

SEVENTH JUDICIAL DISTRICT COURT  
COUNTY OF CATRON  
STATE OF NEW MEXICO

FILED  
7th JUDICIAL DISTRICT COURT  
Catron County  
9/19/2024 4:22 PM  
RACHEL GONZALES  
CLERK OF THE COURT  
/s/ Jerome Adam

JESSE CHILDERS, Individually and on behalf of  
WILD HORSE RANCH LANDOWNER'S ASSOCIATION,  
CHAIRMAN OF THE BOARD,

Plaintiff,

v.

No. D-728-CV-2024-00026

ALAN DUGAN, EX-PRESIDENT;  
JIM FEEHAN, EX-SECRETARY and EX-TREASURER;  
CARMEN BRONOWSKI, EX-TREASURER;  
JERRY FOLWER, EX-DIRECTOR;  
GREG BRONOWSKI, EX-DIRECTOR;  
RON RACICOT, EX-DIRECTOR;  
MITZY LADRON-NICHOLS, EX-DIRECTOR;  
STEVE MALVITZ, EX-DIRECTOR;  
RACHEL PONDER, EX-PONDER, EX-DIRECTOR;  
ANDY RHOMERG, EX-DIRECTOR; AND  
RON RACICOT, EX-DIRECTOR,

Defendants.

---

**DEFENDANTS' MOTION FOR TEMPORARY RESTRAINING ORDER  
AND PRELIMINARY INJUNCTION**

---

COME NOW, Defendants, ALLEN DUGAN et al., minus MITZY LADRON-NICHOLS, (the "Defendants" and referred to herein as the "Board of Directors" or "Board"), by and through their attorney, MCKADE R. LOE, Rosebrough, Fowles & Foutz P.C. and, pursuant to Rule 1-066 NMRA, request that the Court enter an order enjoining JESSE CHILDERS, ("Jesse Childers"), from acting on behalf of, conducting business for, and further damages assets of the Wild Horse Ranch Land Owners Association (the "Association").

## **I. STATEMENT OF THE FACTS**

1. It is imperative to note that the current members of The Board of Directors for the Association (the “Board”) are the named Defendants, minus Ron Racicot and Mitzy Ladron-Nichols. *See* Documentation filed with Secretary of State, hereto attached as **Exhibit 1**.

2. As such, the current named Defendants, as mentioned above, conduct business for and on behalf of the Association, and have control of all Association assets.

3. Jesse Childers has initiated this litigation attempting to mislead the Court into believing that he represents the Association, by bringing this matter “On behalf of Wild Horse Ranch Landowners Association.”

4. The Board had planned and scheduled the annual members meeting to be held on July 5, 2024.

5. Defendant, Allen Dugan, acting President of the Association, noticed that there was a Sheriff’s Deputy from Catron County in attendance at the meeting, which alone was not a problem.

6. However, it became abundantly clear that there were a few members, including Jesse Childers, in attendance at the meeting that intended to “take over” the meeting and it appeared that the Sherriff’s Deputy was there as their back-up.

7. Once the Board realized the chaotic scene that was about to erupt, they decided it would be best to postpone the annual meeting and conduct the meeting via zoom, to avoid the use of a Sherriff’s deputy all together and in an effort to conduct the meeting in an orderly fashion.

8. As a result, the meeting was never called to order by the Board of the Association, pursuant to the bylaws of the Association. *See* Bylaws of the Association, hereto attached as **Exhibit 2** at Article III Sec. 1.

9. Many members of the Board then left the meeting to reconvene at another time.
10. Nonetheless, the few members, including Jesse Childers, conducted their own meeting wherein they attempted to call a “vote” to remove the members of the Board and “elect” new members of the Board.
11. In doing so, they relied on many proxies to help them reach their majority.
12. After they conducted this “vote,” they proceeded to record a Certificate of Election with Catron County. *See* Certificate of Election, hereto attached as **Exhibit 3**.
13. Since that time Jesse Childers has: (1) filed his own Application for a Temporary Restraining Order; (2) destroyed, defaced and/or damages assets of the Association; (3) created a new second website, allegedly for the Association; (4) conducted business on behalf of the Association; (5) posted “announcements” on behalf of the Association; (6) created a new method wherein members are required to report burn notifications, causing delay in the volunteer fire department from learning of the burn notifications; and (7) engaged in other behavior that would cause members of the Association confusion as to where dues should be paid.
14. The Board of the Association has attempted to restrict Jesse Childers from further engaging in behavior of acting for the Association until the matter can be heard by the Court.
15. Nonetheless, Jesse Childers has refused to cease acting on behalf of the Association.

