

Mountain Springs Ranch Homeowners Association  
Special Members Meeting Minutes  
May 22, 2023; 7 pm MST via Zoom

Meeting called to order at 7:02 pm MST by Matt Graham

Role call of attendees and proxies.

- Lot 1 Ryan Huckabay, limited proxy
- Lot 2 Martha Cochran and Steve Mills, limited proxy
- Lot 3 Jerry and Jan Fedrizzi, limited proxy and in person (Jerry Fedrizzi)
- Lot 4 Rob Agnew, in person
- Lot 5 Peg Hill and Julie Coy, limited proxy and in person (Peg Hill)
- Lot 6 Gary Walker and Deborah Tumulty, not present
- Lot 7 Louise Marron and Tim Hasselmann, general proxy held by Louisa Morrissey
- Lot 8 Bill Maltby, not present
- Lot 9 Louisa Morrissey and Ben Young, in person (Louisa Morrissey)
- Lot 10 Christy Milner, in person
- Lot 11 Scott and Melinda Delmonico, limited proxy
- Lot 12 Chris DeSantis, general proxy held by Christy Milner
- Lot 13 Dr. Will Evans, limited proxy
- Lot 14 Mike Green, limited proxy and in person
- Lot 15 Tim and Jeannie Lucas, general proxy held by MSR HOA President and limited proxy
- Lot 16 Sean Elias, in person
- Lot 17 Bill Slavinski and Megan Chance, not present
- Lot 18 Carrie Clark and Mike Freeman, limited proxy
- Lot 19 Gerilyn Grange and Laurie Coryell, not present
- Lot 20 Nancy Culkin and Brian Welder, in person (Brian Welder)
- Lot 21 Steve Beckley, not present
- Lot 22 Chris Jermaine and Jennifer Tomsen, limited proxy
- Lot 23 Tom and Danielle Warnes, general proxy held by Levi Sherman, limited proxy from Levi Sherman
- Lot 24 Jim Stark, limited proxy
- Lot 25 Ellen Rollins, limited proxy
- Lot 26 Larry Sather, not present
- Lot 27 Jack and Leslie Metcalf, in person
- Lot 28 Alan and Linsey Short, not present
- Lot 29 Justyn and Jenny Mcgrigor, limited proxy
- Lot 30 (there is no lot 30)
- Lot 31 Tim O’Sullivan, in person
- Lot 32 Jack Cody, not present
- Lot 33 Matthew Graham, in person
- Lot 34 Tony Threinan, in person
- Lot 35 Gian Columbo, not present

- Lot 36 Jon and Erin Zalinski, not present
- Lot 37 Gary and Susan Starr, limited proxy and in person (Susan Starr)
- Lot 38 Cyndie and John Rippy, in person (Cyndie Rippy)
- Lot 39, Ben Young and Louisa Morrissey, in person (Louisa Morrissey)
- Lot 40 Scott Key, not present
- Lot 41 Joe Della Ratta, not present
- Lot 42 Tom and Diane Heald, not present
- Lot 43 Cyndie and John Rippy, in person (Cyndie Rippy)
- Lot 44 Cyndie and John Rippy, in person (Cyndie Rippy)

There were 17 members present in person and 13 members sent in proxies. Total in attendance for the meeting were 30 members. A quorum was reached.

#### Rules of meeting decorum read.

- Rules of meeting decorum: Raise your hand and wait to be recognized by the President for your turn to speak. Limit comments to 3 minutes. Do not interrupt the member with the floor. Be respectful of all members. No abusive language. If there is disrespectful or abusive language, there will be one request/warning to change behavior or language. If the behavior continues the person will be removed from the meeting. If you continue to interrupt you will be muted after a request to stop interrupting. If you unmute yourself and keep interrupting you will be removed from the meeting.

#### Member comments.

- Matt Graham reminded the participants that this is not a vote to amend the current Covenants. This is only a vote to inform the Board if the community would like to change the language in the proposed Covenants to remove subdivision or keep the right to subdivide as is in the current Covenants. He hopes that there can be constructive conversation at this meeting and get a sense of what the community would like and use this to direct the language of the proposed Covenants.
- Jack Metcalf wanted to know the background history of why this change has been requested.
  - Several years past, the MSR HOA adopted CCIOA (Colorado Common Interest Ownership Act) which is Colorado State law.
  - We need to bring our documents into compliance with CCIOA.
  - This was also a good time to update the documents to reflect the current community.
  - The process has been ongoing for 3 years and 3 different Boards.
  - A documents work group of community members, separate from the Board, reviewed the documents and made recommendations to the Board. They also made recommendations for the survey questions that were sent out to the community in the initial survey. One of these questions was whether or not to keep subdivision.
  - For the most part all questions have been resolved. The subdivision question continues to remain a close division from the informal survey results.
  - The current vote to inform the Board is to have a formal clarification of where the community stands on this issue.
  - The ratification of the entire Covenants is a separate vote but this feedback vote regarding subdivision will inform the Board of the general community sentiment.

