

**Gray Head @ Telluride POA
Minutes for Director's Meeting
August 22, 2011 (Monday)**

Draft

Held at Steve Catsman's office at 135 W. Colorado Avenue, Telluride, Co.

1. Call to Order:

The meeting was called to order at 1:00 p.m.

2. Roll call and determination of a quorum:

Directors attending:

Steve Catsman

Stuart Ross

Ralph Booth (via conference call)

Susan Hepner (via conference call)

Michael Phelan (via conference call)

Other owners attending:

Ian Sanders

Others present:

Stephanie Fanos, lawyer for the POA

Roberta Peterson, CPA for the POA

There was a quorum for the Directors meeting.

3. Approve June 10, 2011 BOD minutes:

Susan made a motion to approve the minutes. Michael seconded the motion. Motion carried.

4. Lot 17 financing:

Susan said that Carl Ferenbach has sent an email regarding further investigation on the ownership entity. It was agreed that this will be discussed and completed between now and the payoff with Vectra in March.

Roberta said that \$1,242,753.52 has been received on the special assessment for payment on the GHDC loan. Michael Phelan paid 1/3 of the total assessment and still owes \$50,724.63. John Morgan has not paid his assessment of \$152,173.90. The amount due by GHDC of \$228,260.85 will be deducted from the \$1,750,000 loan amount that is due to GHDC. The amount due by Steve Catsman of \$76,086.95 will also be deducted from the loan amount due to GHDC.

Steve said that two owners approached him about payment terms. GHDC has agreed to offer a three payment proposal to these owners with 1/3 due now, 1/3 due in November and 1/3 due in February. Steve said that the same terms are available to all owners. There will be a \$1,000 extension fee for those paying over the three payment proposal. Steve and Stephanie clarified that the loans to Phelan and Morgan are being offered by GHDC and a full and complete release of deed of trust will be executed by GHDC to the Property Owners Association prior to any payment on the loan by the POA. Roberta said that the earliest that a check can be written to GHDC is August 29th due to the time needed for checks to clear.

5. Audit update:

Stephanie said that audit is completed through 2002 and there are no material issues. The audit should be completed by next week.

6. BOD meeting schedule:

The next board meeting will be December 1st, Thursday at 9:00 a.m. (Telluride time).

7. 9th Supplementary Map:

Stephanie said the 9th supplementary map contains a lot of items and was approved two years ago. There has been a problem with getting signatures from the Bank. Since then, a new building envelope has been approved for the Fernandos home and this has been included in the map. Stephanie said the map needs to be approved at the annual meeting on August 30th.

Stuart made a motion to have the 9th supplementary map approved at the annual meeting. Susan seconded the motion. Motion carried.

8. Revision of decs and bylaws:

Susan said the Board should take a look at the decs and make them more user friendly. She would like to see a super majority vote for some issues and a 51% vote on others. This would let the owners have a bigger say in the decisions. Susan will come up with suggestions at the next BOD meeting. Stephanie will email her the decs and a summary of the CCIOA requirements.

9. Policy for delinquent dues:

Stephanie said the POA automatically has a lien for unpaid assessments. The POA does not need to record a lien. A “Notice of Assessment Lien” is usually filed to give notice to everyone that there is a lien for unpaid dues. To collect on delinquent dues, the POA needs to go through a “judicial foreclosure. Another option is to file suit for a collection action. The Board needs to create a policy.

Stephanie suggested a two letter process. The first letter would be sent by the Board to the owner after an owner is 30 days delinquent. Then 30 to 45 days after the letter is sent, the Board would send the “Notice of lien” to the owner.

It was agreed to charge \$1,000 per lot per month for any dues delinquent more than 30 days. There would not be an interest rate on the delinquent dues and the decs will need to be revised to exclude working on an interest rate. Any and all collection costs should also be billed to the delinquent owners.

Stephanie and Roberta will write up the policy for approval by the Board. The policy will then be implemented for any delinquent owners.

10. Caretaker Update – end of trial period:

The trial period ended on July 31 for the new caretakers, Karen Brown and Jon Hubbard. Stuart, Terry Catsman and Roberta have been working with the caretakers during the trial period. Stuart said there is a marked improvement at GH. They both take their job seriously and with enthusiasm. The trails are being repaired and the area around the caretaker’s cabin has been cleaned up. The ball field looks good and they are meeting the expectations of the job.

Susan has noticed a big improvement and said they are both very nice and eager to please.

Terry said they work well together and their life is GH. The signs have been repainted.

Roberta said they are working well with her office and there are conscientious of the funds they are spending.

11. Other Business:

Roberta has sent a recent actual vs. budget comparison to the Board and would like the Board's approval before sending to all owners prior to the annual meeting on August 30th. It was agreed that the Board will get comments back to Roberta by Thursday and she will send a revised budget to the Board on Friday for approval. The budget will be emailed to all owners by Monday, August 29th.

Susan asked about the email from Donna Mawer regarding the Film Festival event. Steve said the event has been a tradition in the past. The POA is given 25 Big Three tickets (theatre tickets) and 10 brunch tickets. Susan said it is a nice event but she feels all owners should be able to attend the brunch if they are in town. She said the caretaker (Karen) could email all owners and get a count of owners who would like to attend. It was agreed to add this to the annual meeting agenda.

12. Adjournment:

There being no other business, the meeting was adjourned at 1:45 p.m.