



**Board of Directors Meeting Minutes
April 9, 2007**

Members Present: Allen Alchian (president), Corinne Solano (treasurer), Dan Rivers (vice president), Richard Robertson (director), Deborah Hoffman (director), Michael Abplanalp (director)

Guests Present: Carol Hattrup, Bob Sievert, Diane and Steve Boggs, John Witsken

Meeting called to order 3:48 PM

I. Board Minutes of March 20, 2007. Solano asked about the motion adopting governance documents. Alchian explained that SB05-100 required Associations to identify the documents that govern the Association. This had not been done for King's Deer, and the motion resolved that discrepancy. The information is now posted on the web site. Alchian moved to approve the minutes. Robertson seconded. Minutes approved.

II. Appoint officers and other director duties.

A. President. Solano moved to appoint Alchian as president. Rivers seconded. Vote in favor unanimous.

B. Treasurer. Alchian moved to appoint Solano treasurer. Robertson seconded. Vote in favor unanimous.

C. Vice President. Alchian moved to appoint Dan Rivers as vice-president. Hoffman seconded. Vote in favor unanimous.

D. Secretary. Solano noted that the person serving as Secretary could also be an appointment from outside of the Board, and suggested that we offer it to someone other than a board member. There are several people who have been coming to meetings on a regular basis that might be interested. No appointment for the secretary position was made at this meeting.

E. Architectural Control Committee. Rivers stated that he would like a board member to be the ACC chair. Further discussions brought agreement that the ACC Chair did not have to be a board member if a board member was serving on the ACC. Abplanalp volunteered to be the board representative on the ACC. Rivers moved to formally appoint Mike Abplanalp as ACC Liaison. Robertson seconded. Approved unanimously. Mike Abplanalp is Architectural Control Committee Liaison for the board of directors.

F. Common Area Maintenance. Robertson moved to appoint Hoffman as the Common Area director. Abplanalp seconded. Approved unanimously.

G. Corporate Business.

1. Hattrup submitted two notebooks containing copies of various corporate documents. she said she could not find the recorded Highlands Bylaws. Classic bylaws have been around since 1994. And Highlands was created in 1997 but apparently the bylaws were not recorded. Cannot record 2003 corporate documents now since it did not happen, did not have enough votes to merge.

2. Hatstrup stated that neither bylaws from either corporation are on file with the Secretary of State and if a signed copy exists somewhere it needs to be found. The Board needs to record with the El Paso County Property Clerk the Resolution appointing new directors to the vacant board positions that resulted from the March resignations. This is one of many tasks that needs to have closure.
3. Solano asked if in the unrecorded bylaws the term for membership of Board is two or three years. Discussion among the board reflected that the original term of office for directors was three years, but at the November 2003 Annual Meeting when the two associations were merged, it was shortened to two years because of the difficulty in recruiting or retaining directors for a three year term. However, like other details from that particular meeting, the results are not well documented and the directors did not know where that might be in writing.
4. Rivers stated that the Board cannot leave unresolved the corporate status and legal documentation of the HOA. He requested Carol Hatstrup prepare a presentation at the next Board meeting, on April 30th. Rivers motioned for the Board to ask Carol Hatstrup to get the governing documents fixed and to work with Mr. Scheuerman, HOA Attorney. Robertson seconded. Approved unanimously. Hatstrup is to start working on establishing the requirements needed to make the HOA fully compliant with the law.
5. Rivers moved that we designate Hatstrup as Legal Liaison to the Board. Solano seconded. Approved unanimously.

H. Vacant Director Position. Robertson motioned to nominate Rich Paul for the vacant board position he wants the decision made so that the Board can go forward, he feels that Paul would help with the continuity of the Board. Hoffman seconded. Solano stated that Steve Boggs is still interested in filling the board vacancy. After further discussion, Rivers moved to table the motion to fill the vacancy until the next meeting so we can give all members an opportunity to express their interest in the position. Hoffman seconded. Approved 4-2 with Hoffman and Alchian casting negative votes. Solano encouraged the Board to finalize the appointment within three weeks or sooner. The Board agreed to meet again on April 30th at 3 PM, at this same location for filling the vacant position and to conduct the next business meeting of the Board.

