

## 2024-25 Annual Road Association Assembly Summary

ASSEMBLY DATE: March 16, 2025, 12 Noon

LOCATION: Lot F8-37 Calle Zun Zun, Fase 8

### AGENDA

ARTICLE TWELVE specifies the procedure. The President or Secretary convenes the Assembly with a First Summons (Call to Order). The presence of half plus one of the total number of Associates is needed to proceed (currently 37). If this legal requirement is not met, there is a Second Summons one hour later. The Assembly then proceeds with the Associates in attendance. A minimum of 10 Associates is needed to conduct the Assembly. All issues are decided by simple majority vote.

12 Noon – Assembly First Call to Order - Only 23 Associates or proxies present – No quorum

1 pm – Assembly Second Call to Order – 40 Associates or proxies present

1. Welcome and Opening Remarks
2. Presidents Report - Accepted
3. Treasurer Report - Accepted
4. Fiscal Report - Accepted
5. CALL FOR PROPOSED AMENDMENTS TO CONSTITUTION

### ARTICLE TWELVE

ADD: “Elected individual positions shall be conducted under a First Members-Past-the-Post procedure”.

**Discussion:** Although it should be noted that Annual Assemblies for voting must be held in-person with the availability of virtual attendance, below is the original proposal explanation in full for consideration at the Assembly:

Proposal to the Cinco Ventanas Phase Eight Road Association for a non-political Democratic election.

1. Membership of the Road association is defined by the bylaws. All adult (21 years of age) members of the Road Association are eligible to be elected to the board. All adult members are eligible to vote according to the bylaws.

2. At the time of election, a list of all eligible members is provided to the membership members by email. The return vote is done through the email from the email that received the list of names, that is the official list of membership emails.
3. There'll be no nominations, no endorsing, no discussion among the members of who to vote for. This is done with the utmost respect for an individual's personal determination. Specifically, the practice of politics is shunned.
4. In this process, it is concluded that selecting someone who you have only read their name for the first time, and you decide you like their name is probably a more accurate way to identify a good person than to accept someone else's opinion on who is a good person. We have all made decisions based on whether or not our decision feels right, even though we may not be able to cognitively identify why it's a good decision to others.
5. However, in general, the people voted will be those whom you have personally identified as having character qualities that would make them a good board member.
6. Each member sends in nine names that will constitute the board. More or less than nine names invalidate a ballot
7. The tally of votes is done by one board member and one non-board member. These are vote tellers are approved by the board. The tally votes is saved in the records. It is available to membership, but it is not published. Once the votes are tallied, the nine members with the highest number of votes is the new board. Should one of these persons declined to serve then the person with next highest votes on the tally on the list of would be the replacement.
8. The member who had the highest number of total votes will be the convener for the first meeting and will chair that first meeting.
9. At that meeting, the board will elect its officers by ballot. A majority vote by the board will be required to elect an officer.
10. The officers will be president, vice president, treasure, and fiscal. The board shall also approve its remaining members as titled Vocal Members of the board.

This non-political voting procedure has been used successfully by a community for over 100 years on an international, national, local level.

Withdrawn – Each candidate must be voted on individually

## **ARTICLE TWELVE**

ADD: For positions for which only one nominee is a candidate, the candidate must receive a minimum of 25% of the votes in quorum in the affirmative to be elected.

**Discussion:** All candidates should demonstrate a minimum level of support from Associates to hold a Board or Fiscal position.

Withdrawn – Each candidate must receive For, Against or Abstention votes.

## **ARTICLE TWELVE**

ADD: Deadline for Assembly nominations, bylaw proposals work plan proposals is 8 days prior to the Assembly. No late submissions will be considered if all positions have slotted a legitimate (associate) candidate. In the event that any position remains open, candidates will be accepted for nomination at the Assembly.

**Discussion:** The intent is to allow for the Associates time to review and evaluate the slate of candidates. Each candidate will submit a short bio providing an overview of their background and a reason why they wish to participate on the board of directors, along with the position they would like to fill. Names should be requested and distributed to the members. If submission is not prior to the assembly any associate unable to attend the meeting will not have a say in who represents them on the board.

