

Centennial Trails HOA – Board meeting

Thursday, February 10, 2022

This was a virtual meeting held via the Zoom platform.

These minutes approved by the board via email Feb. 12, 2022.

Board present:

Robert Smith (President)
Doug Sparks (Vice President)
Beth Ornstein (Vice President)
David Klamann (Treasurer)
Randy Doriese (Secretary; recording minutes)

Board absent:

none

Community members in attendance:

none

Agenda:

- 1) Discussion of 2021 expense report and 2022 budget, including the board's recommendation for 2022 annual dues.
- 2) Discussion of how the annual meeting will be run, including what is permitted to be voted on by the membership. This may differ a bit from past practices based on guidance from city attorneys at a recent HOA training attended by a CTHOA board member.
- 3) Nominations of board candidates. The three-year terms of Doug Sparks and Randy Doriese are expiring. Each has indicated a willingness to run for re-election. Nominations of other candidates may be made at this board meeting or from the floor of the annual membership meeting. Candidates nominated at this board meeting will be named on the proxy forms for the annual meeting.
- 4) Proposal of any motions to be voted on by the membership at the annual meeting.
- 5) Set agenda for the annual meeting.
- 6) Set the date and time of the annual meeting. This will be in late February or early March via Zoom.
- 7) Discussion of paperwork for mailer packets of annual-meeting info to all CTHOA members and coordination of needed labor by board members.
- 8) Any other business.

6:33 p.m.: Robert calls us to order in this Zoom meeting.

Suggested addition to the agenda: list board's actions and expenditures since last meeting. We will do this at the end of this meeting as part of "any other business."

1) Discussion of 2021 expense report and 2022 budget, including the board's recommendation for 2022 annual dues.

David introduces the 2021 expense report, and discusses our lawn-maintenance (Torii) expenses. In 2019 and 2020, our lawn expenses were higher than budgeted (by about \$1k to \$2k). The main extra expenditure was to adjust and repair sprinklers at ~\$70 per hour. Torii installed new clocks in 2020, and this seems to have resulted in lower total maintenance needed in 2021.

Proposed budget for 2022:

lawn: \$10,500

water: \$2,800

snow removal: \$5,250 (7 storms @ \$750/storm; have already had 4 in 2022 as of 2/12)

electricity: \$175

insurance: \$667

miscellaneous: \$2,000

TOTAL: \$21,392

The proposed budget of \$21,392, divided by our 37 lots, would be \$578.16 per lot. Randy proposes dues of \$575 for 2022. This is seconded and affirmed unanimously.

2) Discussion of how the annual meeting will be run, including what is permitted to be voted on by the membership. This may differ a bit from past practices based on guidance from city attorneys at a recent HOA training attended by a CTHOA board member.

In September, Robert attended a city-run training session for HOA board members. Other board members have attended these in the past, and have found them useful. Different sessions emphasize different aspects of HOA law. The following is a synopsis of what Robert learned that bears on our upcoming annual meeting of the membership:

- CCIOA (The Colorado Common-Interest Ownership Act) states that we have to post a physical notice of the annual meeting to the extent feasible. The board affirms, again, that this is not practical for our street due to the lack of an office or a community bulletin board. Also, for in-person meetings, the board has received feedback in the past that posting notice would seem to be a theft invitation to homes left vacant during the meeting.
- Per the attorney at the city workshop, it is inappropriate for the membership to "vote" on anything. Instead, the board, as the representative body, should make decisions and cast votes. Excepted from this would be anything explicitly listed in our Bylaws as vote-able by the membership. The CTHOA board cannot find this exact language in CCIOA, but Section 38-33-3-303 states that the board *may* act in all instances on behalf of the association. "May" is not the same as "shall." So, we're still not clear on whether, generally, it is legally permissible for the CTHOA membership to vote on motions at the annual meeting.
- Per CCIOA, budgets are not approved by the membership. Instead, they are approved by the board. The membership has the right to *veto* a budget. To do so, 50% of all the members (not 50% of

those present at the meeting) must vote to reject the budget at the annual meeting. At our annual meeting, the board plans to allow objections to the budget, and if there are objections, any member may propose a motion to vote to reject the budget. If there are no objections, we will not hold such a vote.

These issues should be clarified as we re-write our Bylaws. The Bylaws project continues to be on-hold during the pandemic, because the present board members feel it will be much easier to complete this task when we can regularly meet again in person.

3) Nominations of board candidates. The three-year terms of Doug Sparks and Randy Doriese are expiring. Each has indicated a willingness to run for re-election. Nominations of other candidates may be made at this board meeting or from the floor of the annual membership meeting. Candidates nominated at this board meeting will be named on the proxy forms for the annual meeting.

Randy and Doug are re-nominated. No other nominations are made.

4) Proposal of any motions to be voted on by the membership at the annual meeting.

None proposed. Which is probably good, given the discussion in #2 above!

5) Set agenda for the annual meeting.

After some discussion, the board adopts the following agenda for the annual meeting:

- Testing of Zoom connections (to begin 15 minutes before the announced start time of the meeting).
- Verification of proxies, establishment of quorum, and welcome.
- Acknowledgement of volunteers.
- Update on HOA legal matters.
 - At the annual meeting, we will follow procedures as described by CCIOA (this agenda item fulfills CCIOA's annual requirement that the board educate the HOA membership on HOA-related legal matters).
 - A reminder that if you are planning to sell your home, please reach out to the Architectural Control Committee regarding inspection for violations before the sale.
 - Statement from the board president regarding sump pumps and drainage easements, following discussions with the city during 2021.
- 2021 financial report and 2022 budget and dues. Proposed dues are \$575 for 2022.
- Spring cleanup, including volunteers to coordinate this and possible dates.
- Neighborhood gatherings, including volunteers to coordinate this.
- Discussion of use of the HOA email list. Should we open this to more informal "neighborly" use instead of restricting it to HOA business and emergencies?

- Pickup of plastic films by Ridwell. Beth to lead this discussion.
- Open floor.
- Architectural Control Committee (ACC): do the present members wish to continue another year? If not, select any replacements needed for the 3-person ACC.
- Nomination and election of two CTHOA board members. Doug Sparks and Randy Doriese will appear on the proxy ballots.

6) Set the date and time of the annual meeting. This will be in late February or early March via Zoom.

We choose Thursday March 3 @ 6:30 p.m. This will be another virtual meeting. Randy will set up the Zoom call.

7) Discussion of paperwork for mailer packets of annual-meeting info to all CTHOA members and coordination of needed labor by board members.

Randy will prep drafts of the paperwork by Feb. 13, and will circulate to the board for comment. By Feb. 16, we will finalize the paperwork and email it to the membership by Feb. 18.

CCIOA states that physical copies of the meeting paperwork must be mailed or hand delivered between 10 and 50 days before the meeting. Feb. 21 is 10 days before March 3. Thus, Feb. 21 is an operational deadline to mail or deliver the paperwork.

As we have in recent years, when we email the paperwork, we will allow members the opportunity to opt out of receiving a physical mailer.

8) Any other business.

Expenditures the board has approved since the last board meeting:

- 3 snow clearances at \$750/each [*N.B. and one more on Feb. 12, the day after this board meeting*].
- Removal of the pine tree that fell in our HOA park and blocked 55th St. during the Dec. 30 windstorm.

Decisions the board has made by email since the last meeting:

- In early February, we adopted an informal procedure pertaining to pre-sale inspections by the ACC for violations of ACC policy: when the ACC uncovers a violation that is not feasible to fix before the sale, the buyer is required to submit a letter of commitment to remedy the violation within 2 months after the sale.

Adjourn at 8:21 pm.