

**SUMMIT RESIDENTIAL OWNERS' ASSOCIATION
MEETING OF THE BOARD OF DIRECTORS
MARCH 8, 2022 – 4:00 P.M.
VIA ZOOM**

Present:

Bruce Fauser
Peter Esselstyn
Paul Peebles
Tracey Haas
Chet Boyce, Toad Property Management
Jon Schumacher, Legal Counsel
Marian Hilpert, Lot 5
Mark Miller, Lot 4
Marshall Funk, Lots 12, 20, 22, 24, 25, 26
Sandy Funk, Lots 12, 20, 22, 24, 25, 26
Alicia Knapp, Lots 19&23
Tim Gueramy, Lots 31&32
Mike Dawson, Legal Counsel to Sandy Funk
Craig McManus, Proxy to Sandy Funk
Joel Vosburg, Proxy to Sandy Funk
Deuce Wynnes, Proxy to Gabriel Barbier Mueller

Chet called the meeting to order at 5:04 p.m. and said that notice had been given on February 24, 2022.

Chet said that the Board wished to discuss the idea of amending the Bylaws to limit eligible proxies to owners in the Summit Association and attorneys. Jon Schumacher said that putting limits on eligible proxies was permitted by CCIOA, and it was possible to amend the Bylaws through a majority vote of the Board.

Several owners present were opposed to the idea of limitations on proxies.

Peter Esselstyn explained that the goal of a Board meeting was to discuss neighborhood issues among neighbors, and proxies attending Board meetings should listen and advise owners accordingly rather than speak during meetings. Bruce Fauser said that he was a member of other HOAs in which only owners were allowed to serve as proxies, and he felt it was beneficial to the Association to have only neighbors discussing issues.

Peter Esselstyn said that he would like to discuss the issue further with Craig Batchelor.

Peter Esselstyn made a motion to table further discussion until the next meeting. Paul Peebles seconded, and the motion passed unanimously.

There was a discussion of the amended Design Guidelines.

Chet confirmed that, of the written comments sent in after the Annual meeting, the majority were opposed to the Design Guidelines change, with only one response in support.

There was some disagreement among Board members regarding the Association's perception of the new guidelines. Peter Esselstyn stated his belief that the majority of owners supported the change but were not as vocal at meetings as those opposed. In contrast, Tracey Haas thought that the majority of owners were opposed to the amended Design Guidelines.

Peter Esselstyn asked whether Tracey Haas had a proposal for compromise language. Tracey did not believe a compromise was necessary, and said the Design Guidelines should revert to the version prior to the 2021 amendment.

Tracey Haas made a motion to have the Design Guidelines revert to the version that was in effect prior to the 2021 amendment.

The remaining Board members declined to second the motion. Chet clarified that only Board members were able to make and second motions during Board meetings.

Tracey Haas said that a majority of owners at the Annual Meeting had been opposed to the amended Design Guidelines. Chet explained that there had been no vote noticed on the agenda for the Annual Meeting, so no vote could have taken place regarding the Design Guidelines at the Annual Meeting. As such, the comments emailed in after the meeting did not constitute votes.

Peter Esselstyn said that the Board would stay the course with the Design Guidelines as amended and would put together informational material to better communicate why the change was made. Toad would assist in circulating this material to all owners. The Board would then hold a special meeting to discuss the Board's position and the homeowners' positions, and potentially a subsequent special meeting for owners to vote on the Design Guidelines.

Peter Esselstyn made a motion to table further discussion of the Design Guidelines for a future meeting. Paul Peebles seconded the motion, which was unanimously approved.

There was a brief discussion of voting privileges after combining lots. Jon Schumacher said that the language in the Covenants regarding voting privileges and assessments for combined lots was ambiguous, and he recommended a Covenant Amendment for clarification. It was generally agreed by the Board that this issue did not affect a large number of homeowners and could be tabled.

Paul Peebles made a motion to table the discussion. Tracey Haas seconded the motion, and it was unanimously approved.

Chet said that CCIOA required responsible governance policies, and Chet had circulated some examples from another Association. Chet recommended that the Board utilize Jon's expertise to have him review the example policies, make any necessary edits, and propose which of them should be adopted by the Board. Paul Peebles said that he thought the Policy on resolving disputes between homeowners and the HOA was valuable, and a similar policy had been extremely helpful in an HOA he was a part of in Hawaii. Peter Esselstynn said that the Board had run into the issue of not having effective enforcement mechanisms, and thought that the

question of how to deal with homeowners and builders who were not following the rules should be addressed during the adoption process.

Paul Peebles made a motion to have legal counsel review the packet of responsible governance policies and make recommendations to the Board on adoption. Peter Esselstyn seconded, and the motion was unanimously approved.

Tracey Haas reminded the group that the Board had received the previous year's financial statements, including the 2021 actuals, and needed to discuss them. The Board asked Chet to investigate the \$5,249 in the "Miscellaneous" income line item. Peter Esselstyn said that the "Capital Improvements" line item was the amount paid to GCEA for relocation of the utilities.

Tracey Haas noted that the Association had exceeded its legal budget by 50% and questioned whether the Association should consider increasing the legal budget for 2022. It was generally agreed that legal costs were unpredictable and the current budget was a reasonable estimate for the coming year. Chet said that he would send out quarterly financial reporting, and if an unexpected situation led the Association to go significantly over budget in one area, the Board could choose to hold an owners' meeting to let owners know that an assessment would be needed. Board Members agreed that a budget line item overage of \$20,000 would be a good threshold to notify owners.

Peter Esselstyn made a motion to table approval of the Financial Statement with the understanding that Chet would email the Board with information on the "Miscellaneous" income, and Craig Batchelor would confirm he had reviewed the financials. Paul Peebles seconded the motion, and it was unanimously approved.

Peter Esselstyn asked the Board to review the Toad webpage for the Association. Peter suggested creating an Archive Folder for some of the older minutes. Peter asked the Board to consider for the next meeting whether it made sense to discontinue use of the old website. Paul Peebles asked Toad to set up a URL redirect from the old website's URL to the Toad webpage.

Tracey Haas raised that she would like to see Association-wide email notifications about each Board meeting. Paul Peebles suggested that Peter Esselstyn draft language for Toad to circulate prior to each meeting.

The Board asked that Toad add in timing for discussions on the meeting agendas.

Peter Esselstyn made a motion to adjourn the meeting at 6:37 p.m. Paul Peebles seconded the motion, and it was unanimously approved.