

**Minutes for
Special Session of HLR BOD
on January 6, 2022, at 11 am
at 10888 N Legend Trail, Elfrida, AZ 85610**

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

HLR Property Owners in attendance: Chuck Crouch, Mark and Margaret Shelburne, George and Sam Barton

Video call: Becky Hilgart, Judy Rossbach, Nance Ceccarelli, Joel Levin, Amanda and Todd Miller, Corinthea Pangelinan, Eileen Ahearn, meeting convened at 11 am

The agenda items to be discussed for the following:

The removal of Eileen Ahearn from the GDC and the NEC.

Adopt the agenda: Mr. Barfield made the motion, Mr. McFarland 2nd all in favor

Question: Mr. Levin asked why do we need to adopt the agenda when it is fixed? Mr. Barfield response, this is the procedure we adopted in April of 2021.

Point of order: Mr. McFarland presented to the board for the President to recuse himself from the position because of the conflict of interest and the chair to be transferred to the VP Mr. McFarland. Mr. Barfield refused on the means the President presides over all meetings and can stay objective and will recuse himself from voting.

Mr. McFarland recited the rules of conduct for the meeting. The meeting proceeded with the input of all the directors.

Mr. Smith 2nd all in favor

Opening statement: Mr. Barfield presented that all directors had a chance to address the motion. Mr. Barfield had two objections.

1. The resolution comes to us as a quote as an issue as a violation of the laws rules and procedures Mr. Barfield did not see where this where anyone can point to an accurate law rule or procedure that was violated.
2. Mr. Barfield also mention he thought the allegations was baseless and was part of an ongoing effort by the main author not by the sole author of the bylaw to stack the committee with members who will uncritically agree with his proposal and exclude member who don't agree or hold opinions differently from his own. By the means of driving them away as in the place of Claire Peachey or find a rational for excluding them like today in the case of Eileen Ahearn. Mr. Barfield made a final statement the route of all this bears in the committee of the refusal of transparency of the revision of our bylaws.

Mr. Barfield called for Mr. Smith member@large to proceed. Mr. Smith said he was notified by the chairperson of the GDC, with the controversy and the deception Ms. Ahearn has led the committee, she is to be removed from the committee immediately therefore Mr. Smith called for a Special Meeting to address this request.

GDC discussion:

On 12/18/2021, Ms. Ahearn sent an email to the committee suggesting that the committee should seek to include a notice on the ongoing Bylaws revisions effort. She drafted a letter to the NEC that was signed by the GDC committee chair.

She received responses from committee members that this would require the committee's approval.

Following that notification, she contacted the NEC anyway on behalf of the GDC but without any GDC approval to do so requesting that the NEC approve inclusion of a GDC letter in the NEC mailing. She included her letter signed by the Chairperson of the GDC without any disclosure that the GDC had not decided to pursue inclusion of a notice in the NEC mailing. The Chairpersons of the two committees responded that the respective committees would need to approve this in turn and that neither had done so.

The GDC, at its 12/28/2021 discussed the controversy and voted to request that Ms. Ahearn be removed from the committee.

Eileen Ahearn rebuttal: She requested that the GDC cite for all of us which procedure(s) she have allegedly violated from our High Lonesome Ranch governing Documents, as is required by written procedure in our Bylaws and Association Rules. Since the goal of my efforts which you claim to be a "crime" was to gain visibility on your actions to rewrite our HLR Bylaws without alerting all HLR property owners, I appreciate the opportunity to highlight your lack of transparency through my read-ahead/feedback. Of course, you can arbitrary change your "past procedures" and deny me the opportunity to have my read-ahead/feedback posted on the HLR website.

Motion: Eileen Ahearn removal of the GDC effective immediately Mr. Smith 2nd motion passed 3 to 1 Mr. Barfield abstained

NEC discussion:

Eileen Ahearn to be removed from the NEC effective immediately.

ARTICLE IX COMMITTEES

The Association shall appoint a Nominations Committee and an Architectural Review Committee. The board creates these committees and appoints a board member to chair and serve as liaison to the committee. The board also maintains the right to determine if a member is no longer in good standing or demonstrates intentions that no longer represent the intent or purpose of the committee. The board reserves the right to remove persons from these committees.

