

November 7, 2025

Dear Landowner:

On September 6, 2025, landowners and guests gathered at the Community Parcel for the Sugarloaf Mountain Owners' Association, Inc. (SMOA) Annual General Meeting (AGM). The board attempted to call the meeting to order to attend to its planned agenda items, but was prevented from doing so when it was interrupted by a small coalition of landowners led by Joe Campbell who refused to yield the floor to the Association president John Larson. Larson stated that the coalition's concerns could properly be addressed during new business but Campbell persisted in opposing the commencement of the meeting.

In short, the coalition was upset about some two or three individuals missing the deadline to have their names placed on the ballot for the annual election of directors. In addition, the coalition was offended by a text/email exchange between two board members – namely Treasurer, David Sarricks and Director Pat Grymala. Campbell demanded that the board table the votes for the new board and the ballot items. He also called for the board to assist in a new mailing for “do-over” votes in which activities would be monitored by an “oversight committee”. Campbell also made a motion to remove Sarricks as Treasurer and to preclude him from ever holding office again. The motions carried by voice vote. Sarricks then took the floor and read Section 4.5 (Removal) from the bylaws which provides for removal of a director “at a meeting held for that purpose”. The AGM was not a meeting held for the purpose of removing a director within the meaning of Section 4.5. Sarricks was shouted down by the coalition, and not wanting to further incite the crowd, left the meeting after having been verbally assaulted by one of the coalition members. In total, the board estimates that the coalition consists of approximately twenty to thirty owners. There are 169 owners in the Association. The coalition is estimated to be about 12-17% of the electorate.

A recording of the September 6, 2025 session is available on the Association website ([sugarloafmtoa.org](http://sugarloafmtoa.org)) in its entirety along with an unedited AI-generated transcript. The board encourages landowners to listen to the audio file and follow along with the transcript if it is helpful. Also posted on the website is the text/email exchange in which Sarricks responds to Grymala's accusation that he rigged the election and unilaterally made decisions about how the election would be conducted, which Sarricks vehemently denies. The Community Documents (legal documents) - Articles of Incorporation, Declaration of Covenants, Conditions and Restrictions, the 2024 Bylaws – are also all posted online, along with a set of draft Election Procedures.

**As a preliminary matter, Sugarloaf Mountain Owners' Association, Inc. is non-profit corporation formed under the laws of the state of New Mexico. As such, the Corporation (or Association), is a legal entity that is governed by state law and the Community Documents. The Corporation (Association) is governed by a board of directors per Section 2.4 of the Declaration, who each have a fiduciary duty to the Corporation (Association). The board of directors can number from one to five and is elected each year by the members. Since there is one class of membership, each member is entitled to one vote per lot for any one particular issue.**

Following the aborted AGM, the Secretary, Aileen Law, secured the ballots that were timely received to avoid spoliation and potentially disenfranchising the owners who had validly cast their votes. The board was forced to seek legal counsel for the Corporation because it believed that carrying out the demands of the coalition would be in violation of their fiduciary duties to the Corporation, subjecting them to liability for not acting in the best interests of the Corporation. The board has been advised by counsel that the scheduled AGM was not effectuated. There was never a determination of quorum.

The Board has been made aware of a letter sent to the Association membership from an “Oversight Committee” formed by the coalition. The board has reviewed this opposition letter and finds no authority in the Community Documents to support the process proposed in the letter. In response to the opposition letter, the Board will attempt to keep its rebuttal short.

The opposition letter describes the formation of an “Oversight Committee”. The board asserts that this is a fraudulent representation of corporate authority. The Association has not created or authorized any such committee. Nor is there any bylaw that provides for such a committee.

The coalition claims the annual meeting and election of the 2026 board members were not handled according to the bylaws Section 3.4. Section 3.4 states: **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 sent to each Member entitled to vote at the Member's address as it appears on the records of the Association, not less than ten (10) days no more than fifty (50) days before the meeting.

Although the section provides guidance on notice of meetings, Section 3.4 is silent as to guidance on election procedures. **There is no requirement that the board provide notice of a deadline for candidates to submit their names for the ballot.** Per the Corporation's counsel, the bylaws are generally silent on election procedures – allowing for the Corporation to set its own procedures (see Declaration Section 2.4 which states the board may adopt rules and regulations for the management of the Association as it deems proper as long as they are not inconsistent with the Community Documents or NM law). To date, there are no such procedures in the bylaws. Section 3.4 is about notice of meetings. The coalition asserts a requirement that does not exist. The board has duly complied with Section 3.4. Notice to members was mailed August 7, 2025 giving notice of the date and time and general nature of business of the September 6<sup>th</sup> AGM.

Further, the board, acting in good faith and in the best interest of the Association and its members, drafted a set of proposed election procedures to address the silence as to candidate deadlines and other election issues. The proposed procedures were posted online on September 2, 2025 along with an announcement that the Secretary would present the proposal at the AGM. If not for the coalition's interference at the aborted AGM, this agenda item would have been discussed. The board is still open to comments from the membership about the proposal. A copy of the agenda for the aborted AGM is posted online.

Even without any required guidance on candidate submissions, the board provided actual notice of the procedure to have names placed on the ballot. Notice was posted on the Association website on June 30, 2025, notifying candidates that the deadline to submit candidate statements was July 31, 2025. As can be heard in the audio file, coalition members appear to be hostile to the website and electronic communications in general.

