The Board members present for the meeting were Stewart McConaughy, Gwen Ballard, Blair Elliot, Mike Gerber, Duke Jones, and Nancy Thorpe. Ranch Manager, Gordy Sichel and Ranch Foreman Rick Carsten were in attendance and homeowners attending were Robin and Ken Garvik, Martha Jones, Kerry Karnan, Larry Martin, Barbara and Don McGuire, Heidi McGuire, Leslie Neveu, and Dick Stuckey. Chip Gerber, Cathy Houser, M. J. Mastalir and Peter Breitenstein attended by telephone.

President Stewart McConaughy called the meeting to order at 4:00 p.m.

Homeowners’ Comments

There were no homeowners requesting to comment.

Minutes

Motion to approve the Special Meeting Minutes from December 17, 2017 was made by Duke Jones and seconded by Mike Gerber. **Approved.**

Motion to approve the Draft Minutes of the BOD meeting on December 11, 2017 was made by Gwen Ballard, seconded by Duke Jones. Discussion followed with Mike Gerber questioning the wording of several sentences. It was decided to table the motion until clarification is made by Gordy after reviewing the actual tape recording of the meeting.

Report on Special Meeting of Owners regarding the 2018 Budget

The Special Meeting of the Owners was held on January 8, 2018. There was no motion to reject the 2018 budget so it stands as circulated.

Financial

Cash Disbursements were reviewed by Gwen Ballard. The payment to Riverbend Machinery was for a new track for the mini-excavator and a backhoe was purchased from Wagner Equipment Co. Sopris Engineering was paid for work done on the domestic water project and Valley Implement was paid for the purchase of weed spraying equipment.

The Collections Report indicated that two homeowners still have made no arrangements for paying the special assessment. They have been sent a first notice with a 2nd notice to follow shortly, after which the matter will be turned over to the Ranch attorney. One of these homeowners is also behind on the monthly dues. Five homeowners have made arrangements for a payment plan of the special assessment.

Financial Review – As noted above, the 2018 Budget has been approved.

Manager’s Report

The Manager’s Report is included in the Board meeting packet and was e-mailed to all homeowners prior to the meeting. Mike Gerber requested that the Manager’s Report be sent
to Board members prior to sending to homeowners as he felt that the report needed to be accurate. He stated as an example that the FWAC report did not indicate the main reason for the scheduled meeting with Paul Currier, Bob O’Brien and Gilbert Ramirez, specifically a tour of the recent de-mucking work on upper Spawners Run and a tour and discussion of the proposed Colorow dredging project. Gordy noted that the FWAC information was based on M. J. Mastalir’s report. Note from Gordy: Gordy mistakenly said the report was based on M.J.’s report. It was based on Paul Currier’s report.

Committee Reports

Equestrian and Golf – There were no reports given.

FWAC – M. J. Mastalir referenced an e-mail sent to BOD members on 12/26 requesting funds for de-mucking Spawners. The project is a safety issue as muck has built up to a dangerous level [SHM note: not only “fishermen.” It was hazardous to Ranch staff, for example] M. J. said they had a good committee with a lot of ideas which will be good for both the community and the fishermen. Stewart thanked M. J. and the committee for doing a great job. Larry Martin mentioned a suggestion from Bob O’Brien regarding a GIS system for entering data.

Condo Advisory Committee – The minutes from the January 3rd CAC meeting are included in the BOD meeting packet. Chip Gerber addressed the Building 1 stairway work being done by Davis Construction and the lack of detailed itemized expenses for material and labor. The costs have been higher than anticipated. The original proposal [SHM comment: should it be “estimate” rather than “proposal”?] was for replacement at $15,000 - $18,000 per stairway plus an additional $5,000-$6,000 for concrete work. Stairway repair work was estimated at $7,000 - $10,000 per stairway. The work thus far has been satisfactory but timely accounting less so. It was agreed that the Ranch manager should manage these projects with the Board providing oversight and the CAC providing recommendations. It also was agreed that project expectations should be clear, agreed and memorialized in writing. Estimates are being solicited for condo roofing. The information is needed by February or March for communication with condo owners for planning purposes. The actual roof work is planned for 2020 and the CAC recommended that estimates received currently be increased by 30%. The estimates provided in the Borne Report are probably out-of-date. The lack of contractors interested in providing bids has been a factor and it has been very difficult to get good contractors interested.

Old Business

Response to M. Romanus email tabled pending subsequent discussion.

Front Entrance Signage – Gordy is still waiting on prices from Precision Cut in Glenwood Springs. Mike Gerber discussed front entrance designs which had been studied in the past. Ken Garvik commented that a more expensive front entrance redesign had a low priority based on the last homeowner survey.

Communications practices – Robin Garvik commented that homeowners should be given responses to their e-mails. The Wrangler issues and Manager’s Report have been helpful.

Website and Website Management – Tabled.
Community Garden – Kerry Karnan and Blair Elliot discussed the possibility of using Ranch property to establish a community garden where homeowners could grow their own vegetables. The site would need to be close to a water source and not where haying is done. The Board approved a request to send out an e-mail to Ranch homeowners to determine interest. Participants would be asked to contribute labor and/or money toward the project. Rick noted that the past community tree planting resulted in having Ranch staff water with the water truck, creating more work for the staff. It is hoped the proposed community garden would be self-sufficient and low cost. It would likely be raised beds with fencing protection from predators. An e-mail will be sent to homeowners to determine interest.