III. Officers' Reports.

- A. President.** All board members have a copy of the Conflict of Interest Statement. Read it then sign and give it to Pat for filing.
- B. Financials** (reported by Alchian)
 1. The January and February 2007 financial reports were distributed. Alchian commented that the \$3,500 deficit seen in January can substantially be attributed to unbudgeted legal fees. March statements were not yet available but are expected within the week. Alchian requested our new treasurer give the reports a thorough examination and report the financial status to the Board at our future meetings.
 2. The board agreed that directors signing for all bank accounts will be Solano and Alchian.
 3. Solano recommended a certified letter be sent to all who still have outstanding late fees. Agreed.

4. The Treasurer will develop a policy on late fees, interest and unpaid assessments.

C. Secretary. (reported by Alchian)

1. **Newsletter.** We should aim to get the newsletter out in mid-May. Therefore we need to receive articles from directors by May 7.
2. **Letter to Membership.** The Board agreed to send out a letter to the membership by the end of April. Directors are to write a paragraph for the letter by the middle of next week and submit them to Alchian.
3. **Community Meeting** - Solano asked about the next Community Meeting for the membership. Alchian suggested the directors give it some thought and be prepared to talk about it at their next meeting on April 30.

IV. Directors' Reports

A. Common Area. (reported by Alchian)

1. **Multi-use Field.** HOA is again being asked about a policy regarding use of the multi-use field by non-HOA members. Prior Boards have considered this question as well as the possibility of providing reservations for its use. The past conclusions were that it was too difficult to enforce, who can on the field and how to enforce reserved times. There is also a question of liability if we start taking a active role in determining accessibility to the field. However, if someone can present a viable plan to the Board, it would be considered.
2. **Maintenance Employee.** Last year our maintenance was performed by subcontract to Cathedral Pines, and the work was accomplished by Rodney Baker. As of approximately November 2006 he no longer was working for Cathedral Pines. To retain his services which were very positive, he became a part time employee for King's Deer HOA. However, we need to get his job description and pay schedule resolved and formalized. This is a primary and urgent task for our Common Area director. We also need to have a plan for proper storage of the tractor that the HOA purchased last year and ensure all other issues related to having our own maintenance employee and equipment are fully and accurately projected and agreed.

B. Office Report. Wasson reported we received the color paint formula for the Highlands mailboxes. It is...

Sherwin Williams Industrial Enamel Gloss = Light pole Green				
BAC COLORANT	0Z	32	64	128
G2 - New Green	02	15	--	--
R4 - New Red	--	9	--	--
Y3 - Deep Gold	--	16	--	--
One Gallon B54W00101 Pure White 790799993				

C. Web Site.

1. Alchian reported that it has been suggested to have a message area for KD homeowners on the web site where people could post information such as available or recommended services or other "useful" information. Alchian, our webmaster, stated he can't make it happen in a

short time frame because of his other, higher priority HOA duties. However, if this is something the board wants to support, and if someone wanted to create a separate web site for this information, then a link from the primary web site to that secondary site could provide the functionality relatively quickly. However, he urged that the Board adopt some sort of policy for its use if it is to be sanctioned by the Board.

2. **Web Site Use.** Currently there is no policy on use of web site for non-HOA issues. A typical issues was the plan for District 38 to purchase nearby Wissler Ranch last year. Robertson stated that we should decide on a case by case basis.
3. **Contact Us emails.** Again, there is no formal policy on how the board handles these. Past practice has been for the Executive Director to send the initial answer or at least acknowledge the query and ensure some board member will respond. However, if the question is related to use of the web site, Alchian will handle it. If related to the ACC, then Abplanalp should forward it to the ACC Chairman, Rich Paul. When answering these, it is good practice to blind copy other board members and the executive director so they know it is being handled and how it was answered.

D. Covenant Enforcement. (Reported by Alchian)

1. **1653 Kings Cross Lane.** (Fence with incomplete landscape) A timeline of events was distributed to board members, and Alchian gave a brief summary of the history. The Board agreed to hold a hearing at an executive session on April 30 to allow the member to present their situation and circumstances prior to the Board's decision on any next course of action.

V. The Board agreed to defer all other agenda items to April 30, 2007.

Adjourn 6:30 PM.

2 Attachments:

1. January 2007 and February 2007 Financial Report
2. 1653 Kings Cross Lane event summary

Approved:

Allen Alchian, President

Date