

GUNBARREL GREEN HOA – QUARTERLY BOARD MEETING MINUTES

Date: August 13, 2020

Location: This meeting was held virtually via Zoom due to Covid regulations in Boulder, Colorado

Board members attending: Don McLean, Gina Hyatt, David Smith, Sandi Misura and Marc Rochkind

The meeting was called to order at 1:02 p.m. by Gina Hyatt. Gina announced that a quorum was present and the Board members introduced themselves. Gina then introduced Melissa Garcia, our HOA attorney. She is with Altitude Community Law. Melissa moderated the meeting. She first gave instructions on how to unmute and comment to those joining us via Zoom.

The Draft Minutes from the previous Board meeting (1.15.20) were presented for approval. Motion to approve by David, second by Don. Motion passed. Four in favor, one abstained. Marc stated he did not approve the agenda or the documents.

Replace resigning Board member -The Board accepted the resignation of David Smith and thanked him for his years of valuable service on the HOA Board. His resignation will be in effect at the end of this meeting. His replacement will serve until the next annual meeting. There were two candidates for this position: Pam Anderson and Ron Podhajsky. Pam joined the virtual meeting and gave the Board insight on her interest in serving. Ron is already known to the Board through his committee service, mainly the recent Documents Revision Committee. Motion by Don, second by Gina. Four votes for Ron and one vote for Pam. Ron Podhajsky is the new Board member. Motion passed.

Elect HOA President and Vice President - Motion by Gina, second by Sandi to elect Don McLean as President. Four voted in favor, one opposed. Motion to elect Ron Podhajsky as Vice President. The vote was unanimous. Motion passed.

2020 Budget – presented by the Treasurer, Gina Hyatt. Discussion by Board. Marc commented on six items he thinks needs attention. Gina said she guessed on a couple of the items like meeting expenses. These are unknown right now with the Covid restrictions. Marc offered to let the HOA use his Zoom account or we can get one for \$15 per month. Board will discuss. Don suggested we approve the Draft Budget as a resolution. Four in favor, one opposed. Motion passed.

2020 Contract with Attorney -

1. HOA contact with Melissa – Motion by Marc, second by Gina, that the HOA President be the only Board contact person with our attorney. Motion passed – all in favor.
2. That we change our contract this year and use the “retainer” version which includes unlimited phone conversation with one Board member (President) and one attendance at one meeting. Motion by Don, second by David. Motion passed – all in favor.
3. Protocol – only the HOA President can contact the attorney unless he has authorized someone else to do so. Motion by Gina, second by Don. Motion passed – all in favor.
4. Have our attorney attend all Board Meetings and the annual meeting – Motion by Don, second by Gina. Four in favor, one opposed. Motion passed.

Action Without A Meeting Form – This issue has been the topic of much discussion these past months and has restricted the Board’s activity because our current Bylaws state “Article VII.: Section 4. Action Taken Without A Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of ALL of the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.” Gina sourced a form template from the Colorado Non-Profit Act and emailed it, with some added information at the bottom, to the Board. Gina moved that this form be approved, second by David. The Board will send the form to Melissa Garcia for her review and approval. Marc moved to amend it with the words “Upon approval of this Action, the President shall direct the Website Coordinator to post the text of the action on the HOA website.”

3:30 p.m. - Motion to adjourn by Gina. Second by Sandi. All in favor. Motion passed.

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Sandi Misura, Secretary