

# ***Crimson Hollow Homeowners' Association***

## ***Special Meeting Minutes***

May 20, 2015

### **I. Call to order**

President John Hoge called the special meeting to order at 6:30 p.m. on May 25, 2016 at Monclova Community Center in the Metzger Room.

### **II. Attendees**

The following persons were present: John Hoge (President), Andy Dean (VP), Julie Stanish (Treasurer), Brooke Moser (Secretary), Joe Gagel (Architectural Review Chairman) and approximately 35 residents.

### **III. Welcome and Introductions**

### **IV. Proposed HOA Bylaws**

President John Hoge explained the agenda for the special meeting (vote on proposed bylaws, elect trustees, ratify previous actions) and reviewed the need for approved Bylaws to operate as a legal non-profit HOA organization. He stated that the Proposed Bylaws were drafted by a committee led by Drew Miller, Jason Harris, Karl Strauss, and John Hoge.

The floor was opened for questions on proposed bylaws. Following are the areas that were brought up for question:

Page 2, Section 4.2-4.6: Concern that two Officers/Trustees could solely call a special meeting and have a quorum of that meeting decide on matters for the HOA. Suggestion to add a minimum number or percentage of residents to make a quorum.

Page 8, section 8.2: Payment of annual dues was moved from a due date of Jan 31 to Dec 31 to align with fiscal year. Make sure dues payment matches deed restrictions.

Question on how Architectural Review Committee would enforce violations. Need bylaws in place to address this and Joe Gagel, Chairman, advised that violations would be left up to Officers/Trustees to decide action.

Reviewed exhibits – Exhibit A references deed restrictions already posted on website. Exhibit B will be added once information is obtained from Developer.

Page 9, Section 10.2 - Question regarding relieving officers of fiduciary responsibility if there is insurance in place (Section 10.3d). Discussion around common language for a voluntary board and best interests of HOA – consistent wording with other HOA bylaws.

Page 7, Section 7.1-7.2 - Question on power of 2 Officers/Trustees to sign any contract, make purchases, etc. Suggestion to put monetary limit on items that can be approved by two Officers /Trustees without HOA vote to prevent large purchases/changes without homeowner input. Additional discussion around this being standard HOA language allowing officers to manage routine happenings of HOA.

Also suggestion made to possibly increase HOA meetings to at least 2 annually.

President John Hoge then invited all attendees to vote on Proposed Bylaws. Between mail, email and in person voting, 77 homeowners voted to approve bylaws, 6 voted to reject bylaws at time of meeting. Motion was made by David Hehl for the bylaws to be adopted based on obtaining the necessary number of votes (101) within a 30 day timeframe. Seconded by Jason Harris. By show of hands, the motion carried.

## **V. Election of Trustees**

Five homeowners had volunteered to act as Trustees of the HOA prior to the meeting: John Hoge, Andy Dean, Gretchen Nemire, Jen Frey, and Drew Miller. Greg Davis and Melissa Wetzel, attendees at the meeting, also volunteered to act as Trustees. Attendees voted on five Trustees. Following were the results of the vote: Jen Frey (21), Gretchen Nemire (20), Drew Miller (23), Greg Davis (15), Melissa Wetzel (11), Andy Dean (14), John Hoge (17).

President John Hoge then announced the elected Trustees: Jen Frey, Gretchen Nemire, Greg Davis, Drew Miller and John Hoge.

## **VI. Other Business**

Suggestion was made to reconvene Bylaws committee to decide process to amend and make revisions moving forward. Melissa Wetzel joined Bylaw committee.

**President John Hoge adjourned the meeting at 8:00 p.m.**

**Next meeting date to be determined.**

**Minutes submitted by: Brooke Moser, Secretary.**