

Approved 07/17/2019

**GLACIER VIEW MEADOWS
ROAD AND RECREATION ASSOCIATION
WATER & SEWER ASSOCIATION
JOINT MEETING MINUTES
May 15, 2019**

ATTENDANCE:

Water and Sewer (W&S)

Jim Petrie – President
CJ Tripoli – Vice-President
Dan Barbour – Treasurer
Gordon Nuttall – Secretary
Lynn Johnson – Director

Road and Recreation (R&R)

Don Herman – President
David Birks – Vice-President
Linda Petrie – Treasurer
Jim Casadevall – Secretary
Jenny Rogers – Director

STAFF:

Larry Maybon – Manager
Mary Keller – Community Relations/Office Assistant

ESTABLISH A QUORUM

All are present and a quorum was established.

CALL TO ORDER:

Don Herman, President, Road & Recreation Association Board, called the meeting to order at 3:57 p.m.

AMEND AGENDA: Add New Business: 1. Open Meetings Law 2. Authority to conduct Executive Sessions.

REVIEW MEETING MINUTES DATED: April 17, 2019

David Birks, Road & Recreation Association, moved to approve the April 17, 2019 minutes as printed, Lynn Johnson, Water & Sewer Association, 2nd. Unanimous – motion passed.

COMMITTEE REPORTS:

1. Rules Committee: Kevin Snell, Committee Chair: Due to the nature of the discussion, the report will be discussed during Executive session. Kevin added Open Meeting Law should be discussed with GVM attorney. GVM is a private HOA and does not fall under the Open Meeting Laws.
2. Nominating Committee: Don Herman, Road & Recreation, spoke for the committee. There are two vacancies on the Water & Sewer Board and there are three candidates, Jim Petrie, Lynn Johnson and David Lewis. There are three openings on the Road & Recreation Board and there are four candidates, Joshua Fleming, AJ Shilling, Don Herman and Jim Casadevall. Don stated that a candidate orientation meeting was held just prior to today's board meeting. There was one candidate attendee and incumbents are not required to attend orientation meetings.

OLD BUSINESS:

Association Planning: Gordon Nuttall opened the discussion concerning the importance of strategic plan or objectives. This is a continuation of the discussion and motion made by Jim Casadevall during the Joint meeting held 2/20/19 to table discussion to a later meeting in order to review documentation already in place. Gordon stated that the services and amenities listed on the website is what the Association provides. That's what we do but it is also important adopt a "statement of purpose".

The Board discussed the proposal and read the Statement of Purpose that is in both W&S and the R&R, By-Laws. In order to adopt a new Statement of Purpose the By-Laws would have to be amended and approved by a majority of the membership that attends the annual meeting.

Gordon moved to adopt the following statement of purpose: The R&R and W&S boards represent and serve GVM owners/members so that they can achieve their desired mountain living experience and their investment is protected.

Vote: Nine opposed and one Gordon Nuttall in favor. Motion failed.

NEW BUSINESS:

1. Open Meetings Law (aka "OML" or "Sunshine"). In advance of the meeting Gordon Nuttall asked the Board to consider conducting meetings in compliance with the Colorado Open Meetings Law *CRS24-6-402(4)*. David Birks moved to table discussion until legal counsel can be consulted. Jim Petrie 2nd. Gordon Nuttall, Water and Sewer moved that both boards conduct meetings in compliance with the Colorado Open Meetings Law *CRS24-6-402(4)*. Gordon stated that an HOA would not normally be required to adhere to OML since it is a private entity. However, the W&S Board has been delegated enforcement of the Water Augmentation Decree by the Colorado Division of Water Resources, a governmental public body, and therefore it is subject to OML. This motion will bring consistency to both boards, operating under the same sets of legislation.

Board discussion summary: Presently this HOA conducts meetings in accordance with our Bylaws, the Colorado Interest Ownership Act (CCIOA) and Goldberg Rules of Order.

Larry stated that he consulted legal counsel who consulted with another attorney. Counsels ruling: While there is nothing wrong with the board agreeing to comply with Open Meeting Laws, the Water & Sewer Association is not a public entity because it enforces an Order of the Court. Colorado case laws support this position. There is no constitutional or governmental issue with the Water & Sewer Association that require compliance with Open Meeting Laws.

Don asked for Public Input: A member asked why would the HOA want to restrict themselves to a public law. We are not public we are private if we adopt a public law, we would open a box where we would be required to follow public laws including divulging private information.

Gordon Nuttall withdrew his motion, David Birks withdrew his motion, Jim Petrie withdrew his second.

Dan Barbour Water & Sewer moved to accept Council's ruling: While there is nothing wrong with the board agreeing to comply with Open Meeting Laws, the Water & Sewer Association is not a public entity because it enforces an Order of the Court. Colorado case laws support this position. There is no constitutional or governmental issue with the Water & Sewer Association that require compliance with Open Meeting Laws. David Birks 2nd. Unanimous motion passed

2. Authority to Conduct Executive Session outlined by CCIOA
Gordon Nuttall, Water & Sewer, Association, stated that as an Executive Board we do have executive privilege outlined by CCIOA. Gordon proposed that the board itself be the only entity in our organization that has authority to conduct executive sessions. All other committee meetings shall be open to the public, if a committee has a reason to conduct executive session, they should bring it to the board and conduct it as a board executive session.

Kevin Snell, Rules Committee, Chair., there are two committees that use executive session, Rules and ARC. As per CCIOA Section 38-33.3-308, subs. (3) & (4) which provides that the members if the executive board or any committee thereof may hold an executive session or closed door.

Matters of discussion by an executive or closed meeting are limited to:

- a. Matters pertaining to employees of the association or the managing agent's contract or involving the employment, promotion, discipline, or dismissal of an officer, agent, or employee of the association.
- b. Consultation with the association's legal counsel regarding pending or imminent litigation or matters that are privileged or confidential between attorney and client.
- c. Investigative proceedings concerning possible or actual criminal conduct.
- d. Matters subject to specific constitutional, statutory, or judicially imposed requirements protecting particular proceedings or matters from public disclosure.
- e. Any matter the disclosure of which would constate an unwarranted invasion of individual privacy
- f. Review of or discussion relating to any written or oral communication from legal counsel.

Q. What information does ARC receive that anyone can't get by going to Larimer County? A. ARC submittals are private not to be shared with neighbors.

Q. Can the executive board members attend committee executive session? A. The President may attend as well as the board "ex-officio".

Larry stated that he consulted Department of Regulatory Agencies (DORA), Shanneyvie Johnson, concerning Architectural Review Committee (ARC) executive sessions: Because architectural plans are privately owned it can fall under the executive session section 7-128-202 of the None Profit Act. In lieu of a motion the topic was deemed dead with no further action or discussion.

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ADJOURN: Don Herman, Road & Recreation, moved to adjourn into Joint Executive Session at 4:36 pm. Affirmative Vote 2/3 quorum required (Officer discussion). Unanimous motion passed.

The Joint Board emerged from executive session at 5:27pm.

David Birks, Road & Recreation moved to accept the Rules Committee Report and that the report be kept private. Dan Barbour, Water & Sewer 2nd. Eight in favor and two Don Herman and Gordon Nuttall opposed. Motion carried