Withdrawn – An Associate may decide to run for a position or make a motion at the Assembly.

## **ARTICLE FIFTEEN**

AFTER: “In cases of definitive absences,”

CHANGE TO: “(except President or Fiscal), the President may appoint, with majority consent of the Board, an Associate to serve until the next election.”

**Discussion:** Temporary Board absences are filled by other Board Members. Associates should determine if they wish for an Extraordinary Assembly for voting to occur every time there is a definitive absence or if a Board appointment may serve until the next Ordinary Assembly.

Withdrawn – No need to amplify existing bylaws.

## **6. CALL FOR ITEMS TO BE INCLUDED IN THE ANNUAL WORK PLAN OF THE BOARD OF DIRECTORS**

- A. Road Work Committee members will not conduct the Assessment or supervise roadwork on any road zone where they have an ownership interest of property.

Approved

- B. The Board of Directors cannot consider any request for personal spending to be credited towards any road or impact fee submitted after the work is begun or completed. Such credits may only be considered when the request is made and approval granted prior to any work being realized and will be considered on a case-by-case basis to determine the amount, if any, that may be applied as a credit towards fees.

Approved

- C. Financial reports are to be published 4 times a year.

Approved

- D. The BOD shall post the approved meeting minutes for each BOD meeting for Associates.

Approved

- E. Discussion and vote on changing published contributor information from moving contributor list to public page to “full disclosure of all property owners' annual contributions - name, lot number, and paid or not, correlated to enhanced area map”.

**Discussion:** Item “E” will require a robust discussion to determine what exactly is to be proposed and approved in Assembly. Previously what was approved in Assembly was “The BOD shall periodically publish in the “Members Only” section a list of paid Founding and Active Associates, as well as recognizing those that make voluntary contributions.”

After discussion, the Assembly decided the following:

1. The current “Members Only” published list of Associates and contributors' names will be published regularly on the public portion of cvf8.org
2. The Board shall publish on a regular basis a map indicating by colors of lots those lots that have paid their fees 100%. (no identifying info on map other than lot #) on the public portion of cvf8.org

**\*ANY OTHER PROPOSED WORK PLAN ITEMS MAY BE DISCUSSED AND VOTED ON.**

An Associate asked the Assembly to consider an additional fee category for those owners that had improved or developed their lot which would cause payment of the Impact Development Fee, but had no plans to build a house and didn't believe paying the house amount thereafter was justified.

No agreement to settle the issue was reached during the Assembly. After discussion, the Assembly authorized the Board of Directors to study the issue and determine if a 3<sup>rd</sup> category should be submitted to the Assembly.

7. ELECTIONS:

**AFFIRMATIONS:** The Registro is requesting the affirmation in Assembly of the following individuals to be duly listed in their elected position for the remaining term to expire March 31, 2026.

Vice President - Bill McSpadden - **Affirmed**

Treasurer - Donna Foster Hoffman - **Affirmed**

**THE FOLLOWING POSITIONS ARE TO BE ELECTED FOR A TWO-YEAR TERM DURING ODD-YEARS.**

President – 2-year term

Andy Cline -**Elected**

Secretary – 2-year term

Jan Dwire (Vacating Vocal position) -**Elected**

Vocal 1- 2-year term

Czeslaw Cudowski -**Elected**

Vocal 3 – 2-year term

Deb Florio -**Elected**

Vocal 5 – 2-year term

Gary Hicks (Vacating Fiscal position) -**Elected**

Vocal 7 – 2-year term

Sam Johnson -**Elected**

The following available position have 1 year remaining on the positions until March 2026.

Fiscal – 1-year term remaining (Vacated by Gary Hicks)

Mario Carazo -Elected

Vocal 2 – 1-year term remaining (Vacated by Jan Dwire)

Del Flesh -Elected

Vocal 4- 1-year term remaining (Vacant)

Will Bissel -Elected

Vocal 6-1-year term remaining (Vacant)

Tom Panamarenko -Elected

8. CLOSE ASSEMBLY