

**TONTO HILLS IMPROVEMENT ASSOCIATION**  
**Minutes**  
**6:30 PM, Thursday, May 22, 2014**  
**Christ the Lord Lutheran Church**  
**9205 E. Cave Creek Rd, Carefree, AZ**

- I. Call to Order – BOD President Richard Grady called the meeting to order at 6:34
- II. Roll Call
  - a. Members Present – Richard Grady, Jackie Hoagland, Tom Cagliotti, Cheryl Kaufman, Dick Mocny, Rick Leach, Rick Nelson, Diana Cole
  - b. Members Absent – None
  - c. Guests – Steve Rensel, Gary Hunt, Keith Peirce, Ann DiChiara, Bob Swan
- III. Open Forum
  - a. Rick Nelson announced that he would be leaving the meeting early. He gave Richard his proxy for general meeting issues after his departure and Tom for any Executive Session votes.
  - b. Bob Swan, as the new controller for the Tonto Hills Volunteer Fire Department, presented a detailed budget review of the 2015 budget, 2014 budget YTD, and projections for the balance of the 2014 budget. He also stated that he reconciled 16 years of fiscal data from the THVFD. No issues or concerns were raised that could not be explained upon request.
  - c. Gary Hunt, Chief of the THVFD, and Steve Rensel, Captain of the THVFD, answered questions from the BOD regarding the 2015 budget and planned operating expenditures.
- IV. Consent Agenda Items:
  - a. Acceptance of Meeting Agenda and Approval of Minutes of 4/10/2014 and Exec Session of 4/10/2014 – Dick made a motion to approve both consent agenda items. Cheryl – 2<sup>nd</sup>. The motion passed without objection.
- V. Reports
  - a. Treasurer's Report – Dick presented the THIA Profit and Loss statement dated April 1 – May 22, 2014. Rick Nelson made a motion to accept. Cheryl – 2<sup>nd</sup>. The motion passed without objection.
  - b. Committee Reports
    - Architectural Committee – Tom gave an update of ACC activity.
- VI. Unfinished Business
  - a. THVFD Proposed Budget – Rick Leach made a motion to fund \$21,960 in a single lump payment, with a request that the THVFD develop a 2015/2016 – 2016/2017 projection of future expenses that will be presented to the BOD by October, 2014. Rick Nelson- 2<sup>nd</sup>. The motion passed 7 in favor, Dick opposed.
  - b. Ads on Tonto Hills.org – The BOD decided to table this topic until someone actually requests ad space.

VII. New Business – Rick Nelson left the meeting after Election of Vice-President.

a. Election of Environmental Officer – The THIA Bylaws of the THIA require an Environmental Officer. Rick Nelson volunteered to be Environmental Officer. Tom-2<sup>nd</sup>. The motion passed without objection.

b. Election of New VP – On April 14, Carol Landauer, THIA BOD VP, sent her resignation to the BOD. Richard Nominated Tom Caglioti . Rick Nelson – 2<sup>nd</sup>. Jackie nominated Cheryl Kaufman. Rick Leach – 2<sup>nd</sup>. Cheryl was elected 6 in favor; Richard and Rick Nelson opposed.

c. Amendment of Bylaw Article Nine: Section 2 – Dick made a motion to make the following amendment to the Bylaws of the Tonto Hills Improvement Association, Article Nine – Section 2. Payment of Dues. The first sentence shall read: "Dues shall be payable in advance on the fifteenth day of May in each year". Cheryl - 2<sup>nd</sup>. The motion passed without objection.

d. Amendment of Bylaw Article Nine: Section 4 – Dick made a motion to make the following amendment to the Bylaws of the Tonto Hills Improvement Association, Article Nine – Section 4. Transfer Fee. The section will read: "The Treasurer of the corporation will collect a reasonable transfer fee for each transfer of property ownership in the development. This transfer fee shall be in compliance with the limits set by the Arizona Revised Statutes." Cheryl-2<sup>nd</sup>. The motion passed without objection.

e. ACC potential conflict of interest – Richard made a motion to amend Addendum A to the Bylaws of the Tonto Hills Improvement Association, Section 2 Design Review Process and Procedures, 2.1 General. The following statement will be added after paragraph 3: "An ACC committee member who has a financial interest in or owns commercial properties in Tonto Hills cannot vote or attend executive sessions which involve decisions on regulations on commercial properties." Cheryl- 2<sup>nd</sup>. The motion passed without objection.

f. Carol Landauer resignation and Open Board Position – Carol's resignation left an open seat on the board. Cheryl made a motion to elect Keith Peirce to fill the vacant seat. Jackie-2<sup>nd</sup>. Motion was passed without objection.

VIII. Announcements

- a. Future Meeting Dates – The board agreed that the next meeting take place in September.
- b. Future Board Agenda Items
  - i. ACC report on lot 169
  - ii. THVFD update on building fund
  - iii. Follow-up on action items

IX. Executive Session – The BOD moved into Executive Session at 9:20.

X. Adjournment – Richard made a motion to adjourn at 9:24. Tom – 2<sup>nd</sup>. Motion passed without objection.

Action Items	Responsible Person	Due Date
Request current bill from Mulcahy Law Firm and find out billing rates for para-legal vs partner	Dick	June 22

Find out if the THIA phone line can be disconnected and do so	Richard	By next meeting
Get an annual compilation by outside accounting service of the THIA budget	Dick	By next meeting
Get an update on changes to hillside ordinances from ACC	Tom	By next meeting
Meet with Don Mann to review new bylaw in Addendum A and ask for voluntary recusal of impacted person(s).	Tom	June 22
Update THIA budget to reflect approved THVFD line item.	Dick	June 22

***Diana Cole*** ***Approved 6/18/2014***

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*Secretary, THIA BOD*