

Special Meeting of the Elk Falls Ranch Property Owners' Association

September 18, 2007

The Special Meeting of the Board began at 6:40 p.m.

Those in attendance were Board members Vicky Sparer, Robbie Robinson, David Petersen, Tom Duffy, Sue Patterson, Bob Mechler and Harry Nuce.

Guests included

Steve Sparer, Con Daily, Cris Groves, Carolyn Hartshorn and Vera Dunwody (Note: Vera Dunwody is not a member of the EFPOA but brought a proxy note from John Patzner, that said she represented him. This was so recorded.)

Guest Comments or Questions

President Vicky Sparer opened the floor to questions, telling guests that before the actual meeting was underway they are given up to three minutes to ask questions and make comments. Mr. Peterson told Ms. Hartshorn that at past Annual and monthly Board of Directors meetings she has interrupted and been rude to others who are present, including the Board, so he cautioned her to respect all present at this meeting.

Colorado Homeowners' Law states that guests are not permitted to speak after this initial three-minute opportunity at Board of Directors meetings. However, if there is a specific question about a topic being voted on they may, when called on, ask that question.

No one in the audience opted to speak.

However, Ms. Hartshorn did present the Board with a list of documents she wanted them to provide (all at the EFPOA homeowners' costs), most of which are available on the Web site and at Jefferson County Planning and Zoning Department.

New Business

Bylaws

The first order of business was the adoption of new EFPOA Bylaws. Corrections had been made to the document by the Board to bring it into line with new Colorado Homeowners' Law. (Colorado law does not require a Membership vote on Bylaw changes - the Board has that authority).

The changes were unanimously approved by the Board of Directors and included items like typos, proper number of people for a quorum (20% of voting members on the Ranch is the minimum required by Colorado law); legal process for proxies and voting structure at meetings (secret ballot or otherwise). The EFPOA Bylaws are always on the EFPOA Web site.

Ms. Sparer explained that this special meeting had to be set to establish a date for a General Meeting of the EFPOA Membership after it was discovered, that by Colorado Homeowners' Association Law, proxies were incorrectly taken at the EFPOA Annual Meeting on Sunday, July, 8, 2007.

The proper percentage of voting members or submitted paper proxies was not met (one-third was required at the July 8 meeting) and phone calls were made to get permission for proxies from eligible voters, so voting could take place on two issues. On occasion this had (unknowingly) been done by Boards in the past, as it often has been difficult to get one-third of the voting membership at the Annual Meeting.

According to new Colorado law requires all proxies to be written and signed prior to the start of the Annual Meeting and proxies cannot be accepted after the beginning of an Annual Meeting and there must be a minimum of 20% of the voting members present to conduct the meeting.

The Board voted unanimously to have the General Meeting at 2 p.m., Sunday, October 7.

Explanation of Re-vote to Comply With Colorado Homeowners Law

The two action items are on the agenda, and have to be voted on again, to comply with Colorado law. Votes must be made by secret ballot (rather than acclamation). All votes will be tallied by neutral parties. The two items to be voting on are:

- Election of the Board - Even though the Membership "voted" for a Board at the Annual Meeting July 8, there must be a re-vote by secret ballot to be in compliance with Colorado law. If anyone in the Membership would like to run in the election to be a Board member, please call a current Board member, so you can appear on the ballot. Also, nominations can be taken from the floor on October 7.
- Vote for Directing the Board of Directors to Apply Road Vacation - This vote was overwhelmingly supported at the Annual Meeting July 8 (only four people against). Prior to voting on road vacating there will be an educational session and update at the General Meeting for Members who may still have questions on the process.

The Board agreed with this process for the General Meeting and unanimously voted to adjourn the meeting at 8:30 p.m.

Respectfully submitted,

Sue Patterson