

CASTLE PINES NORTH ASSOCIATION, INC.

MINUTES

BOARD OF DIRECTORS MEETING

June 22, 2009

1. CALL TO ORDER

The meeting was called to order at 7:05 p.m. by Vice President Jim Steavpack, who said he is filling the position of Acting President with sadness for the loss of Earl Millspaugh.

A. Introductions/Roll Call

Directors Present: Anna Mallinson, Jeff Huff, Jim Steavpack, Rex Lucas, and Shelley Hamilton-Bruer

Directors Absent: Andy Rhodes

Delegates Present: Barbara Saenger, Carol Grant, Jennifer Havercroft, Joan Millspaugh, Maureen Shul, Michael Henry, and Suki Fitzgerald

Delegates Absent: Alison Gibbens, Brian Moe, Carol Padilla, Cheryl McDade, David Necker, Kelly Durie, Ken Heitmann, Kim Hoffman, Nancy Clarke, Richard Anderson, Shirley Beer-Powell

Management Company: Garry Schaffer and Vickie Hunt

Guests: John Garrett, Kevin Bruer, Kim Reinke, Neil Duncan, and Warren Lyng.

B. Board Meeting Process; Homeowner Input Guidelines; Sign in to Speak

Homeowner Input Guidelines were made available to anyone that wished to speak at this meeting.

C. Additions/Deletions/Modifications and Approval of Agenda

Anna added an item to the agenda under new business regarding the upcoming July 4th celebration. Jeff moved to accept the agenda as amended; Shelley seconded; motion carried and approved.

2. APPROVAL OF MINUTES

A. March 19, 2009

Motion by Jeff to approve the March 19, 2009 minutes as presented; seconded by Shelley; motion carried and approved.

B. April 15, 2009

Anna provided an amendment to the April minutes. Motion by Anna to approve the April 15, 2009 minutes as amended; seconded by Shelley; motion carried and approved, with Jeff abstaining.

3. CONTRACTOR REPORTS

A. Website – Tim Gamble

Tim reported that he has been posting documents and other items as requested to the website and that the information on the website has become stagnant and needs to be updated.

4. HOMEOWNER INPUT

There was no homeowner input at this opportunity.

5. REPORTS

A. City of Castle Pines North

Maureen urged residents to attend the city council meetings the second and fourth Thursdays of each month.

1. Safety Task Force: Fire Prevention

Barbara Saenger announced a new program being considered for communities in wildfire areas. She reported that 5-10 HOA's within CPN may be in high risk areas, describing the criteria for determining a "high risk area". Community education meetings and open houses will be held in the near future and the Master Association may be requested to send an email alert to the affected HOAs' Board members.

B. CPN Metro District

In Andy's absence, Jeff reported that the CPN Metro District was making landscaping improvements along Castle Pines Parkway as part of the community master landscape plan.

C. CPN Parks Authority

Anna reported that Parks Authority members had toured both proposed park sites earlier in the day. She further reported that the Parks Authority approved to move forward with the construction of Lagae Park. Plans are for the park to be completed in early 2011 with a total estimated cost of \$5.2 million. The Parks Authority is currently funded with \$4.2 million, and will receive the \$1 million balance of the estimated cost from the CPN Metro District.

D. CPN Library Committee

Warren Lynge provided an update on the status of the new CPN Library. Pledges have reached \$35,000 of the \$52,000 goal and books are being donated and sorted. There will be a book sale August 2 and a reception August 20. They are still accepting donations, and the goal is to open the library by mid-September.

6. FINANCIAL REPORTS

A. Monthly Financial Review

Garry provided an overview of the financial status of the Association as of May 31, 2009, indicating that the Association was operating generally at or below budget, and making particular note that assessment delinquencies were currently 5.3%. Shelley asked Garry what the percentage of those delinquencies was when Client Preference started managing the Association in July 2008. Garry responded that he did not know the exact numbers but recalled it was closer to double digits.

Jim asked Garry about home sales activity in the community. Garry said Client Preference is not tracking all sales and transfer activity in the community but will report to the Board the number of transfers they have been made aware of.

B. Acceptance of April and May 2009 Financial Reports

Motion by Anna to accept the April and May 2009 financial reports as provided; seconded by Shelley; motion carried and approved.

The Board reviewed delinquent accounts to determine action to be taken.

Motion by Jim to send the following accounts to collection: #11308, #13427, #15158; seconded by Anna; motion carried and approved.

Garry identified the following accounts that were uncollectable due to bankruptcy discharges and therefore must be written off: #14914, #15147, and #15146.

Motion by Shelley to approve requested waiver of late fee and interest for account #12056; seconded by Jeff; motion carried and approved with Rex voting no.

Jim moved to waive late fee and interest on account #13324; motion received no second; denied.

Motion by Shelley to waive late fee and interest on account #11117; seconded by Jim; motion carried and approved.

C. Approval of June 2009 Payables

Motion by Anna to approve payment of the bills presented; seconded by Jeff; motion carried and approved.

7. OLD BUSINESS/COMMITTEE REPORTS

A. Social Events Committee

Jim reported that the garage sale had been successful and was the only social event to date this year. He reiterated the Board's support of the community's 4th of July celebration.