## **II. THE COURT SHOULD GRANT A TRO AND SET A PRELIMINARY INJUNCTION HEARING**

The Board seeks a TRO and preliminary injunction to prevent Jesse Childers from further acting on behalf of the Association during the pendency of this litigation. Under Rule 1-066(B) NMRA, the Court may grant a temporary restraining order without notice to the opposing party. The purpose of a TRO or a preliminary injunction “is to preserve the status quo pending the

litigation of the merits.” *Insure New Mexico, LLC v. McGonigle*, 2000-NMCA-018, ¶ 9, 128 N.M. 611. If a TRO is granted, the Court must set a preliminary injunction hearing “at the earliest possible time.” Rule 1-066(B). The TRO expires in ten days unless it is extended. *Id.*

“To obtain a preliminary injunction, a plaintiff must show that (1) the plaintiff will suffer irreparable injury unless the injunction is granted; (2) the threatened injury outweighs any damage the injunction might cause the defendant; (3) issuance of the injunction will not be adverse to the public's interest; and (4) there is a substantial likelihood plaintiff will prevail on the merits.” *LaBalbo v. Hymes*, 1993-NMCA-010, ¶ 11, 115 N.M. 314. These requirements apply to both TROs and preliminary injunctions. *See Firebird Structures, LCC v. United Bhd. of Carpenters & Joiners of Am., Local Union No. 1505*, 252 F. Supp. 3d 1132, 1156 (D.N.M. 2017).

As discussed below, each of these requirements are satisfied here. Accordingly, the Court should grant a TRO and set a preliminary injunction hearing at the earliest possible time.

**A. The Board and Association Will Suffer Irreparable Harm If Jesse Childers Is Not Enjoined from Further Acting on Behalf of the Association.**

Under the first prong in determining if a Temporary Restraining Order and an Injunction should be issued, a moving party must demonstrate that immediate and irreparable injury, loss, or damage will result unless a court issues the order. *People's Tr. Fed. Credit Union v. Nat'l Credit Union Admin. Bd.*, 350 F. Supp. 3d 1129, 1138–39 (D.N.M. 2018). The harm must be such that compensatory relief would not be adequate. *Tri-State Generation & Transmission Ass'n, Inc. v. Shoshone River Power, Inc.*, 805 F.2d 351, 355 (10th Cir. 1986). Courts have long established that property is considered to be unique, and its loss is always irreparable injury. *Amkco, Ltd., Co. v. Welborn*, 2001-NMSC-012, ¶ 11, 130 N.M. 155. In addition, “[m]onetary damages are inadequate where the harm is continuing in its nature.” *Scott v. Jordan*, 1983-NMCA-022, ¶ 33, 99 N.M. 567.

Here, the Association and Board will suffer immediate and irreparable injury. Jesse Childers has already filed an Application for a TRO on behalf of the Association, even though he does not have the authority to do so. Filing his application has caused great confusion amongst the members of the Association as to who is in control of the Association. Jesse Childers has also attempted to conduct business on behalf of the Association, potentially causing the Association to incur debts that it otherwise would not incur. Jesse Childers has removed and/or damaged security cameras at the main office of the Association. Jesse Childers has filed a “Certificate of Election” with Catron County, causing harm to the Association. Jesse Childers has started a new website on behalf of the Association, causing confusion amongst members of the Association. Jesse Childers has posted many “announcements”, making statements as if they are from the Association.

Further, homeowners and landowners’ associations govern themselves. One of the most important aspects of governing themselves is adherence to their governing documents. Here, the Association has many governing documents in place to determine procedures and policies when removing and electing members of the board of directors. The process for removal of board members involves steps that must be taken to allow all members of the Association the opportunity to educate themselves and vote on the issue. *See* Resolution for the Removal of Board Members, hereto attached as **Exhibit 4**. None of those steps were followed by Jesse Childers in removing any of the Board Members, rather it was secretly staged as a “coup,” involving only a handful of members. There is also a process for electing new board members, none of those steps were followed either. (Note, Jesse Childers has followed this process in the past and was elected to serve as a previous member of the Board of Directors, but voluntarily resigned in 2023). The Association will be greatly damaged if Jesse Childers is allowed by the Court to circumvent these procedures in place by the Association, as it would cause members of the Association to lose faith in the

Association's ability to govern itself, leading to all out anarchy. It is all too common in the State of New Mexico to see landowners' association lose control because members do not feel that governing documents have no bearing.

