

Tonto Hills Improvement Association

President: Robyn Baker
Vice President: Nancy Nelson
Treasurer: Jennifer LaLiberte
Secretary: Sue Kolb

BOARD OF DIRECTORS SPECIAL MEETING MINUTES - June 23, 2026 – 6:30pm – Via Zoom

- I. Call to Order at 6:35 p.m.
- II. Roll Call
 - A. Present - Robyn Baker, Nancy Nelson, Jennifer LaLiberte, Sue Kolb, Chris Prentice, Paul O'Connor, David Tappe, and Stacy Holland
 - B. Counsel Present – Augustus Shaw
 - C. Guests – Bork, Kathleen Kuchta, Tanya Kiriazov, Mandy Kaufman, Steve and Suzy Myers, Tammy Seymour, Bob Swan, Sandra Abbey, Sam Brandt, Richard Grady, Deb and Rich Pagel, Merrilee Edwards, Amy Woods
- III. New Business
 - A. Vote of the Board to accept the Settlement Agreement for the Counterclaim to Westhoff, et al. v. Rent-Sell, LLC and other litigation

Robyn Baker stated that the purpose of the Special Meeting was to consider the proposed Settlement Agreement relating to the counterclaim in Westhoff, et. al. v. Rent-Sell Real Estate, LLC and related litigation. She noted that the Board had reviewed the proposed agreement the previous week.

Robyn explained that a revision to the proposed 21-day review period was not accepted. She then requested a motion to accept the 21-day review timeframe and execute the settlement agreement.

Nancy Nelson made a motion to accept the Settlement Agreement with the 21-day architectural review period and authorize execution of the agreement. David Tappe 2nd and 7 of the 8 members voted in the affirmative with one member experiencing technical difficulties. Motion passed.

At the conclusion of the vote several residents had questions regarding the settlement agreement.

Tanya Kiriazov asked why the community had not been provided the Settlement Agreement prior to the board vote and when it would become available for review. Robyn Baker explained that the Settlement Agreement could not be distributed until it had been fully executed by all parties. Members wishing to receive a copy were instructed to submit a request to thia@tontohills.net, including their email address and lot number.

Kathy Kuchta asked why the Board was voting on the Settlement Agreement before releasing it to the membership and requested clarification regarding the process. Association counsel Augustus Shaw explained that Arizona law requires Board action to occur in an open meeting. He advised that the parties had negotiated the Settlement Agreement and that the final negotiated provision, the 21-day review period, required Board approval.

He further explained that following Board approval, Robyn Baker would execute the

Settlement Agreement after which it would be forwarded to opposing counsel for Steve Rensel's execution. Once fully executed, the agreement would be returned to the Association and made available to members upon request. He advised that after entry of the Order of Dismissal by the Court, the dismissal would become a matter of public record. Mr. Shaw indicated that this process would likely require several weeks.

Kathy Kuchta also asked whether all litigation would conclude once the Settlement Agreement had been executed. Mr. Shaw explained that the Settlement Agreement would resolve the counterclaim and the second litigation. He further advised that the original lawsuit remained pending before the Arizona Court of Appeals. The Court could either affirm the trial court's judgment or remand certain issues for further proceedings. If the Court affirmed the trial court's judgment and the Settlement Agreement was fully executed, then the remaining litigation involving the Association would effectively conclude.

Tammy Seymour asked whether the Settlement Agreement required payment by the Association or its members. Mr. Shaw responded that the Settlement Agreement did not require any affirmative payment by the Association or its members.

Tanya Kiriazov asked whether an individual homeowner who disagreed with the Settlement Agreement could prevent it from taking effect. Mr. Shaw explained that the Board, acting on behalf of the Association, had the legal authority to settle litigation filed against the Association. While individual members may disagree with the Settlement Agreement, the Board's approved action governs the Association.

IV. Future Meeting Dates

The next Regular Meeting of the Board of Directors was scheduled for August 5, 2026.

V. Adjournment

Robyn Baker motioned to adjourn the meeting at 6:49. Chris Prentice 2nd. Motion approved unanimously.

Approved 08/05/2026
Sue Kolb, Board Secretary