

**Board of Directors General Business Meeting Minutes
Monday, November 18, 2024, at 5:30p.m.**

Meeting held in-person at the Caughlin Ranch HOA conference room & virtually via GoToMeeting

Board Members in attendance in-person or via teleconference and/or telephone:

Al Dennis, President	Michael Ginsburg, Vice President	Michele Attaway, Director
Drew Naccarato, Secretary	Steve Bremer, Treasurer	Allen Black, Director
		Thomas Keiffer, Director

Others in attendance in-person or via teleconference and/or telephone:

Lisa Nunley, General Manager	Shawn Oliphant, Legal Counsel
Sandy Wheeler, Asst. Manager/CAM	Randy Lisenby, Landscape Superintendent

1 Homeowner in-person; 0 attending virtually

- 1. Call to order and establish quorum:** President Dennis called the meeting to order at 5:30p.m. A quorum was established with seven (7) Board Members present either in person, via teleconference and/or telephone.
- 2. Member Comments.** President Dennis provided the information and guidelines regarding Member Comments to the Homeowners present. This item permits homeowners to give comments regarding items on the agenda.
There were no comments at this time.

3. Minutes:

- 3.1 Review & approve September 25, 2024, Board of Directors General Business Meeting Minutes, & October 23, 2024, Reconvened Board of Directors General Business Meeting Minutes**
The September 25, 2024, Board of Directors General Meeting Minutes, and the October 23, 2024, Reconvened Board of Directors General Business Meetings Minutes are provided for the Board's review and consideration.

Motion: Treasurer Bremer moved to approve the September 25, 2024, and (reconvened) October 23, 2024, Board of Directors General Meeting Minutes as presented. VP Ginsburg seconded. Motion unanimously carried.

4. Finances:

- 4.1 Review & accept (un-audited) Financial Reports dated Aug. 31, 2024, and Sept. 30, 2024**

Treasurer Bremer presented the following report which was previously provided to the Board of Directors. The report includes bank balances for the operating and reserve accounts:

- 2024 CD Schedule enclosed.
- Treasurer Bremer has been provided with a copy of all the bank/investment statements and associated reconciliations along with the supporting financial reports. Full reports are also provided to the Board on the Board Tablets.
- The Board has been provided copies of the GL Balance Sheet by Fund and the Statement of Revenues and Expenses as of August 31, 2024 and September 30, 2024.
- The bank statements are being reconciled and the financial reports reviewed and adjusted as needed monthly by the GL Accountant and by Assistant Manager Wheeler to ensure CRHA is reporting on a true accrual accounting basis.
- The Association's cash position through September 30th: Operating cash = \$849,917.

Reserve cash and Investments/CD's Total: \$862,891

CRHA = \$372,956

Caughlin Creek/DeerCreek = \$99,543

Whispering Canyon = \$152,011

Mountainshyre = \$238,380

- Through September 31st on an accrual basis, Total (Operating) Income was \$2,095,171; over YTD Budget by \$48,949. Currently, all reserve transfers are being deposited on a quarterly basis due to the positive cash flow.
- Total (Operating) Expense was \$2,357,207; over YTD Budget by \$57,677.
- Expense recap: Operating = \$7,056.63 under budget.
Payroll = \$50,891 under budget; R&M = \$68,674 over budget; Utilities = \$32,837 over budget.
- Total Reserve Income was \$270,294; over budget by \$9,316.
- Total Reserve Expenses were \$652,858; 2024 Reserve Expense Budget = \$549,863.

The Board is required to review the Association's financial information in accordance with NRS 116.31083. The Association is following paragraph (b) of subsection 2 of NRS 116.3115 and confirms that reserve funds have not been used for daily maintenance.

Motion: VP Ginsburg moved to accept the Association's unaudited financial reports dated August 31, 2024 and September 30, 2024, as presented. Director Black seconded. Motion unanimously carried.

4.2 Review & approve Bad Debt write-offs

None for this meeting

5. Reports & Updates:

5.1 Finance & Budget Committee (F&B); Treasurer Bremer

The F&B Committee and Board of Directors last met on August 22nd for the Budget Review Workshop. As a result of that meeting, the Board took the F&B input under advisement and, at their September 25th General Meeting, approved the 2025 Annual Operating and Reserve Budgets with a 20 percent assessment increase. The next F&B meeting will be an orientation session in January for the new committee members, and then a meeting in the spring to review the draft audit and the full onsite reserve studies.