B. Repayment of Pre-Incorporation Expenses Committee

Jim asked for a volunteer to take Earl's spot on the committee and as there were no takers, he assumed the role. Maureen suggested that Jim attend the next City Council meeting to ask the Council directly to address the pending invoices that the Master Association delivered to the City.

C. Delegate Involvement Committee

Jeff reported that the Committee held discussions related to Delegate involvement and presented a chart indicating a downward trend of Delegate attendance at Board meetings. Some of the items they considered were:

- a. How to increase Delegate participation
- b. Identifying the appropriate level of Delegate participation
- c. Creating opportunities for additional Delegate involvement

The Committee made the following recommendations to the Board:

- a. Perform an anonymous survey to determine why Delegates do or do not participate
- b. Develop better communication between the Board and the Delegates to help them understand why their participation is important
- c. Offer opportunities for a Delegate project and/or activity that can be selected by the Delegates, to foster participation and ownership in the process

D. Contribution to Chamber of Commerce Committee

There was no report from this Committee.

E. Email Alert Committee

Anna reported that email alerts are being sent as approved.

F. Website Redesign Committee

Shelley reported that the designer has had an unusually high work load in his regular occupation and has not been able to focus on the website. He will soon be available to concentrate on it. She further noted that the extreme low cost of the re-design was worth the extra time it was taking.

G. Community Directory Committee

Jim reported the community directory was progressing.

H. Meeting Between City and Master Board

Jim will work toward getting this rescheduled.

I. Approved Board Code of Conduct – Board Member and Delegate Signatures

Having not been present at the April meeting when the Code of Conduct was adopted, Jeff questioned the need for this document with the Board having adopted a Code of Ethics in October 2008. Jim suggested that changes could be made to the Code of Ethics to mimic the elements in the Code of Conduct. Shelley suggested that the two documents be compared and combined into a single up-dated Code of Ethics. Jim asked that the combined document be presented to the Board for review prior to adoption.

J. Revision of Bylaws – Use of Proxies at Master Annual Meetings

The Board executed the amendment to the Bylaws prohibiting the use of proxies at Master annual Delegate meetings. It was noted that Section 7.03 of the Bylaws should also be reviewed for modification and consistency with the newly-adopted amendment.

8. NEW BUSINESS

A. Master Contribution to Earl's Memorial

Anna confirmed that the CPN Metro District will permit the Master Association to purchase one of the benches in their xeriscape demonstration garden as a memorial to Earl. The total cost of this bench is \$1,000. Garry reported that to date a total of \$380 had been received in donations for this purpose and that more was expected. Anna moved that the Master Association contribute the difference between whatever donations are received and the \$1,000 in order to cover the cost of the bench; seconded by Jim; motion carried and approved.

B. Board Vacancy – Appointment of Selection Committee Members

Jeff suggested that a selection committee comprised of three Board members be chosen to recommend a candidate to fill the vacant Board position. Jim asked that the delegates be invited to participate in this process as well, and asked for volunteers. The following individuals volunteered for this committee: Jim, Jeff, Jennifer, Maureen, Shelley, Barb Saenger, and John Garrett.

C. Review and Approval of 2nd Quarter Newsletter

Jim asked that information and a link to the Client Preference website be included in the URL's featured in this edition of the newsletter. With that change, the newsletter was approved for distribution.

D. Management Company Contract Extension Proposal

Garry presented a proposal to extend Client Preference's management contract for the period to December 31, 2010 at the current monthly rate of \$5,000. Jeff asked if the term of the contract was firm; Garry responded that the contract contains a 30-day cancellation clause. There being no further discussion, Anna moved to approve this extension; seconded by Rex; motion carried and approved.

E. Dissolution of South Lynx HOA

Neil Duncan, representing South Lynx HOA, provided a short explanation to the Board of the reasons for the dissolution of this HOA. As the Master Association to South Lynx HOA, the Board was asked to execute an agreement acknowledging its acceptance of the intended dissolution of South Lynx. Jim moved to approve and execute the acknowledgment; seconded by Jeff; motion carried and approved.

F. July 4th Celebration

Anna reported that of the \$2,500 the Master Association approved as a contribution to the July 4th Celebration, to be held July 3 at Coyote Ridge Park, only \$632 was spent. Anna moved to approve spending the balance of the funds, up to \$2,500, for decorations for the event; seconded by Shelley; motion carried and approved.

9. ADDITIONAL HOMEOWNER INPUT

With the vacancy in the office of President, Rex moved to nominate Shelley as President. Anna seconded the motion. Jim expressed concern about the appropriateness of this motion for two reasons: 1) there had been no indication to the rest of the Board this would be considered at this time; and 2) he felt all six remaining Board members should be present for such an action. Jeff commented that he felt it was inappropriate as it was not an item on the approved agenda for the meeting. Shelley questioned why having a full Board for this decision was different than any others made during the meeting.

Kim asked if the Selection Committee would be publishing a report of their candidate recommendation. Rex asked if having the six remaining Board members in attendance would also be required to appoint the new Board member. No action was taken on this matter.

10. NEXT MEETING

The next meeting of the Master Association Board of Directors will be held on July 16, 2009 at 7:00 p.m. at the Community Center.

11. ADJOURNMENT

Motion by Jim to adjourn this meeting; seconded by Jeff; motion carried and approved.

The meeting was adjourned at 9:13 p.m.

Approved 9/9/09