The coalition argues that the board has not acted on any the demands made on September 6<sup>th</sup> and this is the reason to dismiss the entire board. A copy of the coalition's September 6 demands is posted online. The board has a duty to the Association and is prohibited to carry out demands from a minority portion of the membership, and even more so if the demands are not in conformity with the Community Documents. There is no provision in the Community Documents for a “do over” election and any director who would participate, in any manner, with such an undertaking would arguably be in breach of their duty to the Corporation.

The coalition members are, for the most part, longtime residents of Sugarloaf Mountain. Each knows, or should have known, from past informal practices, the process of how to get their name on the ballot but now complain they do not know how to do so. In the past, members were advised to contact a board member. At the least, any person could have sent a letter of interest to the long-standing SMOA post office box. At times in the past, board members have solicited owners who might be interested in serving on the board. The process has been largely informal.

Campbell was elected to the board in 2021 which would indicate he was aware of a way to get his name on the ballot. Furthermore, many of the coalition members actually attended the April 12, 2025 board meeting when the date for the AGM (September 6, 2025) was announced. Being longtime residents of Sugarloaf, Campbell and his associates knew that the main order of business at any AGM is the election of directors (see Section 4.1 of the 2024 bylaws). Yet not one of them expressed an interest in submitting their names for the ballot or in nominating an associate.

The coalition has accused the board of not allowing for write-in candidates. There is no provision in the Community Documents for write-in candidates because such an allowance fails the notice standard. In addition, a review of Association records (newsletters, board minutes, etc.) show that the question on write-in candidates had been discussed in the past and the policy of not allowing write-in candidates has been the Association practice for more than a decade. Nor is there a requirement that board members be full-time residents. The coalition claims requirements that do not exist. In fact, after a careful reading of the Declaration and bylaws, it appears that, in theory, a non-owner could serve as a board member of SMOA.

In its letter, the coalition twice asserts that Antoine Ribaut is “not a land or homeowner in Sugarloaf.” The opposition letter specifically states “[i]n reviewing the County Assessor’s records- Antoine Ribaut does not own property in the SMOA.” It should come as no surprise that in the past the Association has had trouble finding candidates willing to serve as board members. Following past practices, the board solicited various owners about interest in serving on the 2026 board. Out of all those solicited, Antoine Ribaut was the only one who graciously agreed to be a candidate. The board invites all landowners and specifically the coalition members to go to the EagleWeb at the Catron County Assessor’s website <https://catroncountynm-assessor.tylerhost.net/assessor/web/> and enter last name “Ribaut”. The resulting list will show that Antoine Ribaut owns multiple lots in Sugarloaf.

It should be troubling to all Association members that there are several examples where the coalition members have misinterpreted the Community Documents as well as the county’s public records in its efforts to replace the duly elected board. In addition, it is disturbing that the coalition has knowingly published libelous and inaccurate statements about Ribaut to others and seeks to disenfranchise him from a potential board seat.

The coalition (a minority) has interfered with the lawful management of the Association. Their actions on September 6<sup>th</sup> prevented the lawful tabulation of lawfully submitted ballots and disenfranchised every owner that submitted ballots at the AGM and every owner that mailed ballots prior to September 6, 2025. They prevented the disposition of two Special Election questions and have caused the Association to suffer monetary damages. It is unknown what harm may have been suffered by Ribaut.

There was an offer made by Sarricks to resolve this dispute. The offer, which is posted online, lists several statements of fact and conditions in exchange for Sarricks’ resignation. The coalition has rejected the offer.

The board intends to reschedule the AGM to count the ballots that were lawfully submitted and allow members, including the coalition members who refused to cast ballots on September 6<sup>th</sup> to cast their ballots. The board intends to resolve the two Special Election questions and discuss the proposed election procedures. **The board encourages all landowners to attend this rescheduled AGM in person. We also intend to live stream the rescheduled AGM so all SMOA members can participate.** The board will provide details of the live stream on the Association website.

In summary, there were two or three owners who missed the deadline to have their names placed on the ballot and who now attempt to insert language into the bylaws to assert a right that does not exist. They were given **actual notice** of the ballot deadline and by past practices, had constructive notice of the deadline. They used the Sarricks email to rally supporters to their cause. To be clear, the board will comply with all its requirements under the Community Documents including any and all *lawful* procedures for removal of directors. The procedure to recall a director is set forth in Section 4.5 of the bylaws. The coalition did not comply with Section 4.5 and their attempt to remove Sarricks on September 6th was in violation of the bylaws. The coalition now attempts the removal of the entire board with a petition which does not comply with Section 4.5.

We welcome the engagement of the full membership and encourage all members to attend the rescheduled AGM, either in person or through the live stream. **We urge non-resident members to get involved.** Without the involvement of the entire membership, owners may find themselves subject to minority rule in Sugarloaf Mountain.

We can probably all agree that we all want the same thing; mainly better roads. The current board is committed to that shared purpose and will continue to work to improve conditions in Sugarloaf Mountain.

Questions and comments can be sent to the board at the Association email ([board@sugarloafmtoa.org](mailto:board@sugarloafmtoa.org)) or PO Box 707 – Datil, NM 87821. Any board member can be contacted directly via these channels.

Sincerely,

John Larson, President SMOA