5.2 Landscaping & Maintenance Dept.; L&M Superintendent Lisenby

Miscellaneous Projects / Weekly Maintenance

- Irrigation systems have been shut down for the winter
- Cattails have been cut down in the ponds and creeks throughout the Ranch
- Holiday Lights have been installed
- New/updated signage installed in the Parks
- Erosion project in Traditions is completed
- Crews completed work on defensible space for this season
- Rock work repairs and improvements throughout the Ranch is completed
- Fence repair in a few areas is completed
- Red curbs being touched up is completed
- Graffiti removal throughout the Ranch is ongoing
- All three parks are inspected and cleaned daily

Projects:

- Some wildflower areas were converted to trees and shrubs to conserve water
- Some small planter areas were given a little face lift
- We planted a few trees this fall to replace the ones that died this year
- November 15th was the Seasonal Crew's last day until next Spring.

5.3 Architectural Control Committee (ACC); Secretary Naccarato

Seventy-six (76) applications were reviewed from 09/01/2024 through 10/31/2024. Of those, seventy (70) were approved with the standard conditions, one (1) was approved (conditions n/a), four (4) were denied, and one (1) was returned with a request to resubmit with more information. The ACC meets twice per month on the 2nd and 4th Thursdays, except for November and December when they meet once per month. (A copy of the detailed list of submittals was provided to the Board in their Executive Session packet.)

Asst. Mgr. Wheeler provided an update on the Caughlin Cares program. The Angel Tree Program is currently in-progress with 25 children and 25 seniors. A Blanket Drive for seniors is also being held. In “Socktober,” CRHA collected 1,322 pairs of socks which are distributed between four charitable organizations.

5.4 Community Events; Director Attaway

The Events/Caughlin Rancher Committee met on November 12th to review potential topics and articles for the January/February 2025 edition of The Caughlin Rancher. It should be noted that the Caughlin Rancher is an advertiser-supported publication with no cost to the Association. Discussion also included a brief recap of the events occurring since the last meeting, such as Oktoberfest, Angel Tree and other holiday charitable drives. The Committee reviewed upcoming events such as the November 20th Annual Meeting and homeowner dinner and the April Spring Wine event (date to be determined). Discussion regarding next year’s July concerts also took place. All the bands from 2024 are available and planning to perform again in 2025. A copy of the Board approved 2025 Events Schedule was provided for the Board’s information.

5.5 Branding / Signage Ad Hoc Committee; Director Attaway

The new logo is gradually being incorporated into CRHA. Office stationery, the For Rent/For Sale signage, banners, Landscape/Maintenance uniforms, CRHA vehicles have been updated. The HOA office building signage, Caughlin Creek (both entries) and Seasons is completed as of August 2024. The Board was provided with a complete listing of the logo updates.

After discussion at the September board meeting, staff is working with Julie’s Signs on an alternative to new entry signage at the upper Caughlin Pkwy entrance. A design with quote totaling \$7,102.00 was provided to the Board for review and consideration. (Note: previous quote from Yesco was \$25K.)

The lower entry signage upgrade is currently on hold.

Per Director Attaway, the Committee would like to see the pine cone smaller and not backlit.

Motion: Director Black moved to postpone this item to the next regular meeting. Treasurer Bremer seconded. Motion unanimously carried.

5.6 Strategic Plan Update and Confirm Next Meeting Date; Drew Naccarato

Four (4) members of the Board met on Tuesday, Oct. 22nd to begin creating a new plan for 2025-2029. Those in attendance reviewed the Mission/Vision Statements and Goals, and it was determined to keep those mostly as-is with just a minor revision. During review of the 2020-2024 Plan, staff was directed to begin drafting the 2025-2029 plan by moving any Ongoing or Incomplete items to the new plan as well as adding a few new ideas that were brought up during the meeting.

This new document will be forwarded to the Board prior to the next Strategic Planning Meeting.

The next meeting is tentatively scheduled for Tuesday, December 17th at 4pm. Please let Lisa know if you can attend.

5.7 Executive Session Summary and Pending Legal Action against the Association; Attorney Oliphant

The following items were reviewed during the last Executive Session Meeting held on Nov. 18, 2024:

- Approval of the 09.25.2024 Executive meeting minutes.
- Discussion of pending legal action notices.
 - Discussion of the status of a homeowner complaint/dispute involving CRHA and Washoe County regarding potential easement deed associated with recent spur road abandonment.
 - Discussion of license to use common area by homeowner(s).
 - Discussion of civil complaint for outstanding fines.
- Review the Violation Report & fines.
- Review the most recent Architectural Control Committee Report.
- Review Homeowner appeal (1) and alleged violations.
- Review the Accounts Receivable Aging Report.
- Review of bad debt write-offs (if any)
- Discussion of one Personnel item.

