



Little Elk Creek Village
Home Owners' Association
Post Office Box 420
Snowmass, CO 81654-0420

**BOARD OF TRUSTEES SPECIAL MEETING MINUTES
SEPTEMBER 1, 2021, 6:30 PM ZOOM**

SPECIAL FOCUS: ORIENTATION OF NEW BOARD

Trustees Present: John Ott, Tony Rizzo, Clay Stranger, Griff Foxley, Sharon Caulfield

Manager Present: Keith Edquist

Homeowners Present for some or all of the meeting: July and Jeff Myers, Ray Ives, Rebecca Milvich

1. Quorum and Minutes

- All Trustees were present, constituting a quorum
- The Minutes of the Board's meeting of August 16, 2021 were approved unanimously
- Bank signatures: John Ott and Tony Rizzo will take the lead on getting the bank signature changes made. As determined at the meeting on August 16, all Trustees will be signatories on the checking account to facilitate timely check writing. (Two signatures are required on all checks.) All Trustees will also endeavor to become signers on the reserve accounts, but this is not as critical.

2. Public Comment and Board Reports

- Roads repair report: The Board has chosen Lion Construction and Paving to complete the road repairs, subject to final contracting. Two bids were received which were not significantly different in price. Lion is available with a fixed schedule toward the end of September. Lion is willing to work with individual homeowners when they are in the neighborhood for driveway repair, etc.
- Meter Project: The meter project on LEC is completed, with the Voorhees meter installed to the satisfaction of all and \$350 sufficient for the Burkes' landscaping repair
- The Meyers raised the issue of willow spraying at the Alexander bridge. The board continued its discussion of thistle management, the use of herbicides and other common areas management concerns, and Clay Stranger will follow up with all parties.
- No financial report until the September 8 regular meeting.

3. ACA reports – all neighbor comments have been received or waived.

- The Romero fence plan (50 Alexander) is fully approved by the Board.
- The Pawlowski shed, paint color, and windows project (35 Katydid) is fully approved by the board with the addition of the plantings around the shed.
- The homeowners at _____ Driskell have been asked to put their apparent tree planting project on hold pending neighbor comments and ACA approval.
- **The Board reiterated how important it is for residents to follow the Architectural Control Authority process outlined in the subdivision Covenants and other documents. The ACA protects our interests in our most important shared resources: water, viewsheds, infrastructure, property values, and good neighbor relations. It is not ok to go ahead with a project without ACA involvement. We know that it may feel like an imposition to seek ACA approval for actions on your property, but with ACA approval, hard feelings in the neighborhood may be warded off, relevant information can be identified, and good ideas can come through the consultation. The ACA also works in tandem with the Pitkin County regulations that govern our properties. The Board will be sending out a formal reminder of these requirements in the near future.**

4. Organizational documents and fiduciary duty review. The Board reviewed the following documents that are located on the website at www.littleelkcreekvillage.org.

- Articles of Incorporation and Amendments: the "Constitution" of the Association. Public documents filed with the Secretary of State.



