BOARD MEETING MINUTES

GRASS MESA HOMEOWNERS ASSOCIATION

THURSDAY, JANUARY 11, 2024, AT 11:00 AM
ZOOM MEETING

MINUTES (Draft – not approved)

1. **Call to Order**
   The Board Meeting was called to order at 11:02 a.m. by Bob Johnson of Integrated Mountain Management.
2. **Verification of Quorum**
   Quorum was established as all directors were present: Josh Martin, Fred Schultz, and Janet Sheridan. Seven owners were also present. Also present were Bob Johnson and Lindsay Rosenfeld of Integrated Mountain Management.
3. **Approval of Prior Board Meeting Minutes 10/24/2023**
   Action was not taken to approve, as the current Board was not in place or present at the previous meeting on 10/24/2023. The minutes will remain on record as an unapproved draft.
4. **Owners Open Forum**
   No items were brought forward from the owners present.
5. **Appointment of Board Officers**
   The officer appointments were made as follows: Josh Martin, President; Fred Schultz, Vice President/Treasurer; and Janet Sheridan, Secretary. The action carried by motion from Janet, second from Fred, and unanimous approval.
6. **Operating Documents Review**
   - **a. Declaration, Amendments, Policies**
     It was reviewed that the active versions of the governing documents are posted on the website, which will be communicated to the membership as a reminder. A draft of amended Bylaws that was not approved will be removed from the site.
   - **b. Management and Board Responsibilities**
     The protocol was explained for conducting HOA business only in open, noticed board meetings to allow member attendance and discussion prior to Board action. Board members were advised to avoid the presence of a quorum otherwise.

     Management responsibilities were summarized to include owner assessment allocation and accounts receivable along with owner communications and ownership transfers, monthly bank account reconciliation, state regulatory agencies filing, insurance administration, accounts payable and vendor communications, document and website administration, as well as enforcement of governing documents and compliance with applicable statutes. It was amplified that management pays routine invoices on the HOA's behalf and presents any anomalies or projects to the Board for prior approval.
7. **Financial Review**
   - **a. Review of Snow Removal and Road Maintenance Expenses**
     The current scope for snow removal was reviewed and discussed, with agreement for safety of the roads as the highest priority. Josh volunteered to define the scope in writing to communicate expectations to the membership. The feedback was positive in the current level of service. It was also discussed to solicit volunteers from the membership to form a road committee as in previous years.

b. Review of Legal Fees

It was reiterated that the case with JJJ Construction was dismissed with total costs to the HOA at approximately $55-60K.

8. Discussion and Action Items

a. Assessments and Allocated Interests - Owner Requests for Board Action

Two owners presented concerns to the Board regarding their obligations for HOA assessments under the active existing version of the CCRs, as the lot allocations do not match the amounts assessed. It was reiterated the need for revising the CCRs so the document reflects the current reality of existing lots and allocated interests.

b. Declaration Amendment Process/Update

The Board agreed to continue the Declaration of CCRs amendment process: 1) to send out to the membership the most recent redlined draft of the amended and restated CCRs, giving a 30-day comment period; 2) to schedule a meeting following that comment period to discuss any additional changes and request a final draft from the attorney; and 3) to schedule a special owners meeting to vote on the final document for adoption.

c. Additional Business

Per request, it was clarified that owners should be directed to management as the point of contact for communications.

9. Adjourn

With no further business brought before the Board, the meeting was adjourned by motion from Janet, second from Fred, and unanimous approval.