On 12/18/2021, Ms. Ahearn sent an email to the GDC suggesting that the committee should seek to include a notice about the ongoing Bylaws revisions effort. Ms. Ahearn also drafted and submitted this letter to the NEC, bypassing the chairperson of the NEC. The NEC chair was asked if she was aware or had received an email requesting the NEC to add the contents of this email/letter to the back of the Elections committee letter to be USPS mailed December 28, 2021. The NEC chairperson was not aware of such a letter to be added and immediately sent an email stating no information from the GDC chairperson had been presented to the elections committee chair requesting this to be allowed. The elections committee chair also suggested to the GDC chair, this needed to be discussed with the NEC committee members.

After much discussion between the GDC and NEC chairpersons, it was agreed not to pursue the addition of any letter to the NEC USPS mailing. The chairpersons of the two committees acknowledged, the respective committees would need to approve any such motion to create this letter, much less to add to the Elections

committee letter. Due to the date by which the Elections committee letter must be mailed, this was not possible. It was found that Ms. Ahern had proceeded to draft and submit this letter to the NEC members while implicating the GDC chairperson had written this letter by placing the GDC chairperson name as the signee of the letter.

These actions caused undo stress and confusion amongst both the committee members and the chairpersons, Ms. Ahearn's actions do not represent the best interest of the either committee nor does she demonstrate any willingness to work alongside other committee members or their respective chairs. With the seriousness of her actions to circumvent procedures and willfully apply the signature of a chairperson to a letter without their knowledge, an agenda item to have her removed from the GDC has been posted for an emergency meeting of the board January 1, 2022. I am requesting to make a motion to amend this agenda item to include removing Ms. Ahearn from the NEC committee due to her attempt to deceive the NEC of the origination of this letter by implying the GDC chairperson as the signee. This will be recorded to the meeting minutes.

Eileen Ahearn rebuttal: As a member of the Nominating and Elections Committee (NEC), I knew the NEC was mailing a letter at the end of December to all property owners announcing the annual membership meeting. Inclusion of a letter from the GDC would cost the Association nothing. On 18 December 2021 I sent an email to the GDC proposing we include a GDC letter with the NEC letter welcoming property owners to comment on the Bylaws rewrite. My email included a draft proposed letter with the GDC Chair's signature block only. As the unofficial GDC secretary, I have often written minutes and reports which always included the GDC Chairs' signature block (not signature). Our committee procedure has been that the GDC chair personally forwards the minutes/reports once approved.

These accusations are nothing but lies and untruths!

Motion: Eileen Ahearn removal of the NEC effective immediately Mr. Smith 2nd motion passed 3 to 1 Mr. Barfield abstained

Question: Mr. Miller addressed a question to the Secretary Ms. Crouch, why Ms. Ahearn's read-ahead posting, was not posted on the website?

Secretary Ms. Crouch responded as you know Mr. Miller the feedback had inappropriate behavior that was being conducted by an individual's therefore, Ms. Crouch was making changes because there is a correct way to do things. Ms. Crouch was communicating and updating the other board members of these changes before the Special meeting and plus she did not post three others feedback to the website about this matter. Mr. Barfield added all read-ahead feedback is forward to all directors for their review.

Ms. Barton also spoke up on the website controversy. This is ridiculous we are adults can we act like adults there are procedures that are over our meetings and our committees. As somebody who does not live on the ranch full time who cannot keep up with all the scuttlebutt that is on the website only every 2 to 3 months, we are trying to put together a puzzle and it is very confusing for us. Ms. Barton added it would be nice if we can work together as adults and try to figure out on how we all get along because everyone out here is concerned about property values. If we are fighting among ourselves, how can we keep our property values up, Ms. Barton expressed she would really appreciate it if we all get along.

Mr. Barfield motion the meeting to be adjourned Mr. McFarland 2nd all in favor at 12.15 pm.

Minutes by, Barbara Crouch Board Secretary for January 6,2022 – *Barbara Crouch*