5.8 Community Information & Possible Future Agenda Item(s); GM Nunley

In addition to the items on this agenda, below are some other highlighted items and projects being addressed by management and staff since the last meeting (the list is not all-inclusive):

- New Homeowner Orientation is held (currently virtually only) on the 2nd Thursday of each month.
- CAI Classes attended since the last meeting:
 - 1) Corporate Transparency Act – Update via Zoom by Donna Zanetti (09.24 – Lisa)
 - 2) 1 Hr – Rules & Enforcement (Match Game) by Adam Clarkson CE.0521000 (10.16 – Lisa)
- GM Nunley is a member of CAI’s Education Committee and CAI’s Legislative Action Committee for Nevada and attends monthly meetings for each committee. At the recent LAC meeting, an update was provided on the status of the Corporate Transparency Act and CAI’s legal case.
 - A preliminary injunction was NOT GRANTED in this case, meaning the board, as this case is being litigated and advocacy efforts continue, must report BOI information to FinCEN by January 1, 2025, or face financial and criminal penalties.

While this decision is not the outcome CAI had hoped for, it does not mark the end of their efforts. CAI’s advocacy efforts are continuing and the legal team is considering next steps; including a potential appeal to the judges ruling on the preliminary injunction. The lawsuit itself will continue to go through the legal process.
- Staff have continued their efforts to support the Events program; most recently Oktoberfest. Upcoming is the Annual Meeting/Homeowner Dinner. Caren has designed flyers and oversees their distribution, dinner has been coordinated with Pinocchio’s, and staff will be attending/supporting events.
- The Cottages Fence Painting project went smoothly and was completed in early October.
- Rockery Wall Inspections were completed in early October by Seth Padovan. His reports are provided in the Board packet.
- Lisa and Al attended a recent Caughlin Crossing Commercial Center (CCCC) board meeting on Nov 13, 2024. Discussion topics included landscaping items, concrete and asphalt repair/

maintenance, 2025 annual budget, and the possibility of CRHA separating itself from the sub-association. CCCC is waiting for CRHA to provide information before they take any action.

- Annual Elections Ballot Counting took place earlier today (Nov 18th). The formal announcement of the new Board Members will be announced at the Annual Meeting on Nov. 20th.
- Possible Upcoming (non-routine) Agenda Items:
 - CRHA Office Bldg: Possible Window Replacements; Possible wireless mic system for large conference room
 - Policies: Events, Advertising and Caughlin Rancher Content Policy; Employee Handbook review/revisions

6. Unfinished Business:

6.1 Discuss & Consider Revision to Rules & Regulations: Flags/Signs/Yard Art, etc

The Board was provided with the redline version of the Rules & Regulations as provided by Attorney Oliphant. Changes focus the flags/signs/yard art portion of the rules. Additional revisions were made following discussion at the reconvened meeting on October 22nd and include definition of motorhomes/RV's; Class A and Class C motorhomes are better defined. Not prohibited are conversion vans as long as they meeting length and other requirements.

Motion: Secretary Naccarato moved to approve the revisions to the Rules & Regulations as presented. Treasurer Bremer seconded. Motion unanimously carried.

6.2 Review & Possibly Approve Revision to ACS&G's (to update various items)

The Board was provided with the proposed revisions to the ACS&G's for review and consideration. Significant revisions include increasing the developer's subdivision application fee from \$5,000 to \$10K-\$25K, removing the Drone provision, including the proposed revisions from the Rules & Regulations, and removing the signature requirement for the homeowner's contractor on the Construction Agreement.

Motion: Secretary Naccarato moved to approve the revisions to the ACS&G's as presented by Attorney Oliphant. Treasurer Bremer seconded. Motion unanimously carried.

6.3 Update on Status of Disengaging from Caughlin Crossing Commercial Center (CCCC)

Research on this item is still in process. Attorney Oliphant has been looking at how to remove CRHA from CCCC. CCCC could be terminated overall by an 80 percent majority vote (per statute); 1 vote for every 100 sf. CCCC would then need to determine how to share the cost of common area maintenance, or they could reassemble.

Discussion ensued regarding the logistics on how to proceed, advantages vs disadvantages and the current and 2025 cost of assessments.

Motion: Director Black moved to direct manager to send a letter to CCCC with position. Treasurer Bremer seconded. Motion unanimously carried.

6.4 Review & Possibly Approve Irrigation Reimbursement Agreement for Vista Pointe HOA

Recap: The trees on the Vista Pointe HOA-owned parcel on the east side of McCarran (APN 041-310-05) are currently being irrigated via a CRHA water meter and the water paid for by CRHA. It is recommended that an agreement be put in place whereby CRHA is reimbursed by Vista Pointe HOA for this water usage (similar to the agreement with Caughlin Creek HOA for reimbursement of irrigation for the landscape islands).

