

Eaton Pagosa Estates Property Owner's Association (EPEPOA)

MINUTES OF MEETING

Meeting Type: Executive Board Meeting (OPEN)
Meeting Location: 1316 Lakeside Drive, Pagosa Springs, CO 81147
Meeting Date: Monday, July 15, 2019

DIRECTORS ATTENDING: Desi Dundics
Al Gonzales
Susan Hampton
Bobby Phillips
Glenn Woodruff

DIRECTORS ABSENT: None

I. CALL TO ORDER Meeting was called to order at 2:05 PM and all were in agreement that Desi Dundics would act as Chairman for the meeting. All Directors are present at the meeting and a quorum was announced. For lack of an official Secretary, Association members Richard L. Gonzales and John Thomas agreed to take minutes, with final drafting to be done by Desi Dundics. The members attending the meeting in addition to the Directors are:

Robert Taylor, Billie Taylor, John Thomas, Janna Thomas, Kellie Gonzales, Connie Gregson, Joyce Scahill, John Scahill, Richard Gonzales and Kathy Lynch

II. SELECTION OF OFFICERS As required by the Bylaws, the Directors proceed to select the Officers, which are to be President, Vice President, Treasurer and Secretary. The duties of the Officers are described in the Bylaws, Art. VIII.

- A. For the office of President: The Chairman explained that in accordance with the Bylaws require the President to be a member of the Board, but previous Director comments desired the President to be both a Member of the Association and a resident of Archuleta County. Those requirements disqualified three of the Directors from serving as President, and the two Directors who met those requirements did not wish to serve in that capacity. As a result, the position of President remains vacant.
- B. For the office of Vice President: Motion was made by Glenn Woodruff, seconded by Susan Hampton, that Desi Dundics serve as Vice President and perform the duties of President until such time that a President is selected. Motion carried by unanimous vote.
- C. For the office of Secretary: The Chairman explained the duties of Secretary as per the Bylaws and further explained that the position of Secretary does not need to be filled by a Director. There were no nominations for Secretary and the position of Secretary remains vacant. Discussion was held on selecting a Secretary from the Membership or hiring a person to serve as Secretary. By consensus of the Board, the selection of a Secretary was tabled until the next Board of Director's Meeting.
- D. For the office of Treasurer: Motion was made by Desi Dundics, seconded by Al Gonzales, to select Glenn Woodruff as Treasurer. Motion carried by unanimous vote.

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III. APPOINTMENT OF ARCHITECTURAL REVIEW COMMITTEE (ARC) MEMBERS

- A. The Chairman opened discussion on the selection of the ARC Members. Director Glenn Woodruff nominated the existing ARC Members John Scahill, Barbara Alger and Rich Hampton. There was no second to the nomination. Director Al Gonzales nominated Richard L. Gonzales to serve as an ARC member. Before asking for seconds to the nominations, the Chairman stated that the Bylaws allows up to five members, and was suggesting for consideration that one of the Directors should not only be a member of ARC but also serve as Chairman of ARC in order to improve communication between ARC and the Board. Desi Dundics nominated Bobby Phillips as the Director who could satisfy that ARC Chairman role.
- B. The discussion was opened to the membership in attendance. John Scahill inquired of the Chairman as to who the ARC works for and is accountable to? The Chairman responded by reading from the Bylaws that the Board appoints ARC members, and that ARC shall have all rights, duties, powers and authority granted to it under the Declaration and such other powers and duties as the Board may designate. The Chairman then interpreted the Bylaws to mean that ARC serves at the pleasure of the Board and is accountable directly to the Directors. Mr. Scahill then stated that the existing ARC members Rich Hampton, Barbara Alger and himself have 20, 10 and 4 years of service respectfully on the ARC. Association member Richard L. Gonzales then stated that with the longevity of service from the existing ARC members, then is the Association having so many ARC related issues? Mr. Gonzales stated that the ARC has many documented issues and that the current ARC members have been on the committee a long time and haven't fixed the issues. He pointed out that he felt that the committee needed completely new blood. Mr. Gonzales also suggested that a spouse or partner of a Director serving as an ARC member could be a conflict of interest and may violate the "one lot/one vote" provision of EPE's CC&Rs and other documents.
- C. To further the discussion from the floor, Association member John Thomas presented a written set of suggestions for improvement to the ARC and proceeded to explain each of the items on the list. The Chairman stated that we are in the process of selecting ARC members, and to please contain the discussion only to those items that pertain to the selection of members, and that remaining items that address ARC processes or procedures should be presented to ARC at a later time. Those written set of suggestions is attached to these minutes.
- D. The Chairman asked, because of the personal nature that the discussion heading, whether this discussion should continue as a closed session of the Board. It was decided to remain in open session, continue with nominations, and then for the Directors to vote for five members. Three other nominations were made from the floor for Robert Taylor, Curtis Door, and Robert Sparks.

