

SILVERHEELS RANCH OWNERS' ASSOCIATION  
MINUTES OF BOARD OF DIRECTORS' MEETING ON 9/25/23 at 5PM  
548 Front Street, Fairplay, CO  
*(Minutes approved by email to speed publication to Members)*

**Next Meetings:** November 6, 2023 and January 8, 2024 (both Mondays) at 5PM at the address above.

**Minutes:**

- I. **Call to Order:** Board President Lesley Hall called the meeting to order at 4:58pm. All Board Members (President Lesley Hall, Vice President Lane Mathison, Treasurer Ann Erdle, Secretary Jude Biggs, Board Member Jeff Togie, and alternate board member, Lou Pugliese, were present. Quorum met.
  
- II. **Membership Comments:** No guests joined the meeting, so there are no membership comments.
  
- III. **Old Business**
  - A. **Approval of August 28th Meeting Minutes (Ann):** Jude asked questions about Resolution 23-1, which had been discussed during the August 28th meeting. Lesley explained that prior to the August 28 meeting, the Board had learned that the recently passed Amended and Restated Declaration of Protective Covenants for Silverheels Ranch ("Covenants") had reduced the number of horses permitted for each lot from 4 to 2. The Board felt that change was a mistake and that it had not intended to reduce the number of permitted horses. Lesley said the issue was referred to attorney Tracy Hulbert, who drafted the Resolution. The Resolution explained that the Board had made a mistake and that owners as of August 28, 2023 could still have 4 horses, not 2, but that if an owner had 4 horses, the owner would need to haul in water for 2 of them. Both the Resolution and the Covenants were delivered to the Park County Clerk and Recorder's Office on August 30 to be recorded.  
  
Jude explained that she believes there were a number of issues with the Resolution, but that she wanted the Board to be forward looking and make two changes for the future. First, Jude explained that, in her opinion, the Board should interview another attorney if and when the Board needs legal advice in the future. Both Lesley and Ann said they trusted Tracy Hulbert, that she has HOA experience and was affordable and responsive. No decision to change attorneys was made, but the Board will revisit the

question if it needs legal help in the future. Second, Jude explained that, in her opinion, there were procedural issues with the Resolution, such as the Board not reporting it during the discussion about the Covenants at the annual meeting. She said the Board needs to be trusted and if Members were not told about key decisions, Members could lose trust in the Board. All agreed that the current Board wants to operate in an open and straightforward way, notify Members about important issues, and earn and build on our existing Members' trust.

**Minutes Approved:** The Board approved the minutes by a 3-0 vote (Jeff and Jude did not vote as they had not attended the meeting).

- B. Treasurers Report - Approval of the revised YTD Budget and Annual Budget (Ann):** Ann explained that she had recognized at the annual meeting that the YTD Budget needed some corrections. She has spent a great deal of time reconciling the books, and developed a budget that she believes is accurate. (See Attachment A). Thanks to Ann for the hard work! Ann also presented the Annual Budget to the Board and reviewed several items in it. One item is a bill for fish stocking that should have been received and paid in August but was only recently received and will be paid in September. In effect, we will have a \$1000.00 expense from our prior fiscal year paid in the current fiscal year.

The Board discussed in what form the SROA's reserves should be kept. Currently the SROA's reserves are kept in money market savings accounts and in CD's that mature in December 2023. Jeff will research options and report back to the Board at its November meeting.

**Budgets approved:** The Board approved both the revised YTD Budget and Annual Budget by a 5-0 vote.

- C. Mike Petersen Memorial Bench (Lane):** Lane reported that if we build a bench or picnic table, he could donate materials and with help, handle installation. Dave Wissel has said he will pay for a plaque. Thank you Dave! The Board discussed options that would be low maintenance. Lane will research options and report back to the Board.
- I. Board Member Responsibilities (Lesley):** Lesley led the discussion on which Board Members will be responsible for what duties. See Attachment B (list of Board responsibilities revised after the discussion). Jude added a possible duty for the Secretary: to draft policies or guidelines that the Board may need (e.g., a conflict of interest policy).

**D. Bank Research and New Signers (Lesley):** After conducting research on options for banks, Lesley recommends staying with TBK Bank. The Board needs to remove Dave Wissel from the account as a signatory; Lesley, Lane and Jeff will be signatories going forward.

**Approval for Removing Dave Wissel as a Signatory:** The Board approved instructing the bank to remove Dave Wissel as a signatory and designating Lesley, Lane and Jeff as the new team of signatories.

**E. Weed Sprayer:** Ann has the SROA's weed sprayer for the time being. The SROA needs someone to do the spraying in common areas this coming spring. The Board asked Jeff to put a request for a volunteer in the fall newsletter, which will be coming out in November. The Board would pay for all supplies. Jeff will handle.

#### **IV. New Business**

**A. Records Retention and Storage (Lesley and Jude):** Lesley and Jude are in the process of reviewing hard copy and electronic records maintained by Mike Peterson. Ann offered to scan minutes, but suggested if there are many hard copy records to be kept, then it makes sense to hire scanning help. As Lesley and Jude review the records, they may develop a record retention policy. They know that all minutes must be kept permanently under the Colorado Revised NonProfit Corporation Act.

**B. Tax Issues (Jude and Ann):** Jude and Ann are researching whether the SROA needs to file a periodic report with the IRS. As a nonprofit corporation, SROA does not pay taxes; but it is unclear whether a report needs to be filed each year with the IRS. Jude and Ann will continue researching and report at the November Board Meeting.

**C. Board Timeline (Lesley):** Mike Peterson had put together a month-by-month list of tasks that the Board must handle. See Attachment C (Board Timeline). The Board reviewed the tasks to be completed from September through January and will review the tasks for the months of February through August at its November meeting.

**D. Fall Newsletter (Jeff):** Jeff is starting work on the November newsletter. He welcomes articles and photos for it, and will include information regarding fire mitigation, roads and culverts, and other topics.

**E. Website Updates (Lesley):** Lesley is reviewing the FAQs on the website to revise and make consistent with the current covenants.

**F. Welcome New Lot Owners (Jude):** We have 3 new lot owners and at least 2 more in the wings. Jude will revise a “Welcome” letter to send to each new owner. The Board discussed other ways to make sure new owners feel welcome.

**G. Special Projects:**

**1. Fire Mitigation:** Jeff will include information about fire mitigation in the November newsletter. He said one of the easiest things to do to reduce the risk of fire is to knock off the lower dead limbs/branches from trees.

**2. Culverts and Roads:** Lesley explained that she calls the county routinely to ask for more service on our roads; however, the county only has a couple of employees who can do the work. Several options were discussed for being polite squeaky wheels. Lesley, Lane, Ann and Jeff will all call the County from time to time to talk with the appropriate person. In addition, Jeff will put a short blurb into the November newsletter to invite Members to contact the county about our roads and culverts (which often get blocked by county road graders). He’ll include the name and phone number for the person who handles such work. All stressed that communications with the county must be civil; no angry phone calls please!

**3. Safety Issues:** Lou said speeders are common and dangerous. He also said more Members (or their guests) are actually shooting guns within the SROA area, and how dangerous it is. The Board agreed to investigate posting signs at the entrance to our subdivision, saying “NO SPEEDING,” and “NO SHOOTING IN OR FROM SILVERHEELS.” Lane will research the cost of signs and the process for ordering them. Lou mentioned some Members (or their guests) leave trash outside and bears get into the trash. Jeff will include a reminder in the next newsletter that explains how important it is for owners not to leave trash or food of any kind outside.