Per the Board's direction, Attorney Oliphant, GM Nunley and President Dennis met with the Vista Pointe HOA Board with the goal of finalizing an agreement to be presented to the CRHA Board for approval. VPHOA's legal counsel agreed to coordinate any revisions with the VPHOA Board and forward to Attorney Oliphant.

Attorney Oliphant has communicated with VPHOA's legal counsel who believes VPHOA will agree to future water costs but not past water costs. A brief discussion ensued.

Motion: Director Black moved to postpone this item until the next regularly scheduled General Board Meeting. Treasurer Bremer seconded. Motion unanimously carried.

6.5 Review & Possibly Approve Installation of additional "Leash your Pets" & "No Motorized Vehicles" Signs

At the General Meeting in July, the Board approved a motion to direct staff to propose a draft budget, schedule and design for a signage plan for additional "Leash your Pets" and "No Motorized Vehicles" signs to be placed at intervals of 50-100 yards (per request at the July 2024 meeting) along the walking paths and trails.

Proposed Draft Budget for Trail Signage Project:

There are approximately 10 miles of paved trails.

With signs placed at every 50 to 100 yards (as requested in the July 2024 meeting), there will need to be approximately 170 to 350 signs.

A quote for 10 signs has been provided by TrafficBuilders in the amount of \$704.57, or \$70.50 per sign. \$70.50 multiplied by 170 signs equals \$11,985.00.

\$70.50 multiplied by 350 signs equals \$24,675.00.

The above costs do not include signposts, concrete and installation.

Before moving forward, staff asked if the Board wishes to move forward with the original plan of signs posted at 50-100 yards, or is signage at entrance to trails or some other interval preferred.

Discussion ensued and the general consensus was the above signage plan was excessive. Signage at the entrances to the main trails and in the most visible locations was preferred. Also, an easy to read, bullet-point sign may work best.

Motion: VP Ginsburg moved to approve the cost of the trail signs as outlined in the Proposed Draft Budget (\$70.50 per sign) and direct staff to continue with a signage design mapping plan for the walking trails to fill in access points with the landscape staff to install in the spring. Director Black seconded. Motion unanimously carried.

7. New Business:

7.1 Review & Approve 2024/2025 Staff Compensation Plan

The Board was provided with the 2025 Staff Compensation Plan (as presented previously during the 2025 budget review) and the 2024 Bonus Schedule for review and consideration.

A brief discussion ensued regarding how salaries were set (using the board-approved Salary, Wage and Bonus Structure policy).

Motion: Treasurer Bremer moved to approve the 2025 Staff Compensation Plan and the 2024 Bonus Schedule as presented. Secretary Naccarato seconded. Motion carried by majority vote. (President Dennis, Treasurer Bremer, VP Ginsburg, Secretary Naccarato, Director Black and Director Attaway in favor; Director Keiffer abstained.)

7.2 Review & Approve Employee Health Insurance Policies Effective 12/01/2024

Medical Health Insurance package coverage with Hometown Health renews 12/01/24 in the amount of \$157,797.84/year (\$18,645.00 or 10.57% decrease from 2024). This decrease was due to a change in plan type from PPO Gold O to EPO Battle Born Gold O.

Vision coverage with Hometown Health renews 12/01/24 in the amount of \$650.88/year (no increase).

Dental coverage with Best Life renews 12/01/24 in the amount of \$4,662.36/year (no increase).

Basic Life & AD&D coverage with Principal renews 12/01/24 at \$707.26/year (\$31.46 increase).

Motion: Secretary Naccarato moved to approve the Healthy Benefits Coverage (for Medical Health package, Vision, Dental, Basic Life & AD&D) for a total amount of \$163,818.34 per year as presented. Treasurer Bremer seconded. Motion unanimously carried.

7.3 Review & Approve Workers Compensation Insurance Policy eff. 01/01/2025

Per Alpine Insurance, the Workers Comp carrier does not release quotes more than 30 days prior to the effective date of Jan. 1. The current year's premium is \$17,282.00. While the agent does not anticipate much of an increase, if any, the Board has approved a budgeted amount of \$23,435.00 for 2025.

Motion: Secretary Naccarato moved to approve a not-to-exceed amount of \$23,435.00 for the Workers Comp insurance policy, effective January 1, 2025, with the actual premium amount to be ratified at the January 29, 2025 General Board Meeting. Treasurer Bremer seconded. Motion unanimously carried.

