

**Indian Camp Ranch Homeowners Association
Meeting at the Home of Arleen and Richard Blake
Saturday, October 14, 2006 - 10:00 a.m.**

The purpose of this meeting, called by President Karen Kristin, was for the Board of Directors and the Nominating Committee to discuss the Nominating Committee's proposal for an ICRHOA elections process. The meeting was open to all ICRHOA members.

Attending from the Board were: Karen Kristin, Porter Stone, Richard Blake, and Melinda Burdette. Attending from the Nominating Committee was Skip Lange, Chair. ICRHOA members attending were: Arleen Blake, Archie Hanson, Mary Hanson, Leila Hanson, Pat Hatch, Sarah Hatch, Alex Lange,, Russ Sweezey.

Karen called the meeting to order at 10:10 a.m. She called on Russ Sweezey to review how Colorado state laws apply to our HOA. Russ explained that compliance with the Colorado Common Interest Organizations Act (CCIOA) is optional. The law states that a HOA has to opt in in order for this act to apply. Either the developer can declare that the development subscribes to the CCIOA, or the board of directors can pass a resolution that the HOA subscribes to the CCIOA. Regarding SB 100 and SB 89, these bills contain some state laws that rectify things that were not in the CCIOA.

HOA bylaws and CCR's are the formal "rulebook" of a HOA. They are on file with the Secretary of State in Colorado and with the county. The election of the current Board last December is legal. It was conducted in accordance with the Bylaws of the ICRHOA. Russ noted that in order for our HOA to conduct an election in any other way except as set forth in the bylaws, we must first amend the bylaws.

Amending the bylaws will require making changes in all the pertinent places. The amended bylaws must be approved by the Board of Directors, and then they must be recorded with the state and county before they can become our governing document. (Richard Blake was appointed by Karen at the October 7, 2006 annual meeting to chair a Bylaws Revision Committee, members attending this meeting volunteered to serve on this committee, and the committee is ready to undertake this project.)

In conclusion, any election process we adopt other than what is in the bylaws cannot be executed unless and until the current bylaws are amended.

Karen called on Skip to present the Nominating Committee's proposal for a new election process. The committee, composed of Skip, Jane Dillard, and Curt Mangan, met on October 8th. They invited the Board of Directors to meet with them on October 9 at the home of Alex and Skip Lange to hear their proposal. Melinda Burdette and Porter Stone attended this presentation. Skip said that at the Annual Meeting, the Nominating Committee was not given any charge about changing policy; their charge was to propose a procedure for an election.

Skip distributed copies of a written proposal, reviewed the proposed procedures and timeline for a secret ballot election by mail, and passed around samples of the three mailings related to a self-nomination process, secret ballot, and notification of election results to all members.

Following Skip's presentation, Karen invited questions and discussion. Comments related to issues and concerns, as follows:

1. The time line needs to encompass amending the bylaws.
2. Do we want a slate of candidates for directors, or a slate of candidates for Board positions?
3. Is the engagement of a HOA management firm necessary to count the ballots and tally election results for us?

4. Getting good candidates is important.
5. Should candidates be able to run for more than one position?

A show of hands was requested for several of the above questions. The general consensus was that:

1. Require candidates to run for specific positions.
2. Allow a person to run for more than one office or position, and recommend that a person who wishes to run for more than one office or position indicate their preference in their biography that would be submitted for distribution with the slate.
3. Restrict voting to one vote for a person if they are running for more than one office or position.

There was further discussion and agreement that Skip's presentation was a practical method of achieving a secret ballot by mail. Russ's suggestion, to further protect privacy, was accepted. This would entail using a plain inner envelope into which a ballot would be placed and sealed, and this would be inserted into a mailing envelope. All mail would be held unopened until the ballots were counted, at which time the outer envelope would be discarded, and only plain, sealed envelopes would remain, thus protecting the anonymity of the sender. A numbering system could also be employed to ensure that 31 lots were represented in the voting, but the ballots would be scrambled when sent to members so the number on the ballot, when returned, would not be associated with any particular lot owner.

The timetable proposed by the Nominating Committee was not accepted, and further discussion ended with a decision to have the election completed by January 31, 2007, with an "as soon as possible" starting date.

A vote was taken on Skip's recommendation that we engage Full Circle Management to count the ballots. The majority felt that this was not necessary and that an ICRHOA member not nominated or running for office should be asked to handle the ballot counting.

It was agreed that nominations are to be made for a particular office rather than Director to encourage volunteers to participate. As nominations are received, Russ will post their names on the ICR web site to encourage further volunteers.

Staggered terms were preferred by the majority, and specifically: the President and Director-at-Large positions would be for one year (through 2007). The Vice-President, Secretary, and Treasurer would serve a two year term (through 2008). Future nominations and elections would begin at the Annual Meeting in October, with the new officers taking their positions on January 1 of the following year. The vote would alternate between two positions and three positions each year.

Melinda was asked to forward to the Nominating Committee the conclusions of this meeting.

The Board will proceed with crafting the amendment to the existing Bylaws to allow for the process of a secret ballot by mail. Concurrently, the Nominating Committee will: 1) work out an interim time line within the confines of the above dates, 2) develop the forms by which nominees will submit a self-nomination, and 3) develop the voting ballots. Leila is to send to the Nominating Committee a sample wording and a form for ballots, as requested by Skip.

With some clear guidelines in place and a plan to move the election forward as expeditiously as possible, Karen adjourned the meeting at 1:30 p.m.

Respectfully submitted,

Melinda Burdette

(with thanks to Sarah Hatch for taking notes after I left the meeting at 1:00)

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