Because the Association, and subsequently the Board, will suffer irreparable harm, the Court should grant and Temporary Restraining Order, preserving the Status Quo during the pendency of this litigation.

**B. There Is a Substantial Likelihood that the Board Will Prevail on the Merits**

The second factor for courts to consider is the likelihood of success on the merits. *Tri-State Generation*, 805 F.2d at 358. The likelihood-of-success and irreparable-harm factors are "the most critical" in the analysis. *People's Tr. Fed. Credit Union*, 350 F. Supp. 3d at 1139.

Here, as mentioned above, there are procedures in place for both the remove and election of board members for the association. None of those procedures were followed. The Homeowners Association Act ("HAA") states that "each association and each lot owner and the owner's tenant, guests and invitees shall comply with Homeowners Association Act and the associations community documents." *See* NMSA 1978 §47-16-18(A). Thus, the HAA requires that Jesse Childers must comply with the community documents, or the procedures in place for removal and appointment of members of the board.

Even if the Association was silent with regard to the removal of board members, the HAA provides a means whereby directors may be removed. HAA states: "unless a process for removal of board members is provided for in the community documents, the lot owners, by a two-thirds' vote of all lot owners present and entitled to a vote at a lot owner meeting at which a quorum is present, may remove a member of the board." *See* NMSA 1978 §47-16-8.1. Here, there is a process, but even if not, Jesse Childers failed to meet this standard when removing anyone from

the Board pursuant to the statute. According to the bylaws, a meeting of the members is determined by the Board of Directors. *See Exhibit 2* at Art. III Sec. 1. The meeting held on July 5, 2024, was originally planned by the Board, but ultimately was postponed and never called. The Annual meeting of the members was actually held via zoom on July 20, 2024. *See Minutes from Annual Members Meeting held on July 20, 2024*, hereto attached as **Exhibit 5**. Even if the meeting on July 5, 2024, was held, there was not a quorum present. A quorum is defined as “the presence of members or proxies of members entitled to cast 20% of all votes shall constitute a quorum. If the required quorum is not present another meeting may be called and the required quorum at the subsequent meeting shall be one-half of the required quorum at the preceding meeting. *See Exhibit 2* at Art. III Sec. 4. Additionally, 25 of the votes cast at the July 5, 2024, meeting were proxy votes. *See Exhibit 3*. In order for proxies to be counted, they “shall be in writing and filed with the Secretary.” *See Exhibit 2* at Art. III Sec. 5. There were no proxies in writing or filed with the Secretary.

Because the Board is likely to prevail on the merits because Jesse Childers did not follow either the community documents or HAA for removal of members of the Board or the community documents for appointment of board members. Thus, the Temporary Restraining Order should be granted.

### **C. The Injuries to the Board Outweigh Any Potential Damage to Jesse Childers**

Third, the Board must show that their injury outweighs any injury to Jesse Childers. *See Tri-State Generation*, 805 F.2d at 356. Here, if the Temporary Restraining Order and Preliminary Injunction are not granted, the Board and Association will continue to suffer all the harm as mentioned above. On the other hand, Jesse Childers will not be injured if the Temporary Restraining Order and Preliminary Injunction are granted, because he does not represent the

Association. If he desires to remove any of the Members of the Board, he may follow the process already outlined in the community documents. Therefore, the injuries that the Board and Association will suffer will outweigh any potential damage to Jesse Childers, and the Temporary Restraining Order and injunction should be issued.

**D. An Injunction Will Not be Adverse to the Public Interest Because Public Interest Favors Adherence to the Associations Governing Documents**

The last issue to consider is whether the TRO and Preliminary Injunction are in line with public interests. *Gardner v. Schumacher*, 547 F. Supp. 3d 995, 1055–56 (D.N.M. 2021). This factor is another way to determine if there are policy considerations that bear on whether the order should be issued. *Id.*

Public interest favors granting this TRO and preliminary injunction. HAA promotes adherence and compliance with the Associations governing documents. *See* NMSA 1978, §47-16-18. Here, the Board and the Association only desire that the governing documents and the community documents be followed. If Jesse Childers is allowed to circumvent the bylaws, community documents, and HAA, it will greatly impact the Association's ability to govern itself with any real authority. This will essentially allow the next disgruntled member of the Association to hold their own meeting and declare themselves "Chairman of the Board," opening the door to anarchy and a chaotic means of governing, destroying all credibility, trust and integrity in the bylaws, community documents, and HAA by the members of the Association. The Board seeks only to enforce the bylaws, community documents in accordance with HAA. Therefore, the Temporary Restraining Order and Preliminary Injunction should be granted.



