

**MINUTES OF THE THE MEETING
OF THE ADVISORY BOARD OF
THE LEHI COMMUNITY IMPROVEMENT ASSOCIATION
Held on October 20, 2021**

The undersigned, being the members of the Advisory Board of the Lehi Community Improvement Association, which is an authorized committee of the East Valley Community Foundation, an Arizona non-profit corporation (the "Association"), hereby waive notice of the time, place and purpose of said meeting and hereby authorize, approve and consent to the adoption of the following resolutions and the actions thereby contemplated in accordance with Arizona Revised Statutes.

Present at the meeting were Steve Wood, Rolland Shill, Otto Shill, Brian Durham, Leo Archer, Michelle McCroskey and Kim VanRipper, being all of the members of the Advisory Board of the Lehi Community Improvement Association. Mark Freeman, former chairman of the Association also attended the meeting to give an historical perspective on Association governance matters. Michelle McCroskey conducted the meeting.

ADVISORY BOARD PROCEDURES

Michelle McCroskey reviewed the discussion of last week's Advisory Board study meeting regarding appropriate interim governance procedures and the need to clarify the relationship of the Association to the East Valley Community Improvement Association, Inc. Ms. McCroskey then asked Otto Shill to review proposed Interim Governance Guidelines, which she noted were revised from the initial draft of those guidelines discussed by the Advisory Board and the above-referenced study meeting. After discussion of each provision of the proposed interim governance procedures, and upon the motion of Brian Durham seconded by Rolland Shill, the Advisory Board adopted the following resolutions:

RESOLVED, that the purpose of the Association shall be to:

- (1) promote and maintain the unique historical rural characteristics of the Lehi neighborhood as generally described in the Lehi Sub-Area Plan, adopted by Resolution 8655 of the City Council, City of Mesa on January 23, 2006, which characteristics include large residential (non-commercial) lots, maintenance standards that are consistent with agricultural uses and the keeping of livestock, low noise, dark skies, low-density traffic, and horse-friendly streets and trails; and
- (2) to maintain a positive relationship and open communication with the City of Mesa with respect to proposed government projects and private development within the area defined in the Sub-Area Plan and in immediately adjacent areas; and
- (3) to provide information to property owners and residents living within the area defined in the Sub-Area Plan of such projects and development that

the Advisory Board believes are inconsistent with the unique character of the Lehi neighborhood; and

RESOLVED FURTHER, that the business of the Association shall be conducted by an advisory board (the “Advisory Board”) consisting of not less than two (2) and not more than nine (9) members selected by the Advisory Board from time to time, from among persons who (i) own real property and reside within the area designated by the Sub-Area Plan, (ii) have expressed an interest in Advisory Board participation and have actively participated in Association meetings and activities (including, without limitation, the activities of subcommittees constituted by the Advisory Board), and (iii) the Advisory Board as a whole anticipates will contribute to maintaining a positive relationship with the City of Mesa; and

RESOLVED FURTHER, that in selecting new Advisory Board members, the Advisory Board shall take reasonable steps to ensure that the composition of the Advisory Board consists of members from the various neighborhoods within the boundaries defined by the Sub-Area Plan.

RESOLVED FURTHER, that the purpose of the Advisory Board is to coordinate consideration of issues that may affect the Lehi neighborhood and to promote public awareness of those issues; provided, however, that (i) the Advisory Board may decline to take a formal position concerning any issue with respect to which there is disagreement in the community; and (ii) except as authorized by a vote of the Advisory Board, no Advisory Board member shall take a position on behalf of or in the name of the Advisory Board or the Association, or disclose any personal information about neighborhood residents; and

RESOLVED FURTHER, that all websites, domains, email addresses, social media sites and similar means of communication maintained in or bearing the name of the Association shall be owned and held solely by the Foundation; and

RESOLVED FURTHER, that any action by the Advisory Board shall require a vote of 66 percent of the Board members.

RESOLVED FURTHER, that the term of service for each Advisory Board member shall be two (2) years; provided however, that each Advisory Board member may serve for up to three consecutive terms; and provided further that each Board member shall serve until his or her successors are appointed and qualified; and

RESOLVED FURTHER, that the Advisory Board may remove (by vote of the Advisory Board) an Advisory Board member who fails to act in a manner consistent with these Resolutions and shall remove an Advisory Board member who ceases to satisfy the requirements for appointment to the Advisory Board; and

RESOLVED FURTHER, that the Advisory Board shall poll its members at least annually to ensure that each Advisory Board member desires and is willing to continue to serve on the Advisory Board, and shall make reasonable efforts to fill any vacancy on the Board within three (3) months of the occurrence of such vacancy.

