

**SKI CENTER CONDOMINIUM ASSOCIATION
ANNUAL OWNERS OWNER'S MEETING
TUESDAY, DECEMBER 10, 2019 – 2:00 P.M.**

Present:

Tim Baker, JD Crichton, Christian Robertson, CBMR	Units 101B, 201B, 202B, 203B
Scout Walton (proxy from Martha Walton)	Unit 301
Katherine McKenna (by phone)	Unit 303
Clay Hartley	Unit 308
Rob Harper	Toad Property Management
Peggy Langewisch	Toad Property Management
Scott Kelley	Toad Property Management
Marcus Lock	Law of the Rockies

Proxy to Katherine McKenna

Scharbauer Colorado Trust	Unit 302
Whetstone 304/305 LLC	Units 304 and 305
Molly Fernandes	Unit 307

Rob called the meeting to order at 2:04 pm and confirmed the meeting had a quorum. Rob said notice of the meeting had been mailed on October 28, 2019.

Katherine made a motion to approve the October 18, 2018 meeting minutes. Clay seconded the motion and it was unanimously approved.

Rob said less birds attempted to nest on the building this year following the extensive work performed the prior year with netting and peppermint. Rob explained the State had required the installation of back flow preventers at a cost of more than \$10,000. Rob said Toad once again had the contract to manage parking and snow removal for the parking lot shared by Axtel and Whetstone buildings. Rob explained an engineering report had been obtained regarding the main electrical line into the building and that work needed to be dealt with in the next year.

Rob explained a financial report through September 30, 2019 had been distributed with the annual meeting documents together with a draft 2020 Budget. Rob said repairs and maintenance included dealing with leaks and repair and work on the gutters and snow fences on the roof. Rob explained the roof was shoveled four times due to heavy, wet snow and snow removal costs were over budget. Rob said the Whetstone Building was responsible for 27% of snow removal in the parking lot, with Axtel paying the balance, but snow removal at the decks or roof of Whetstone was just a Whetstone cost. Rob said there was approximately \$4,000 in the bank account at the present time. Rob and Tim agreed to research the cable and internet bills as units said they were paying their own expenses. Rob explained a 2018 special assessment and reserves in the association had allowed the association to pay the \$22,000 expenses which exceeded the 2019 operating budget.

Rob explained the 2020 Budget proposed an increase in dues but did not include the electrical work or changes to the parking lot which would be funded by a special assessment. Marcus

Lock explained he was representing residential owners at the meeting and not the entire association but Marcus confirmed the recent changes in CCIOA which permitted the Board to approve Budgets and owners given the opportunity to veto the Budget. It was agreed moving forward, once a full Board was established, the Board would approve the Budget and present to owners.

Scout made a motion to approve the Budget. Katharine seconded the motion and it was unanimously approved.

Rob explained the Board had been operating with two Board members and there was a discrepancy in the Bylaws with one paragraph stating a maximum Board of 5 members and another paragraph stating a maximum of 6. Marcus said the residential owners thought the Board could be made up of 3 or 5 individuals or representatives of entities owning units in the building and at the present time all four commercial units were owned by one entity. Tim said in his opinion a Board of 6, three residential, three commercial, would encourage the representatives to collaborate and work together and concern was expressed about a stalemate being reached or the residential units, as owners of 67% of the building, not having fair representation.

After a long discussion Katherine made a motion to nominate Clay Hartley to the Board and Tim made a motion to nominate Christian Robertson to the Board. Tim clarified, as a commercial unit owner and in accordance with the Bylaws, he was nominating Tim Baker, Christian Robertson and JD Crichton to join the Board and Marcus said in his opinion the individuals were not owners of the commercial units and only one individual of the corporation had the right to be on the Board.

After additional discussion Tim removed his nomination as Christian was not eligible for election to a residential Board seat. Tim Baker, on behalf of the four commercial units, abstained and said he did not approve of the interpretation of the Bylaws or the voting process. Marcus clarified the motion on the table was the nomination of Clay Hartley to the Board with all residential unit owners having the opportunity to vote. Each residential unit represented at the meeting supported Clay Hartley joining the Board.

Clay nominated Scout Walton to join the Board as an additional residential Board member. Each residential unit represented at the meeting supported Scout Walton joining the Board.

It was agreed Tim Baker and Katherine McKenna were already on the Board with two years remaining of their terms and Tim nominated Christian Robertson and JD Crichton to the Board to join the Board as commercial unit members. Concern was once again expressed regarding the interpretation of the voting process and ownership of each unit.

Marcus said the dispute regarding Board nominations had not been resolved and would continue to be discussed and encouraged those present to work together resolving issues regarding the parking lot.

Tim said he had not had an opportunity to review in detail the email received the day before and needed time to review it with his team and suggested a Committee be formed to discuss the parking lot at a future meeting. Marcus said a comprehensive long term solution needed to be reached and implemented prior to the start of a ski season and encouraged everybody to work together as quickly as possible to have a temporary solution in place for the current ski season. Concern was expressed about the allocation of parking passes and the need to have that resolved as quickly and fairly as possible. Marcus suggested hiring an engineering firm at the cost of \$7,000 to propose a long term solution to adequately reflect the ownership of the parking lot. Tim suggested Monday, December 16, 2019 at 1:30 pm (mountain time) without attorneys being present and Rob agreed Toad would set up a phone line. Tim said Vail Resorts wanted parking to remain the way it had been historically dealt with and it was agreed no documents had been identified which formally set out the parking use.

Marcus stressed the need for the meeting to resolve interim parking as a long term solution would take much longer and to be prepared to deal with multiple individuals and entities believing they had rights to certain parking privileges. Katherine said the focus of the next meeting needed to address the immediate distribution of parking passes and Clay stressed the need for Whetstone Building to benefit from parking in a lot which Whetstone owners owned most of. Rob agreed to send out an invite for the December 16, 2019 meeting. Concern was expressed about the number of vehicles being parked at the side of the Whetstone Building used by Ski Patrol.

Clay agreed to reach out for electrical bids again with a start date after April 20, 2020 using the scope of work outlined by REG.

The meeting adjourned at 3:32 pm.

Prepared by: Rob Harper, Toad Property Management, Inc.