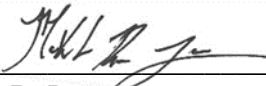
### **III. CONCLUSION**

This Court should grant the Temporary Restraining Order and Preliminary Injunction, prohibiting Jesse Childers from continuing to act on behalf of the Association without authorization because the Board meet all the criteria under New Mexico law.

WHEREFORE, the Board respectfully request that the Court (a) issue a Temporary Restraining Order enjoining Jesse Childers from acting on behalf of the Association; (b) set a preliminary injunction hearing at the earliest possible time; (c) waive security; and (d) grant such other relief as may be proper.

Respectfully submitted,

ROSEBROUGH, FOWLES & FOUTZ, P.C.

By  \_\_\_\_\_

McKade R. Loe

Attorney for Defendants

101 West Aztec Ave., Suite A

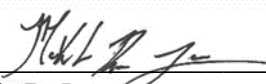
P.O. Box 1027

Gallup, New Mexico 87305-1027

(505) 722-9121

### **CERTIFICATE OF SERVICE**

I hereby certify that on September 19, 2024, a true and correct copy of the foregoing was e-filed through the Court's e-filing system and served upon Plaintiff's counsel of record by email/mail.

 \_\_\_\_\_  
McKade R. Loe

# **EXHIBIT “1”**

Search Information

Entity Details

Business ID#:

1932391

Status:

Active

Entity Name:

WILD HORSE RANCH  
LANDOWNERS'  
ASSOCIATION, INC.

Standing:

Good Standing

DBA Name:

Not Applicable

Entity Type and State of Domicile

Entity Type:

Domestic Nonprofit  
Corporation

State of Incorporation:

New Mexico

Benefit Corporation:

No

Statute Law Code:

53-8-1 to 53-8-99

Formation Dates

Reporting Information

Period of Existence and Purpose and Character of Affairs



Outstanding Items

Reports:

No Pending Reports.

Registered Agent:

No Records Found.

License:

No Records Found.

Contact Information

Mailing Address:

HC 65, BOX 75, Pie Town, NM 87827

Principal Place of Business in New Mexico: **HC 65, BOX 75, Pie Town, NM 87827**

Secondary Principal Place of Business in New Mexico:

Principal Office Outside of New Mexico: **Not Applicable**

Registered Office in State of Incorporation:

Principal Place of Business in Domestic State/ Country: **Not Applicable**

Principal Office Location in NM: **Not Applicable**

### Registered Agent Information

Name: **Steve Malvitz**

Geographical Location Address:

Physical Address: **30 Bronco Lane, Pie Town, NM 87827**

Mailing Address: **30 Bronco Lane, Pie Town, NM 87827**

Date of Appointment: **02/21/2023**

Effective Date of Resignation:

### Director Information

Title	Name	Address
Director	James Feehan	HC 65 Box 84, Pie Town, NM 87827
Director	Jerry Fowler	HC 65 Box 75, Pie Town, NM 87827
Director	Steve Malvitz	HC 65, Box 451, Pie Town, NM 87827
Director	Ronald Racicot	15 Victoria Ct, Pie Town, NM 87827
Director	Greg Bronowski	6029 Gorrion NW, Albuquerque, NM 87120
Director	Rachel Ponder	25 Bronco La, Pie Town, NM 87827

### Officer Information

Title	Name	Address
Treasurer	Carmen Bronowski	6029 Gorrion NW, Albuquerque, NM 87120
President	Allen Dugan	51 Asper Dr, Shippensburg, PA 17257
Secretary	James Feehan	75 Cowboy Dr, Pie Town, NM 87827

### Organizer Information

Not Applicable

### Incorporator Information

No Records to View.

### Trustee Information

Not Applicable

### Financial Information

Not Applicable

### Filing History



### License History



[Back](#)

[Entity Name History](#)

[Return to Search](#)

# **EXHIBIT “2”**

**BY-LAWS  
OF  
WILD HORSE RANCH  
LANDOWNERS' ASSOCIATION, INC.**

**ARTICLE I**

**NAME AND LOCATION**

The name of the corporation is Wild Horse Ranch Landowners' Association, Inc., hereinafter referred to as the "Association". The principal office of the Association shall be located initially on the York Ranch in Pie Town, New Mexico at the office of The Ranch Associates, Ltd., Co. until such time as the Board of Directors designates such other location as it may deem appropriate for such purposes.