In summary, the slate of nominations for ARC members included the following:

Barbara Alger, Rich Hampton, John Scahill, Richard Gonzales, Bobby Phillips,
Robert Taylor, Curtis Door, Robert Sparks.

- E. There being no further nominations, the Chairman instructed the Directors to individually vote for five ARC members out of the eight nominations, and the five candidates that received the highest number of votes would be appointed. The vote tally results are as follows:

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The candidate receiving the highest number of votes:

John Scahill	5 votes
Rich Hampton	5 votes
Bobby Phillips	5 votes
Robert Taylor	5 votes
Barbara Alger	3 votes

Remaining candidate votes:

Richard Gonzales	2 votes
Curtis Door	0 votes
Robert Sparks	0 votes

IV. EPEPAO DOCUMENT UPDATING PROCESS The Chairman stated that the previous Board of Directors took on a big task of updating the Association documents not only to be compliant with Colorado Common Interest Owners Act (CCIOA) but also to incorporate all of the amendments into the main documents. Unfortunately there remains some more updating to be done and proposed that any new Amendments related to Timeshare and Fractional Ownership should also be included in those updates. This is a process that will continue for many months. There was no further discussion on this topic and there no volunteers at the meeting to assist with this effort.

There being no further business, the meeting was adjourned.

V. MEETING ADJOURNED 3:30 PM

APPROVAL OF MINUTES

These minutes have been reviewed and approved by all Directors.

Signature on File

Desi G. Dundics, Vice President
Chairman of Meeting

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ATTACHMENT #1: Written Suggestions from Association Member John Thomas

PRESENTED BY JOHN THOMAS TO B.O.D.

Suggested improvements to the ARC committee

- Committee should be expanded to five members with majority rule
- Members should be accessible and available (they should reside in Pagosa Springs)
- Members should have experience and expertise in construction or design
- Committee should hold open meetings with applicants presenting to entire committee (not presenting packet to one member where they wait to share the application with the rest of the committee)
- Committee should have a resource book of pre-approved colors and building materials
- Committee decisions should be more transparent, less arbitrary, and more consistent – not based on personal preference
- The Committee should be a helpful resource in building in the community, not an impediment
- The Committee should understand the issues and realities of building in Pagosa Springs with the short building season and shortage of subcontractors
- The Committee must act with urgency. Initial plans should have a decision in two weeks and requests for changes and modification should be decided in a week
- Committee should institute status update meetings with builders at regular intervals throughout the building process to make sure the project is progressing appropriately and minimize conflicts
- Members should have a reasonable and helpful temperament
- Committee must strive to minimize conflict and drama. We have heard from multiple sources that this neighborhood is developing an unfriendly and difficult reputation. This is not normal and is certainly undesirable. We have lived in multiple large HOAs where conflicts and legal disputes are rare. In our small neighborhood they are common. If allowed to continue this will almost certainly lower property values and result in possible special assessments due to legal fees and judgements.