

Telluride Ski Ranches Association

Date: December 26, 2018

Time: 4:00 PM

Location: Home of Ray Bowers

98 Ridge Road, Ski Ranches

MINUTES OF SPECIAL BOARD MEETING

Directors Present:

Steve Hilbert

Fran Berg

Dan Henschel

Ray Bowers

Lukas Scheibler (also held proxy vote for Greg Malver)

Directors attending by Conference Phone:

None

Others Present:

Lynn Cranford (Resident/Owner and Interim Board Member Elect)

Greg Engelmann (Resident/Owner)

Mark S. Berg (Resident/Owner)

Meeting called to order at 4:07pm by Steve Hilbert

December 13, 2018 Minutes were printed and distributed for review. Dan moved to approve the minutes, seconded by Lukas. 3 in favor, 2 opposed. Directors had disagreement on what was agreed in special session.

Owners Forum:

Greg Engelmann was in attendance to learn more about the roads and internet as he would not be able to attend the January 4, 2019 Owners Meeting.

Mark Berg distributed a letter to each of the Directors. In speaking, he wanted to raise concerns around the way the board was operating. Specifically, his concerns were around governance, lack of approved budget, DRC not enforcing rules. He asked for an audit of accounting and DRC Actions. He called for 2 board members to step down. The board thanked him for his input and said they would discuss his concerns.

Board Discussion:

The board members agreed there was dysfunction over the past 2 months. However, it was pointed out that TSRA did have an approved budget (operating on prior year budget as a quorum was not reached to vote in the new budget). Dan suggested more frequent in person meetings versus email. The board agreed to monthly meetings; especially in light of two major initiatives: Roads and Internet. The board members agreed to not take action (even with the best of intention) without the consent of the board. As newly appointed Treasurer, Ray is taking action to review the accounts and ensure we have the correct banking accounts established. He will also ensure annual budgets are mailed to owners in advance meetings and vote. Ray will also ensure that TSRA schedules an annual owners meeting for the budget to be reviewed and discussed. The Administrator will ensure signs are posted at both entrances advertising the meetings.

Lukas expressed the need to have more specific examples from Mark Berg regarding DRC decisions. The board recognized Mr. Berg's concerns; but felt the comments lacked specificity and contained unfounded allegations. **ACTION: Lukas and Dan to determine response to Mr. Berg.**

Steve Hilbert offered to relinquish his position as President of the TSRA board. Fran seconded that motion. Lukas, expressed full confidence in Steve's ability to lead the board; but agreed to step up and assume the presidency. Lukas asked Steve and Dan to remain on the board. They agreed. It was agreed that Ray would continue as Treasurer.

Vote:

Interim Board Position. Candidates were reviewed. Steve nominated Lynn Cranford as Interim board member replacing Gavin Ramsey. Motion was seconded by Ray. Unanimous decision to elect Lynn as interim board member.

Steve made a motion seconded by Fran to write a note to Gavin expressing gratitude for his service as a board member. **ACTION: Fran agreed to draft the letter for Steve.**

ACTION: Steve to ask Lynette to print PDF copies of the budget for handing out at the January 4 Owners meeting.

The board agreed to contact Dan Witkowski for interim accounting, management and administrative services. Fran expressed the need to send out RFPs for the permanent position. No timeframe was set for RFP's.

NEXT MEETING:

Board Meeting: January 2, 4:00pm. At the home of Ray Bowers. 98 Ridge Road.

Topic: Preparation for the January 4 Owners Meeting