**ARTICLE II**

**DEFINITIONS**

Terms used in these By-laws having initial capital letters but not otherwise defined in these By-laws shall have the meanings specified below.

"Activate", "Activated" and "Activation" shall refer to the recordation in the office of the County Clerk of Catron County, New Mexico of a notice executed by the Declarant to the effect that a particular Phase which has been acquired by the Declarant has been subjected by the Declarant to the Declaration. The real property referred to as "Phase 1" on the Subdivision plat shall be Activated by the recordation of the Declaration.

"Association" shall mean Wild Horse Ranch Landowners' Association, Inc., its successors and assigns.

"Board" shall mean the Board of Directors of the Association.

"Declarant" shall mean Wild Horse Ranch L.L.C. and the successors and assigns of its rights and powers hereunder.

"Declaration" shall mean the Declaration of Covenants, Conditions and Restrictions for the Subdivision, as amended from time to time.

"Default Rate" shall mean a rate of interest equal to the lesser of eighteen percent (18%) per annum or the maximum rate allowed by law.

"Lot" shall mean any numbered lot as shown on the Subdivision plat of a Phase which has been Activated.

"Majority of the Members" means Members owning a majority of the Lots.

"Member" shall mean a member of the Association, including the Declarant so long as the Declarant is the Owner of one or more Lots.

"Owner" shall mean a record holder of beneficial or equitable title and legal title if legal title has merged with the beneficial or equitable title, to the fee simple interest in any Lot. Owner shall not include: (a) a Person having an interest in a Lot merely as security for the performance of an obligation; or (b) a tenant of a Lot.

"Person" shall mean a natural person or a corporation, limited liability company, partnership, joint venture, trust, or any other legal entity.

"Phase" shall mean a portion of the Subdivision indicated as a "phase" on the plat for the Subdivision.

"Property" shall mean the real property comprising the Subdivision.

"Subdivision" shall mean that portion which has been Activated of Wild Horse Ranch Subdivision, a subdivision located in Catron County, New Mexico and developed by Declarant, including the roads and any common areas shown on the Subdivision plat.

### ARTICLE III

#### MEETINGS OF MEMBERS

Section 1.     Annual Meetings: Annual meetings of Members for the election of directors and for such other business as may be stated in the notice of the meeting, or as may properly come before the meeting, shall be held at such places, within or without the State of New Mexico, and at such times and dates as the Board may designate. If the Board fails to so determine the time, date and place of the meeting, the annual meeting of Members shall be held at the principal office of the Association on the first Saturday of May at 2:00 p.m. each year.

Section 2.     Special Meetings: Special meetings of the Members may be called at any time by the Declarant, the President or by a majority of the Board or by a Majority of the Members.

Section 3.     Notice of Meetings: Written notice stating the place, date and time of the meeting and the general nature of the business to be considered shall be given to each Member by mail at his address as it appears on the records of the Association, not less than 10 days nor more than 50 days before the meeting.



Section 4.     Quorum: The presence of Members or proxies of Members entitled to cast 50% of all votes shall constitute a quorum. If the required quorum is not present another meeting may be called and the required quorum at the subsequent meeting shall be one-half (1/2) of the required quorum at the preceding meeting. Upon the holding of a meeting at which a quorum is present, the quorum for the next succeeding meeting shall be Members or proxies of Members entitled to cast 50% of all votes.

Section 5.     Proxies: At all meetings of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary.

Section 6.     Delinquent Members: A Member who has not paid up all assessments owing the Association together with interest, if any, and costs of collection of the Association, including attorneys' fees, or who is the subject of an uncured notice from the Declarant to the Association informing the Association that such Member is then in default under his real estate contract with the Declarant, shall not be entitled to vote on any matter. The determination of a Majority of the Members and the existence of a quorum for any meeting of Members shall be made without reference to such a Member or the Lot or Lots owned by him.

#### ARTICLE IV

##### DIRECTORS

Section 1.     Number: The number of Directors shall be no fewer than three and no more than ten. The Directors shall be elected at the annual meeting of Members and each Director shall be elected to serve until his successor shall be elected and is qualified to serve on the Board. Unless otherwise prohibited by law, Directors may also serve as Officers of the Association.

Section 2.     Meetings: Meetings of the Board may be held within or without the state of New Mexico and upon three days notice. A majority of Directors must be present to constitute a quorum at any meeting of the Board. Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if, prior to such action, a written consent thereto is signed by all Members of the Board, and such written consent is filed with the minutes of the proceedings of the Board.