Bruce Ducker e-mail – Tabled pending subsequent discussion.

Lake Colorow Dredging – A detailed plan will be available for next month’s Board meeting and homeowners will be informed of the plan. Lengthy discussion followed regarding whether it was necessary to have bids solicited for this project with a cost of up to $200,000. The argument for bid solicitation was that with a project of this expense multiple proposals are preferred and that if the Association does not propose to seek more than one proposal that the homeowners should be informed and have an opportunity to comment. The argument to not solicit bids in this case is that the current contractors, Bob O’Brien, Paul Currier and Gilbert Ramirez, have a long history at the Ranch and they have conducted numerous water and fishing projects on time and on budget. Also, discussed was a prior Board’s monthly assessment of amounts designated as a dredging reserve fund. Mike Gerber stated that the community agreed at that time a designated monthly assessment would be accrued for dredging. It was decided that an e-mail would be drafted and circulated to the BOD and FWAC for comment, and then sent to homeowners stating the pros and cons and inviting comments. If a consensus of the community agrees that, due to the special circumstances of this project additional pond dredging bids are not required, the Board will be guided accordingly in this case. It was stressed that timing is important so work can proceed promptly.

Karp, Neu, Hanlon Legal Opinions Discussion – Stewart McConaughy recused himself from Board discussion and voting on this item as well as the 2012 Easements and Agreements document discussion and responses to both M. Romanus and B. Ducker. Mike Gerber questioned who was the author of the written document of three proposed resolutions which some, but not all, of the Board members had received at the beginning of the Board meeting. Duke Jones, acting as Chair of the meeting, indicated that the document was to be used so he had the motion he wanted to make in writing. Mike Gerber repeatedly asked who authored the three resolutions and why they were not distributed to all Board members. After a heated exchange, Stewart acknowledged he “typed” the three resolutions (below). Duke Jones reviewed the history of the legal opinions and comments were made by homeowners in attendance. There was discussion regarding the attorney’s attendance at the November 11 BOD meeting so he could answer questions and it was noted that several Board members felt they did not have the opportunity to have their questions answered. Mike Gerber noted that legal opinions differed on whether homeowner approval was needed or not and asserted that the water projects were mischaracterized by the Ranch attorney.
2012 Easement Agreement Discussion – Duke Jones discussed the attorney’s review that the 2012 Easements and Agreements document is valid and the Board shall take no action to set it aside.

The following motions were made, seconded and adopted, with Mike Gerber voting “no,” and Stewart McConaughy not voting (Bill Neveu was absent due to other professional obligations and did not vote).

1) **As regards the question of whether a vote of the owners is required to approve the repair and replacement of the domestic-water / fire-protection mainlines and the Ranch irrigation system lines:** A motion was made and seconded to accept the Karp, Neu, Hanlon opinion that the Board was and is operating correctly, within its authority and according to the Declaration, in proceeding with the existing domestic-water/fire-protection project and the existing irrigation system project without need to obtain approval from the owners for the costs of those projects, and that the Board continue with those projects. Approved (4 in favor, Gerber voting no, McConaughy not voting).

2) **As regards the question of whether the Board should take any actions with regard to the 2012 “Easements and Agreements” between the Association and the owners of Lots 7 and 8A:** A motion was made and seconded that the Board take no action regarding the 2012 Easements and Agreements between the Association, Stewart and Stephanie McConaughy and the Kenneth W. and Robin L. Garvik Trusts, including any action to set it aside or challenge it in any way, in that the Board has concluded that the Agreement is valid and enforceable based upon the advice the Board received from the Ranch’s attorney. Approved (4 in favor, Gerber voting no, McConaughy not voting).

3) **As regards the question of whether the Ranch’s attorney’s opinion and memorandum should be distributed to all Ranch owners:** A motion was made and seconded that the Board distribute the attorney’s opinions to all homeowners. Approved (4 in favor, Gerber voting no, McConaughy not voting).

A motion to release the above attorney’s opinions to the homeowners was made by Gwen Ballard, with Nancy Thorpe seconding. The vote was 4 in favor, with Mike Gerber opposing and Stewart McConaughy abstaining. **Approved.**

New Business

FWAC request for funds to de-muck and improve Spawners – Stewart McConaughy reviewed a memo send from M. J. Mastalir and Bob O’Brien regarding the plan for which the funds will come from the sale of fishing badges and is not to exceed $30,000. The work is scheduled for this spring. The work needs to be done both for the fishing habitat as well as for safety and it is the #1 priority of FWAC for 2018. A motion to approve the request for funds for the work was made by Duke Jones, seconded by Gwen Ballard. **Approved.**

The February Board Meeting will be held on February 12, rather than on the regularly scheduled date of February 5.

A motion to adjourn the meeting at 6:45 pm was made by Duke Jones and seconded by Gwen Ballard. **Approved.**