- Sean Elias:
  - Expressed his opinion that the Board is pushing this and is 100% behind no subdivision.
  - Does not feel like the Board represents the community.
  - Tim O’Sullivan pointed out the he is not in favor of restricting subdivision and the Board is not 100% behind no subdivision and it has not been since this discussion started.
  - Matt Graham pointed out that the entire reason to have this vote is to give the opportunity for each member of the community to have a voice in the matter.
- Brian Welder:
  - Has been on sidelines for a lot of this discussion. Understands both points of view.
  - Right now, we have the right to subdivide.
  - Could there be a middle ground where those against subdividing voluntarily give up that right and those who want to can keep it, but with consequences (ie, double fee on HOA dues?)
  - The Board is not opposed to a grandfather clause, but how would be a fair way to keep track of this and implement it?
- Christy Milner:
  - The informal surveys showed that about 40 % of the responded wanted to keep subdivision.
  - What % of votes is required to change?
  - Matt Graham stated that 67% of community votes are needed to ratify the entire Covenants.
  - Christy Milner stated her opinion that she thinks that CCIOA says any change the Covenants requires 2/3 of the community or what the Covenants state if the Covenants require more. Our current Covenants require 75%.
  - Matt Graham: We will clarify this again with the HOA lawyer and do whatever we are legally required to do.
- Louisa Morrissey:
  - We are getting feedback from this vote on a single issue. The Covenants address several topics. While people may feel one way or the other on this particular issue (subdivision), when it comes to looking at the entire Covenants, they may support the Covenants regardless of subdivision. For several people this issue is not a deal breaker.
- Matt Graham:
  - Has formal training as a civil engineer and civil construction and his business is about road maintenance and improvement.
  - His concern is the wear on the road resulting from an increased number of lots.
  - Real damage to the roads come from water. Grading, road base, cleaned ditches and culverts need to be done religiously to maintain the road. Doing these already maxes out the budget that we have. This was a very big snow winter that required more funds in plowing, leaving less funds for maintenance and repair/prevention of the slide area.

- The wear on the road is exponential from traffic while any increase in dues from subdividing is linear.
- He believes that subdivision will create exponential wear on the road and will lead to increased dues for all lots.
- Increased construction traffic creates excessive damage to road.
- Brian Welder:
  - Agrees that water is the enemy of the road.
  - The rotation of tires on road and acceleration around corners causes wash boarding and wear on the road.
  - Most lots probably have 2 vehicles. Subdivision could double the number of vehicles using the road.
- Leslie Metcalf:
  - How many lots originated in this community and how many lots have ever been subdivided?
  - There were 43 lots in the original subdivision and no lots have currently completed subdivision.
  - Additional properties outside of the HOA use the road for access. Some contribute voluntarily to the road maintenance but others do not. This is also additional traffic on road and the HOA has no control over these properties.
  - Cyndie Rippey noted that the HOA is responsible for maintaining the access on the road and we are trying to be good stewards of the road.
  - Matt Graham pointed out that the number of people who live in the community full time has increased as well as the number of houses that have been built over the past few years, even without subdivision. This creates more traffic on the road and more wear and tear on the road.
  - Louisa Morrissey pointed out that two properties have recently applied for subdivision and the Board has received at least one email from prospective buyers inquiring about subdivision. Land is getting more scarce and expensive and subdivision becomes an attractive option.
  - Cyndie Rippey noted that since the properties that have applied for subdivision have applied under the current Covenants, which allow subdivision, the HOA cannot stop that process.
- Susan Starr (noted in chat):
  - There has been a lot of water damage on North Marsh from a malfunctioning culvert under a private driveway and that residents should be responsible for keeping the culverts under their private driveways clean and functioning.