Section 3.     Increase in Number: The number of Directors may be increased within the limits provided in Section 1 of this Article by the affirmative vote of a majority of the Directors or by the affirmative vote of a majority of the total number of votes of all Members voting on the issue at the annual meeting or at a special meeting called for that purpose, and by like vote the additional directors may be chosen at such meeting to hold office until the next annual election or until their successors are elected and qualified, whichever occurs first. The number of Directors may be increased above

ten by amendment of the By-laws.

Section 4.      Compensation: No Director shall receive compensation for any service he may render as such to the Association. Any Director may be reimbursed for his actual expenses incurred in the performance of his duties as Director.

Section 5.      Removal: Any Director may be removed from the Board, with or without cause, by a vote of a majority of the total number of votes of all Members voting on the issue. In the event of death, resignation or removal of a Director, his successor shall be selected by the remaining Directors and shall serve until their successors are elected and qualified.

Section 6.      Resignation: Any Director, member of a committee or other officer may resign at any time. Such resignation shall be in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

Section 7.      Vacancies: If the office of any Director, member of a committee or other office becomes vacant, the remaining Directors in office, though less than a quorum, may by majority vote appoint any qualified person to fill such vacancy and to hold office for the unexpired term of his predecessor and until his successor shall be duly chosen.

Section 8.      Powers of the Board: In addition to all powers expressed or implied elsewhere herein, in the Articles of Incorporation of the Association, in the Declaration or by law, the Board shall have the power to:

- A.      Exercise for the Association all powers, duties and authority vested or delegated to the Association.
- B.      Employ a manager, an independent contractor, or such other employees as the Board of Directors deems necessary, and to prescribe their duties.
- C.      Enforce the provisions of the Declaration; provided, however, that nothing herein shall be construed as prohibiting any Owner from pursuing whatever individual independent enforcement actions such Owner may have.

Section 9.      Duties of the Board of Directors: It shall be the duty of the Board of Directors to:

- A.      Cause to be kept a complete record of all its acts and corporate affairs and present a statement thereof to the Members at the annual meeting of the Members.
- B.      Supervise all officers, agents and employees of the Association, and see that their duties are properly performed.

- C. Fix the amount of the regular annual assessment and change such amount if the Board deems such action necessary, and levy special assessments upon the affirmative vote of a majority of the total number of votes of all Members voting on the issue (a regular or special assessment is hereinafter referred to as an "Assessment").
- D. Send written notice of each Assessment to every Member.
- E. Enforce the lien referred to in Article VI against the Lots owned by any Member who owns a Lot for which any Assessment is unpaid and is overdue.
- F. Enforce the provisions of the Declaration; provided, however, that nothing herein shall be construed as prohibiting any Owner from pursuing whatever individual independent enforcement actions such Owner may have.

## ARTICLE V

### OFFICERS AND THEIR DUTIES

Section 1.     Enumeration of Officers: The Officers of this Association shall be a President, Secretary and Treasurer and such other officers as the Board may from time to time by resolution create. Unless otherwise prohibited by law, Officers may also serve as Directors of the Association.

Section 2.     Election of Officers: The Officers of this Association shall be elected by the Directors. The election of Officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3.     Term: The Officers of the Association shall be elected annually by the Board and each shall hold office for one year unless such Officer shall resign, be removed or otherwise be disqualified to serve.

Section 4.     Resignation and Removal: Any Officer may be removed from office, with or without cause, by the Board. Any Officer may resign at any time by giving written notice to the Board, the President or Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.     Vacancies: A vacancy in any office may be filled by appointment by the Board. The Officer appointed to such vacancy shall serve for the remainder of the term of the Officer he or she replaces.

Section 6.     Duties: The duties of the Officers are as follows:

President: The President shall preside at all meetings of the Board, shall see that

orders and resolutions of the Board are carried out, shall sign all approved leases, mortgages, deeds and other written instruments and perform such other duties as may be required by the Board.

Vice-President: The Vice-President shall act in the place and stead of the President in the event of the President's absence, inability or refusal to act, and shall exercise and perform such other duties as may be required by the Board.

Secretary: The Secretary shall record the votes and keep the minutes of meetings and proceedings of the Board and of the Association. The Secretary shall also serve notice of meetings of the Board and of the Members, keep appropriate current records showing the Members of the Association together with their addresses, and shall perform such other duties as may be required by the Board.

Treasurer: The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association, disburse such funds as directed by resolution of the Board, keep proper books of account, and perform other duties as may be required by the Board.

