website (hlrpoa.com) under the Governing Documents tab. To serve on the board, a property owner must be willing to devote the time and effort to conduct Association business, agree to abide by the Ethics Statement for HLR Board of Directors, become familiar with our HLR governing documents, attend a majority of board meetings, and be a member in good standing. To serve on the board, you do not need to live on the ranch, and you may attend board meetings in person or by phone. If you are interested in running for a board position, please submit a brief (less than two hundred words) statement about yourself and why you would like to serve on the board to our Nomination and Elections Committee Co-Chairperson, Karen Tribby, at admin@hlrpoa.com or P.O. Box 215, Elfrida, AZ 85610, to arrive no later than January 20, 2022. Consolidated candidate statements will then be mailed out to association members with the election ballots.

We hope you will volunteer and become engaged in serving in our Association. We look forward to hearing from you. If you have questions, please call Karen Tribby at 928-899-2140 or contact any board member at admin@hlrpoa.com.

Sincerely,
Karen Tribby
Co-Chair, Nomination and Elections Committee
928-899-2140
ktribaz@gmail.com

Governing Documents Committee (GDC) Report
For the December 2021 HLR Board of Directors Meeting

As of 22 November 2021

1. The GDC committee met on 22 Nov. Members attending included: Corinthea P, Claire P, Eileen A and Billy McF. HLR neighbors attending: Margaret S and Chuck C

2. No GDC Review Request (GRR) have been submitted to the committee for review.

3. Request the Board motion the following four items:

a. Motion 1: The Board approve GDC Mission and Procedures document (attached ENCL 1) and post them on the GDC webpage. The draft procedures were presented to the board on one Nov 2021 and posted on the HLR website. No comments or suggested changes were submitted by HLR property owners or board members. (In Sept 2021 Minutes, the board motioned for board officers and committees to submit final procedures documents.)

b. Motion 2: The Board post the compiled matrix of past approved HLR Board Motions from 2002 to September 2021 (attached ENCL 2). To comply with our GDC mission and duties, the committee reviewed all HLR minutes since 2002 and compiled a list of all passed motions. We then checked and indicated the status of those motions. ARR or monetary motions were not included. The purpose of the matrix is to have a list of all past motions in one document for easy review and to track the status of those motions, especially as they impact our governing procedures. The GDC will update this matrix quarterly in accordance with our procedures.

c. Motion 3: The board approve updated Association Rules. Our Association Rules have been updated with two corrections (Encl 3).

1. The first correction was to rule #3 (Permits). The version posted on the HLR website does not accurately reflect the wording of the original motion as cited and passed in Feb 2007. The Rule currently says, "Owner/Builder permits must require all county inspections. (Adopted 2/18/2007)". The motion passed in Feb 2007 said, "moved to include only Option 1 of Owner/Builder permits in the AR Guidelines." The GDC recommends the rule be reworded to the following to better capture the original motion: "3. Permits: Architectural Review Guidelines will clarify that only Option 1 of Cochise County Owner-Builder permits is available to HLR Owners. Per the Cochise County website: Option 1 reads: Full Construction Plan Review with Limited Building Code Inspection: This option when selected by the applicant during the permit issuance process requires (in addition to Zoning and other County Departments inspection requirements) that only Limited Building Code inspections dealing with the trade areas of Mechanical, Electrical, Plumbing and Fire Prevention be completed by County Building Inspectors. (<https://www.cochise.az.gov/212/Owner-Builder-Amendment>) (Adopted 2/18/2007) "

2. The second correction is to include/reference all the other procedures and rules adopted by the Board in the past years (#13-19). These other procedures and rules include Code of Conduct, Ethics Statements, CCR Enforcement, Assessment Policy, Files Access Protocol, Closure of Grazing Rights and Budgeting. Including these procedures is in line with other procedures already mentioned in the Association Rules (ARR, NEC, Video Taping and Hearing, etc.). This change consolidates the various rules. Our CCR, Article 5.3 gives the board the authority to adopt, amend or repeal Association Rules.... intended to enhance the preservation an(d) development of the Properties and the Common Areas. All these procedures are currently posted on our Governing Documents tab of our HLR website.

d. Motion 4: The Board task the appropriate committees or board officer to check their procedures to ensure compliance with past approved motions in accordance with Encl 4 (Summary of Motions: Potential conflicts or motions not acted upon) and provide updates to the board of actions taken. (Encl 4)

While doing the review of past motions we identified motions that were approved but not reflected in our procedures or documents. Encl 4 identifies the committee or board officer and the minutes where a motion was passed but not acted upon. We recommend the appropriate committees or board officer check their procedures to ensure compliance with past approved motions. Actions the committees/board officers may take include changing the motion, requesting the board rescind the motions or updating their procedures to accurately reflect the past approved motion. The GDC will track the committee/board officer actions through their reports to the board.

4. New committee members. The GDC encourages neighbor/PO participation in accomplishing our duties as outlined in our procedures. Margaret S and Chuck C requested to become new members to the GDC Committee.

5. The next meeting of the GDC will be 10 Jan at 11am at The Double Buzzard. Dress appropriately for outdoor seating and bring potluck fixings... Contact admin@hlrpoa.com for the location/address. All property owners are welcome to attend. The meeting agenda: (1) Review and recommend updates to our Bylaws to ensure compliance with AI and CCR (2) Review our timeline for our first Bylaws review (3) GRR update (4) Set next meeting.

Submitted by

Corinthea P

GDC Chair

Encl 1: GDC Mission and Procedures Final as of 22 Nov 21 (attached and enclosed)

Encl 2: Summary of Past HLR Board Motions 2002 through September 2021 (attached))

Encl 3: Updated Association Rules and Procedures as of June 2021 (attached and enclosed)

Encl 4: Summary of Motions: Potential conflicts or motions not acted upon (attached and enclosed)



**High Lonesome Ranch Estates
Property Owners Association**

Approved Agenda Items

Resolution to Cease Recording the Bylaws – VP

Mr. Kling 2nd All in favor

Extended 30 minutes for board business by Mr. Barfield.

Mr. Kling 2nd. All in favor

Mr. Kling suggested we tabled until we can address in further depth.

Mr. McFarland 2nd. Passed 4 to 1