Role call vote

- Vote:
  - A: To inform the Board that CURRENT language in the Protective Covenants which allows for the subdivision of lots to no less than 15 acres be RETAINED in the *proposed* Revised and Reinstated Protective Covenants

- B: To inform the Board that the NEW language in the *proposed* Revised and Reinstated Covenants be CHANGED to prohibit subdivision of lots and keep lots at 35 or more acres per lot.
- **Reminder: This is not a vote to amend the current Protective Covenants.**
- Role call vote will proceed by lot number and will include the proxies the Board has received prior to this meeting via mail or email.
  - Lot 1 Huckaby: limited proxy, option B no subdivision
  - Lot 2 Mills/Cochran: limited proxy, option B no subdivision
  - Lot 3 Fedrizzi: in person, option B no subdivision
  - Lot 4 Agnew: in person, option B no subdivision
  - Lot 5 Coy/Mill: in person, option B no subdivision
  - Lot 6 Walker/Tumulty: not present
  - Lot 7 Marron/Hasslemann: general proxy held by Louisa Morrissey in which she was directed to vote option B not subdivision
  - Lot 8 Maltby: not present
  - Lot 9 Morrissey/Young: in person, option B no subdivision
  - Lot 10 Milner: in person option, A yes subdivision
  - Lot 11 Delmonico: limited proxy, option B no subdivision
  - Lot 12 DeSantis: general proxy held by Christy Milner, option A yes subdivision (note that Matt Graham requested that Christy Milner send a copy of the proxy to the Board for the records)
  - Lot 13 Evans: limited proxy, option B no subdivision
  - Lot 14 Green: in person and limited proxy, option B no subdivision
  - Lot 15 Lucas: general and limited proxy option, A yes subdivision
  - Lot 16 Elias: in person, option A yes subdivision
  - Lot 17 Chance/Slavinski: not present
  - Lot 18 Clark/Freeman: option B, no subdivision
  - Lot 19 Grange/Coryell: not present
  - Lot 20 Culkiv/Welder: in person, option B no subdivision
  - Lot 21 Beckley: not present
  - Lot 22: Jermaine/Tomsen: limited proxy, option B no subdivision
  - Lot 23 Warnes: general proxy held by Levi Sherman (new owner). Levi Sherman sent in a limited proxy to vote for option B no subdivision.
  - Lot 24 Stark: limited proxy, option A yes subdivision but wanted assurance that any new lot paid full dues.
  - Lot 25 Rollins: limited proxy, option B no subdivision
  - Lot 26 Sather: not present
  - Lot 27 Metcalf: in person, option B no subdivision
  - Lot 28 Short: not present
  - Lot 29 Mcgrigor: limited proxy, option B no subdivision
  - Lot 30 (there is no lot 30)
  - Lot 31 Tim O’Sullivan: in person, option A yes subdivision
  - Lot 32 Cody: not present
  - Lot 33 Graham: in person, option B no subdivision
  - Lot 34 Threinan: in person, option B no subdivision

- Lot 35 Columbo: not present
- Lot 36 Zalinski: not present
- Lot 37 Starr: in person, option B no subdivision
- Lot 38 Rippy: in person, option B no subdivision
- Lot 39 Young/Morrissey: in person, option B no subdivision
- Lot 40 Key: not present
- Lot 41 Della Ratta: not present
- Lot 42 Heald: not present (read letter, see below)
- Lot 43 Rippy: in person, option B no subdivision
- Lot 44 Rippy: in person, option B no subdivision
- Summary of votes:
  - Option A: keep subdivision: 6 lots
  - Option B: remove subdivision: 24 lots
  - Not present: 13 lots
- The Board can reach out to some of those not present and will get results back to the community. Will discuss this at the next Board meeting.
- Letter from Healds:
  - Thanked the Board for their hard work on the covenants and finding language we can agree on.
  - Can see both pros and cons of the subdivision issue and have no preference either way. It is not an important issue for them.
  - Voted for the revised Covenants at the last Members meeting in November and will vote for the revised Covenants when they come up for a vote in the future.
  - Would like the Board to spend more energy and time coming up with a comprehensive road management plan that includes an equitable allocation of funds to maintain, plow and improve the road to meet the needs of transportation today and in the future.
- Note from Peg Hill in the chat:
  - She appreciates how much the Board has done and will do to present the Members the Covenants for a vote.
- Louisa Morrissey expressed thanks and appreciation for everything that Peg and Julie have contributed to our community for so many years.

Schedule next regular Board meeting:

- June 5<sup>th</sup> 7 pm MST

Matt Graham thanked all the participants.

#### Meeting adjournment

- Tim O’Sullivan motioned to adjourn
- Cyndie Rippy seconded the motion
- The motion passed.