- Bylaws: Internal organizational document that is not available to the general public. Subordinate to the Articles of Incorporation and Covenants.
 - Covenants: A document filed with Pitkin County and available to the general public. The covenants 'run with the land' and are binding upon homeowners.
 - Policies/Procedures/Rules: Documents that are adopted from time to time by the Board. Some policies, procedures and rules are mandated by the State of Colorado, particularly under CCIOA.
 - Association Contracts - Keith Edquist has compiled and will review with Sharon Caulfield for Board overview at later meeting.
 - CCIOA- "Kiowa" Colorado Common Interest Ownership Act is applicable to LECVHOA (although some sections may not apply).
 - Conflicts of Interest- There is a conflict of interest form in the LECVHOA rules & regs. All Trustees agreed to sign and return this form. The fiduciary duties of Board members fall in three categories: 1) The Duty of Loyalty – to put the interests of the LECVHOA above the personal interests of the individual trustee; 2) The Duty of Obedience – to follow the law and the governing documents of the LECVHOA; and 3) The Duty of Due Care – to take the same kind of care with the issues of the LECVHOA as a reasonable person would take with their own issues.
 - There was discussion of having two secured portions of the website, for Homeowners and for Trustees. This would provide some protection against third party abuse of the website information. Items that could be restricted to homeowners, for example, could be the financial statements, meeting minutes, and a voluntary list of homeowner address and contact information. Items that could be restricted to Trustees could include the current contracts of the Association and items that should not be shared outside of a fiduciary duty, such as legal or engineering advice.
 - There was discussion of developing a committee to update the Covenants, Policies/Rules/Procedures, and Good Neighbor policy. Griff Foxley will work with a few homeowners to identify the policies that are most relevant to new homeowners, and develop a website location and other means of communication on those topics. Sharon Caulfield will work with a few homeowners to begin to review the covenants and to bring them up to date with a) Pitkin County current regulations and CCIOA requirements; b) current LECVHOA practices that may have overtaken specific language in the Covenants; and c) proposals to update or add certain sections. Griff and Sharon will meet to coordinate the two processes so that the information provided is consistent. All homeowners are encouraged to become involved in these processes.
5. Discussion of board participation expectations, decisional values, communication standards
- Who leads projects, e.g. road repairs? Other than the assignments to Board officers as described in the Bylaws, the Board decided not to create specific Trustee 'portfolio' assignments, but rather to assign projects as they arise. The Board will be sure to notify homeowners through the newsletter who has been assigned to projects so that homeowners have an efficient contact in addition to board@littleelkcreekvillage.org.
 - Grant small payments authority, e.g. \$250 or \$1000 per quarter? This may be done as project assignments are made
 - Board communication to owners - approval process. The Board clarified that any communication to homeowners that goes out on behalf of the LECVHOA should be reviewed by all Trustees before it is sent out (unless the topic was pre-approved). There will be times, however, that homeowners may ask Trustees for their independent opinion on some topics. If verbal or written individual opinions are offered by a Trustee on a particular topic, the Trustee should make it clear that the communication is individual and not on behalf of the whole Board, and the whole Board should be timely informed of the communication. Homeowners should understand that the Board has a decision-making process that will be reflected in the monthly agenda and minutes, and that no one Trustee speaks for the Board except to reflect a full-Board decision that has been made.
 - Board should be 1 voice. The Board acknowledged that once decisions have been made through



the appropriate bylaws process, the Trustees will respect the decision of the board even if the Trustee would have made a different decision or voted against the board's motion.

- Email communication standards for the board. The Board discussed norms to build trust and efficiency within the group. Email and text are the preferred means of communication. An "RR" designation will mean that a Trustee's response is requested within 48 hours.

6. Consider options for agenda management, e.g. consent agenda. The Board considered how to make meetings more efficient. A "consent agenda" format will be tried, by which Trustees or others who are responsible for projects will provide written reports at least a week in advance of each regular meeting. These reports will be considered informational and will be included as part of the board meeting minutes, but if any Trustee wishes to have further discussion, or if a formal motion for approval is required, the topic can be pulled from the consent agenda for full Board action. The Board agenda and minutes will include these reports for homeowner information as well.

The board will endeavor to develop its agenda a week ahead of each meeting. The agenda will be sent out to all residents in advance of the meeting, with the consent agenda reports, if possible.

7. Develop project goals for 2021-2022. The board briefly discussed the topics that have been identified as priorities for 2021, below. Those that have already been discussed within this meeting and that will be placed on an agenda this fall include those that are noted in **bold** below. Others will be addressed further in the year.

- **Water meter project completion**
- **Water meter monthly reports**
- **Road completion**
- **Fix landscaping by playground**
- **Transition of Water management**
- **Algae management**
- **Secure section of website: Include resident email list, LEC contracts, financials, etc**
- **Website information for new residents (or update good neighbor policy?)**
- **Update covenants --3 parts : 1) legal requirements, 2) update to current usage, 3) new**
- **Resident gatherings on important topics**
 - (e.g. water law; association water rights, CO river compact, noxious weeds)
- Update reserves study (required every 5 years per CCIOA)
- Backup tank on Alexander
- Prepare job description for LEC manager and bookkeeper
- Trail into open space from Driskell
- **Thistles in common space**
- Website

8. Old business:

- Caulfield moved and there was a second for the following motion: Keith Edquist, using his discretion, is authorized to place or arrange to place two additional dog waste stations, one on Driskell and one on Alexander, and to request that Waste Management add these dog waste stations to the Waste Management pickup schedule. The vote to approve was unanimous.

9. Adjourn. The meeting adjourned at 8:30 pm.