RESOLVED FURTHER, that, in order to re-establish a rotation of Advisory Board members, the Foundation recognizes the rotation set forth below with respect to current members of the Advisory Board:

<u>Advisory Board Member</u>	<u>Year Appointed</u>	<u>Renewal Term Ends</u>
Michelle McCroskey	pre-2015	2022
Steve Woods	pre-2015	2022
Rolland Shill	2016	2023
Otto Shill	2016	2023
Leo Archer	2016	2024
Brian Durham	2016	2024
Kim VanRipper	2019	2025

RESOLVED FURTHER, that the Advisory Board shall hold at least one(1) public meeting annually (generally in early November of each calendar year) and shall take such steps as the Advisory Board, in its sole and absolute discretion, determines may be necessary or appropriate to communicate the date and time of such meeting to each household within the boundaries defined by the Sub-Area Plan; and

RESOLVED FURTHER, that the Advisory Board may constitute such subcommittees as it deems necessary or appropriate to address issues of concern to members of the Lehi neighborhood, and may invite and accept volunteers from the neighborhood to participate in the activities of such committees; provided that the Advisory Board will exercise appropriate oversight over the activities of each committee and shall establish a defined goal and end date for the work of each committee so constituted; and

RESOLVED FURTHER, that the Advisory Board shall meet not less frequently than annually with a member of the Board of Directors of the Foundation to provide the Foundation with a report on its activities, and shall provide a copy of written minutes of any Advisory Board or public meetings conducted by the Advisory Board to the Foundation.

Mr. Shill next observed that because the Association is currently constituted as a committee of the East Valley Community Improvement Association, Inc. rather than as a separate legal entity, it is more appropriate for the Advisory Board to appoint a chairperson, rather than officers, to lead the business of the Association. Following discussion, and upon the motion of Brian Durham and a second by Rolland Shill, the Advisory Board adopted the following resolution:

RESOLVED FURTHER, that once per year prior to the annual meeting, the Advisory Board shall appoint a Chairperson to lead the business of the Association, and that Steve Wood be, and he is hereby, appointed to serve as the Chairperson for the 2022 calendar year; provided that his term shall begin immediately following the next Annual Community Association annual meeting (currently scheduled for November 2, 2021).

Michelle McCroskey next observed that, based on the preliminary consensus of the Advisory Board that Advisory Board membership should be between two and nine members, two Advisory Board positions currently need to be filled. Ms. McCroskey further reported that she had sent email questionnaires to 11 persons who had inquired about Advisory Board participation since the Association's last annual meeting in November of 2019. Ms. McCroskey also reported that she received responses from two of such individuals, namely Marilyn Crosby and David L. Beaty. Upon motion by Ms. McCroskey and second by Rolland Shill,

RESOLVED, that Marilyn Crosby and David L. Beaty be, and they are hereby, appointed to serve as members of the Advisory Board of the Association for an initial term of two years, or until their respective successors are elected and qualified.

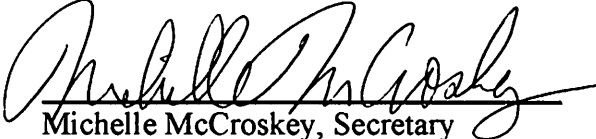
Michelle McCroskey next led a discussion concerning what committees the Association should sponsor based on input Advisory Board members had received from members of the Lehi community. After discussion, and upon motion by Ms. McCroskey and a second by Otto Shill, the Advisory Board unanimously adopted the following resolutions:

RESOLVED, that, for calendar year 2022, the Association shall sponsor and offer for participation by members of the Lehi community the following committees:

- Horse Advisory Committee;
- Aviation Committee;
- Heritage District / Zoning Overlay Committee;
- Trails (horse, bike, pedestrian) Committee;
- Traffic Committee; and
- Safety and Crime Watch. Committee.

The Advisory Board members unanimously agreed that, in light of questions raised by members of the Lehi community about the desire of community members to vote about Advisory Board appointments and various issues that may be addressed by the Advisory Board, the Advisory Board will continue to (i) discuss best governance practices and the status of the Association with the East Valley Community Foundation, Inc. and (ii) to otherwise explore best practices related to such matters.

There being no further business, upon motion by Leo Archer and second by Otto Shill, the Advisory Board adjourned its meeting.


Michelle McCroskey, Secretary