

Sangre de Cristo Ranch Owners, Inc.
Board of Directors Meetings
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Zoom meeting ID: 834 9260 1289
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SCRO BoD Regular Monthly Meeting: December 2025
Thursday, December 4, 2025, 8:30-10:00am on Zoom

Meeting Minutes

Bracketed numbers show the related time marks within the video recording of the meeting

Call to Order [0:48]

The meeting was called to order at 8:39am by the meeting chairperson, Board Member Frase.

Roll Call [2:23]

President: Nancy Frase - PRESENT
Vice-President: Jo Way – PRESENT (gave notice of tardiness at 8:27, arrived at 8:42am, left at 9:45am)
Secretary: Mike Powell – ABSENT
Treasurer: Mara Rodriguez-Walters – PRESENT
At-Large Member: Steve Navratil – PRESENT
At-Large Member: Scott Cessac – ABSENT
At-Large Member: Margie Palmer - PRESENT

Four of six members were present at 8:41am; a quorum was established. Five of six members were present at 8:42am; a quorum continued to be present.

Review of Agenda [3:26]

The board considered requests for modifications to the agenda; no requests were heard.

Community Input [3:45]

No community members spoke.

Review of meeting minutes [4:15]

The draft meeting minutes for November 6, 2025, were not ready for review. They will be reviewed at the January board meeting.

Review of outstanding action items [4:20]

The board reviewed the status of outstanding action items. Updates of note include:

- AI #32: Board Member Rodriguez-Walters reported that she and her husband have brought all the paper files from the storage unit to their house, and she has started sorting the files to determine what quantity of the papers will need to be scanned.
- AI #315: Board Member Rodriguez-Walters confirmed that she emailed scans of historical newsletters to Board Member Palmer.

Ratification of actions taken outside of a properly noticed board meeting [6:40]

None

Miscellaneous administrative matters [6:47]

Board Member Rodriguez-Walters reported that she has been contacting former SCRO members, encouraging them to rejoin, and eight new members have joined recently.

Newsletter [7:25]

In response to AI #314, Board Member Palmer prepared a proposed format for the to-be-launched Pinon newsletter (see agenda attachment titled, “The Pinon”) and sent that proposal to all the board members for review a couple of weeks ago. Then, in response to AI #316, she presented and led a discussion during this board meeting on the same topic. Logistics were discussed, such as: Production schedule and lead time, logo, removal of “HOA” and “covenants” from the newsletter, digital vs printed versions, professional advice on how advertising could be incorporated without jeopardizing SCRO’s nonprofit status, frequency of publication, budget, audience, etc.

Board Member Frase accepted two action items related to the types of information we want to disseminate, the audiences we want to disseminate to, and the mediums through which we can disseminate that information. AI #331 pertains to the creation of the related handout and AI #332 pertains to the related presentation/discussion.

Board Member Palmer accepted two action items related to the logistics specific to the newsletter (as listed in the first paragraph). AI #333 pertains to the creation of the related handout and AI #334 pertains to the related presentation/discussion.

Strategic plan for SCRO [42:15]

In response to AI #309 (Lead the development of a strategic plan for SCRO), Board Member Frase requested feedback from the board on the best way to develop a strategic plan. The general consensus among the board members was that the topics listed on the “priorities” tab of the website would provide a solid framework for a strategic plan. Based on that feedback, Board Member Frase will bring each topic (or cluster of topics) to the board to determine how that topic/cluster might fit into a strategic plan.

Member welcome packet [45:32]

In response to AI #298, Board Member Rodriguez-Walters gave a presentation and led a discussion pertaining to her draft template for a member welcome packet (see agenda attachment “Welcome Packet”). The discussion focused on who would be the intended audience, in what format would the packet be delivered, and the associated costs.

Board Member Rodriguez-Walters accepted two action items related to the creation of a proposal containing a final draft of the membership packet and the logistical details (audience, cost, etc.). AI #335 pertains to the creation of the proposal and AI #336 pertains to the related presentation/discussion.

Budget [53:43]

In response to AI #301, Board Member Way gave a presentation and led a discussion on a draft budget (see agenda attachments “Financial Summary...” and “Budget Template...”). The board provided feedback on various line items that needed to be adjusted. Board Member Frase accepted an action item (#337) to Research what liability insurance and bonding is required by state law and/or SCRO's bylaws; research if there are less expensive options. Board Member Way agreed to continue working on AI #33 and to propose a longer-term budget strategy that demonstrates how SCRO might reach a balanced budget within a given number of years.

501(c)(3) non-profit status [1:03:37]

In response to AI # 318, Board Member Navratil gave a presentation and led a discussion on the various options available for establishing or partnering with a 501(c)(3) nonprofit for fundraising and grant opportunities. His related handout was inadvertently excluded from the agenda packet, so it has been appended to these minutes (see attachment titled, “SCRO Reorganization Report...”).

Board Member Navratil recommendation is as follows:

Due to the complex and sometimes troubled history of this organization over many decades, this Report suggests the best likely choice is option one as follows:

- Continue operating as a 501(c)(4) while clearly communicating the community support intentions expressed in SCRO’s mission statement. The existing SCRO stays the same as it always has until the appropriate time to dissolve it.
- Minimize costs and dedicate expenses to resolving the legal and reorganizational issues of the organization.
- Create the charitable nonprofit as a separate and new organization, starting from scratch. In order to establish some distance from the “special relationship”, this Report suggests choosing a distinctly different name that captures the spirit but which can’t be mistaken for SCRO.
- Submit the application, and once the new 501(c)(3) is approved and operational, the assets of the existing SCRO can be transferred to the new non-profit. This meets IRS requirements for dissolution, with the original 501(c)(4) properly dissolved.
- It’s very important that no conflicts of interest are apparent or implied, so the language of the application must contain the appropriate IRS-acceptable language.

- Have a trusted, affordable attorney review before submission.

Board Member Navratil has acquired an offer from a local nonprofit consultant with an impressive track record, who is willing to walk SCRO through the process for a flat fee of \$5,000; there would be an additional fee of approximately \$500 for a review of the application by an attorney. Board Member Navratil accepted an action item (#338) to arrange for the consultant to prepare a formal written proposal for the board to review.

Announcements [1:20:40]

Board Member Frase called attention to the announcements contained in the agenda.

Adjourn [1:21:00]

The meeting was adjourned at 10:00am.