

Memo for Record

The RRRHOA Board is posting a memo for record for just Board approved items. Full Member Meeting minutes will be approved at next year's Member Meeting.

April 22, 2024 Red Rock Ranch Homeowners Association Annual Member Meeting at Tri-Lakes Chamber of Commerce Community Building

Meeting called to order by President Lonquist at 7:02pm.

Board members present: President Lonquist, Vice President Miller, Treasurer Griffith, Director Pheteplice, Director Kittelson, Director Quinlan, Director Jones, and Director Guy.

Architectural Control: Robert and Sandra Michaels submitted a request for approval of new construction on Stone View. After review, Vice President Miller made a motion to approve the request and Director Jones made the second. The request was approved unanimously.

Joe and Amber Viguera submitted a request for approval of an attached garage on Limestone. After review, Director Kittleson made a motion to approve the request and Director Quinlan made the second. The request was unanimously approved.

Approval of the minutes: Director Jones motioned to approve the March meeting minutes and Vice President Miller made the second. Minutes approved by the board without exception.

Treasurer's report: Treasurer Griffith reviewed the April Treasurer's report. Beginning balance was \$28,654.93, there were \$471.54 in deposits and \$150 in expenses leaving an ending balance of \$28,976.31. Director Guy made a motion to approve the April Treasurer's report and Director Quinlan made the second. Board approved April Treasurer's report unanimously.

The Board would like to make a statement of facts regarding the election and proxies. The RRR HOA holds elections almost annually, as we are doing tonight. In order to have an election, the Bylaws require a quorum. It is the duty of the Board to ensure a quorum is met, and the Board accomplishes this by soliciting proxies.

Board statement on election: The HOA fully complies with Colorado law including the Colorado Nonprofit Act section (7-127-203) regarding proxies and the Colorado Common Interest Ownership Act section (38-33.3-310) regarding voting and proxies. These statutes do not place any restrictions on who can or can't collect proxies.

Furthermore, the guiding legal documents for the RRR HOA including the Red Rock Ranch Covenants, Bylaws, and Articles of Incorporation and the Mutual Release and Settlement Agreement likewise do not place any restrictions on who can or can't collect proxies.

Furthermore, the HOA Talk website adds the following regarding proxies:

Proxy gathering by incumbent directors and non-director owners has a long tradition at HOAs. HOA law recognizes this as lawful. The point is that HOA owners are shareholders in the eyes of the courts and so have a right to have much say in the affairs of the corporation, to the extent the bylaws, Articles of Incorporation, Declaration and statutes permit.

Every owner has the same right to campaign and all owners have the same rights to collect proxies, voting, etc. Directors do not lose those rights once they become volunteer directors.

With regard to candidates for the Board. The Board is tasked by the Bylaws to nominate Board members. The Board is also allowed to appoint members to the Board if a position opens up mid-year. The newsletter merely announced the Board nominations from that committee.

With regard to HOA Boards endorsing candidates. Our review of the law and HOA governing documents and did not find anything that prohibits Board endorsements of candidates. Governing documents are available on the website, rrrhoa.org.

Ultimately it is up to the Homeowners to decide with their votes.

New Board Member Election: Clarification on HOA election facts was provided during the meeting. The Board fully complies with Colorado law and RRR HOA governing documents (Articles of Incorporation, Bylaws, Covenants, and legal agreements) for elections. Our HOA Bylaws task the Board to nominate candidates for the Board. The Board is also allowed to appoint members to the Board if a position opens up mid-year. The newsletter announces the known candidates. HOA members may self-nominate in advance of or at the annual member meeting. It is the duty of the Board to ensure a quorum is met, and the Board accomplishes this by soliciting proxies. Every HOA member has the same right to campaign and collect proxies. Board members do not lose those rights once they become volunteer directors. Colorado law and HOA governing documents do not prohibit Board endorsements of candidates. Governing documents are available on the website, rrrhoa.org.

Candidates for 3 open positions are: Mrs. Quinlan, Mr. Jones, Mr. Williams and Mrs. Yack. Each candidate was given time to speak about themselves and answer any questions from the members. Mr. Williams was unable to attend so Director Pheteplace read his written statement.

The members placed their votes and they were counted by Mrs. Lehn and Mrs. Dern. The candidates receiving the most votes are: Mrs. Quinlan, Mr. Jones and Mr. Williams. Mrs. Quinlan received 70 votes, Mr. Jones received 70 votes, Mr. Williams received 70 votes, Mrs. Yack received 14 votes and there were 3 write in votes for Mr. Pryor. One ballot was disregarded as it had 4 votes on it. 84 lots were represented in person and by proxy.