7.4 Review & Approve BEST Life Dental Insurance Renewal Eff 12/01/2024

This item was covered within Agenda Item 7.2.

7.5 Review/Approve Short-Term/Long-Term/life by Principal Life Insurance Coverage Eff 12/01/2024

Short-Term Disability with Principal renews 12/01/2024 in the amount of \$6,131.38/year (no increase).

Long-Term Disability with Principal renews 12/01/2024 in the amount of \$6,761.15/year (no increase).

Motion: Treasurer Bremer moved to approve the Short-Term Disability and Long-Term Disability Insurance Coverage with Principal in the amount of \$12,892.53/year as presented. VP Ginsburg seconded. Motion unanimously carried.

7.6 Review & Approve Proposals from Browning Reserve Specialists for Full Onsite Studies for: Caughlin Ranch HOA, Caughlin Creek/DeerCreek, Mountainshyre & Whispering Canyon

The Board was provided for consideration four (4) proposals from Browning Reserve Specialists for Full Onsite Studies (which are performed every five years) for:

- Caughlin Ranch HOA = \$6,000.00
- Mountainshyre = \$1,400.00
- Caughlin Creek/DeerCreek = \$1,600.00
- Whispering Canyon = \$1,400.00

Motion: Treasurer Bremer moved to approve the proposals from Browning Reserve Specialists to conduct full onsite studies for Caughlin Ranch HOA, Caughlin Creek/DeerCreek, Mountainshyre, and Whispering Canyon for a total cost of \$10,400.00 as presented. Director Black seconded. Motion unanimously carried.

7.7 Review Letter from Viloría, Oliphant, Oster & Aman re Corporate Transparency Act (CTA) and Request Same to Manage CTA Requirements

The Board was provided for review a letter from Nathan J. Aman, Esq, of Viloría, Oliphant, Oster & Aman. The letter outlines information and requirements for the Corporate Transparency Act which all HOA's are required to comply with by December 31, 2024.

A request was sent to Mr. Aman's office asking for further information on how to coordinate the Board's filing with his office. No additional contract is required as they will bill at the regular hourly rate. They will reach out to us after the board election to start the process. The Board will need to provide their personal identification information.

7.8 Review and Approve General Manager Contract

The Board was provided the General Manager's Contract effective January 1, 2024, for consideration. President Dennis reminded the Board that CRHA was fortunate to have located a fully qualified, Nevada certified and credentialed manager in 2020, who was hired at a "bargain" price. This year, the proposed salary is located at the bottom of CAI's wage scale for a PCAM/Large Scale Manager. Discussion ensued.

Motion: Treasurer Bremer moved to approve the General Manager's Contract effective January 1, 2025, as presented. Secretary Naccarato seconded. Motion unanimously carried.

- 8. Member Comments: This time is devoted to Association Members who have comments and/or concerns regarding any association matters.** The Board has the authority to limit the time for individual comments. A time limit of two (2) minutes per member has been allotted. No member can give away his or her allotted time to expand another member's time. In consideration of other members who may wish to present comments and/or concerns, please avoid repetition.
- A homeowner commented that she is glad the Board wants to keep the General Manager and thanks her for doing a great job.
 - A homeowner Board member stated the Board has a fiduciary responsibility to maintain the budget as best they can. A number of people have talked to him about assessment increases.
 - A homeowner responded that she understands the Association is "in this hole" because assessments were not increased by previous boards for 4-5 years, and now they're having to pay larges increases.

9. Announce Future Meeting Dates & Adjourn/Recess:

- **Wednesday, Nov. 20, 2024** - Re-convene 2024 Annual Members Election & 2025 Budget Ratification Meeting at 6:30 p.m.
 - Organizational Meeting will immediately follow the 2024 Annual Members Election/2025 Budget Ratification Meeting
- **Tuesday, Dec. 17, 2024** - Strategic Planning 4:00 p.m.
- **Friday, Jan. 10, 2025** - Board Orientation/Training 9:00 a.m. – TENTATIVE
- **Tuesday, Jan 14, 2025** - F&B New Member Orientation - Noon
- **Monday, Jan. 27, 2025** - Board Agenda Workshop 4:00 p.m.
- **Wednesday, Jan. 29, 2025** - Board Executive Session 5:00 p.m.
Board General Business Meeting 6:00 p.m.
- **Thursday, Mar. 20, 2025** - 2024 Audit Review w/Board and Finance & Budget Comm. 2:00 p.m.

Motion: Secretary Naccarato moved to adjourn the meeting at 6:51p.m.; Director Black seconded. Motion unanimously carried.