## ARTICLE VI

### ASSESSMENTS

Each Owner is obligated to pay all Assessments levied with respect to the Lot or Lots of such Owner. All regular Assessments shall be due 30 days, and all special Assessments shall be due 45 days, following the date an Owner is sent notice thereof or at such later date as the Board shall declare. If an Assessment is not paid on the due date, all of the Lots owned by the Owner of the Lot on which such Assessment is unpaid shall be subject to a lien (an "Assessment Lien") against such Lots for the amounts specified below. If any Assessment on any Lot is not paid within 30 days immediately following the due date, the Assessment shall bear interest from the date due until paid at the Default Rate. The Association may, at its option, bring a legal action to foreclose the Assessment Lien against the Member's Lot or Lots in accordance with the then prevailing law of the State of New Mexico for the foreclosure of mortgages. The amount owed, which shall be secured by the Assessment Lien, shall be the delinquent Assessment together with interest at the Default Rate from the due date and all collection costs, including attorneys' fees, relating to such action. Each Member vests in the Association, or its agents, the right and power to bring all actions at law or equity against such Member for the collection of the delinquent Assessments and other sums just specified. The regular annual initial Assessment is to be one hundred twenty-five dollars (\$125.00) per Lot.

## ARTICLE VII

### AMENDMENTS

These By-Laws may be amended by action of the Board in accordance with applicable law. In case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall prevail, and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall prevail.

## ARTICLE VIII

### FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of the incorporation of the Association.

IN WITNESS WHEREOF, we being all of the Directors of Wild Horse Ranch Landowners' Association, Inc. have hereunto set our hands this 15 day of March, 1998.

James Leslie, Director and President  
James Leslie

Janet Leslie, Director  
Janet Leslie

Louis L. Christensen, Director  
Louis L. Christensen

---

# **EXHIBIT “3”**

---

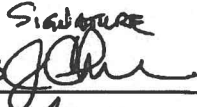

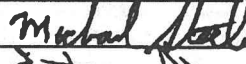
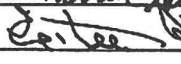
---

# Certificate of Election


## Statement of Ballots Cast

July 5, 2024, Landowners' Meeting

### BOARD CANDIDATES

Candidate Name	Signature	Votes Cast	Proxy Votes
JESSE Childers		24	25
Row Allen		23	25
Michael Steele		16	25
Eileen Wright		24	25

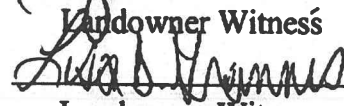
WE, THE UNDERSIGNED LANDOWNERS OF THE ELECTION RESULTS OF AN ELECTION HELD IN WILD HORSE RANCH LANDOWNERS ASSOCIATION (aka: WHLRA), IN THE STATE OF NEW MEXICO, ON FRIDAY 5<sup>TH</sup> OF JULY, 2024 FOR THE ELECTION OF THE BOARD OF DIRECTORS DO HEREBY CERTIFY THAT THE ABOVE AND FOREGOING IS A TRUE AND CORRECT ABSTRACT OF THE VOTES CAST AT SAID ELECTION, AS SHOWN BY THE RETURNS FROM WHLRA IN SAID COUNTY OF CATRON.

  
Landowner Witness

7/5/24  
Date

  
Landowner Witness

7/5/24  
Date

  
Landowner Witness

7/5/2024  
Date

Signed this 5<sup>th</sup> day of July, 2024

2024-00699 07/05/2024 08:13:15 AM  
Pages: 1 Fees: 25.00  
Sharon Arellano, County Clerk, Catron County NM  
CERTIFICATION



# **EXHIBIT “4”**



## WHRLA Resolution to Establish Procedures for the Removal of Directors

WHEREAS the board of directors recognizes the need to establish procedures with which to to comply with the WHRLA bylaws Article IV, Section 5, concerning the removal of directors,

WHEREAS the board of directors recognizes the need to establish procedures to comply with the standing Code of Ethics,

RESOLVED, the WHRLA board of directors approves the procedures for the removal of directors as found on page two of this document.

We, the undersigned, hereby certify that WHRLA is comprised of seven members, of whom 6 were present at a meeting duly and regularly called, noticed, convened and held this day Tuesday February 6th 2014 and that the foregoing Resolution was duly adopted at said meeting by the affirmative vote of 5 members, and opposed by 1 members, and that said resolution has been duly recorded in the Minutes and is in full force and effect.

Director

Director

Director

Director

Director

Director

Director

## **WHRLA Rules for the Removal of Directors**

In order for a director to be removed from the WHRLA board, with or without cause, by a vote of a majority of the total number of votes of all members voting on the issue, as per the WHRLA Bylaws, Article IV, Section 5, the following procedures apply. A landowner must initiate a petition that must be signed by the landowners of 20 or more separate lots to request the removal of a director. The petition must subsequently be presented to the board of directors. The board of directors must have the issue placed on a ballot to be distributed to all landowners. Thirty days after the ballots are distributed, all returned ballots will be tallied by a committee of volunteers selected in a fair manner by the president. The results will be presented at the next regular board meeting scheduled after the return deadline. An affirmative vote by a majority of the total number of votes of all members voting on the issue will result in immediate termination.

In order for a director to be removed from the board if accused of violating of the Code of Ethics, as per the WHRLA Bylaws, Article IV, Section 5, the following procedures apply: The president of the association shall be notified via email of the intent to motion for the removal of a director, along with a short synopsis of the alleged infraction(s). The director in question shall be notified by the president via email explaining the alleged infraction(s) and indicating the intent to place the removal of the said director on the agenda for the next board meeting. Once placed on the agenda, during the next board meeting, a board member will motion that the said director be removed, followed by a five minute, uninterrupted presentation justifying the removal. Five minutes is allowed for questions from board members followed by five minutes for an uninterrupted rebuttal from the director being considered for removal. A vote by the board of directors is then taken by secret ballot and the president will announce the results. An affirmative vote by 2/3 of the directors present, providing there is a quorum, results in immediate removal.

# EXHIBIT “5”

# Wild Horse Ranch Landowners' Association Annual Member's Meeting Minutes

Saturday, July 20th, 2024

**Meeting called to order by President Allen Dugan at 08:00 am**

**Roll Call:** Jim Feehan, Steve Malvitz, Greg Bronowski, Jerry Fowler, Ron Racicot, Rachel Ponder, Andy Rhomberg, Allen Dugan, Carmen Bronowski, McKade Loe in attendance.

Landowners present; C Reed, Charles Kircher, fred2, Becky Shepherd

**Treasurer's Report** – Carmen Bronowski: Current balance sheet and income statement were sent out and posted. Liability insurance is in order.

**Secretary's Report** – Jim Feehan: Secretary's computer has been fixed and is in use. Updating website as time permits.

## **Committee Reports**

- **Maintenance Committee** - Jim Feehan: Over the last year; repairs to office building have been made. Two new mailboxes have been installed, still waiting for USPS to commission them. The Buck Well has been repaired once. Lower package locker has been repaired once. Security cameras at the LOA office and the Fire Station well have had equipment either stolen, sabotaged or rendered inoperable. Equipment at both locations has been repaired or replaced and is now operable. Wells – There were internal discussions ongoing about the status of the Association-owned wells. An unauthorized person contacted the New Mexico OSE (Office of the State Engineer) and alerted them to the fact our wells were not properly permitted. Permits have since been modified in compliance with OSE regulations and meters have been installed. These are totalizing meters and we must make quarterly reports to the OSE. No individual landowner metering or tracking is in place, and no gallon restrictions have been implemented. Flow restrictions and operating hours will be adjusted as necessary to ensure water is available throughout the year and that we do not exceed State allotments of water. Any overuse in gallons must be doubled and subtracted from the next year's allotment.
- **Roads Committee** – Steve Malvitz – Snow removal was performed twice this winter. Attempts have been made to find a new road maintenance contractor. These attempts have been unsuccessful as of this meeting. Multiple calls to the current contractor, Summers Reed, have gone unanswered and he has not responded to messages to return calls.

## **Election**

- Allen Dugan – The previous secretary (Scott Caldwell) contacted the nominees for director positions. Most declined. There were three confirmed candidates and three positions available. Therefore, during the May 2<sup>nd</sup>, 2024 Regular Board Meeting, a motion was made to save the postage and printing costs by certifying the election. The motion passed 4 to 2. Steve Malvitz, Greg Bronowski, and Mitzy Nichols were elected pending acceptance and signing of the required State Certification Form. There have been claims that people were left off the ballot and we are not sure everyone was contacted, however, no one notified the board between May 2<sup>nd</sup> and the Annual Member's Meeting about not being contacted or not being allowed to run.

**Public Comment - three minutes per person:** Becky had questions about the agenda for the Member's meeting. The agenda she was referring to was not for the Member's meeting.

**Adjournment: 8:16 am**

Submitted by

Jim Feehan