

Friday, March 22, 2019

Dear VR Homeowners,

Your Board has been working on amending and modifying the VR Bylaws for several reasons. First, the Bylaws have not been comprehensively reviewed since they were initiated approximately twenty years ago. Second, the Bylaws have a number of typo's and references to the "declarant control period" which is the time frame when the association was formed and those references ended a long time ago and are not needed. Third, the Bylaws do not take into account email or electronic methods and in general several aspects of our Bylaws are not in keeping with the Board's and Association's method of communication for conducting business today.

We as a Board made recommendations to our Home Owners Association Lawyer, Trish Harris, asking her to review, provide her thoughts per what other associations are doing, and also making sure our recommended changes were in conformance with all applicable Colorado laws, etc. Below, we have provided a listing of the key changes to the Bylaws. This list does not include the typo's, eliminating the "declarant period", or other "no brainer" changes. You are welcome to a comprehensive list of all the proposed changes which is on file in Rob's office. However, we have captured the meaningful changes below.

- For the annual homeowners meeting, we have initiated a "directed proxy" option which would allow a homeowner to render a proxy to another person but directing that other person to vote as the homeowner desires in the case of the annual meeting business - electing board members, approving the budget for the upcoming year, etc.

- With the above change, any individual interested in running for the board must let the Association know with sufficient time so that a half page summary of qualifications of each person running for the board can be provided in the annual meeting notification packet.

- We are recommending a 2 year term for Board members. This transition would start in 2020 with three board members running for two years and two board members running for one year. Board elections after 2020 would be for two years. This two year term would ensure that there is a partial election of the Board every year, thereby allowing roughly half the Board to be "of experience and familiar with VR issues" versus the possibility of electing a new slate of all new Board members. This change is consistent with many other Boards and how they conduct their business.

- Board members must be VR homeowners, in other words renters are not allowed on the Board. However, we have included a clause to have the Board appoint committees made up of homeowners and non-homeowners for access to their talents and particular skill sets that can be helpful to Association issues.

- We have incorporated the concept of special meetings or work sessions of the Board to organize and discuss upcoming Board business and formulate the Board thinking in advance of a monthly Board meeting. These sessions can be called by the President or any two Directors. These sessions are typically not publicized to the full Association as they are internal Board planning and preparatory sessions. This change is in keeping with how business is conducted today, not only at VR but other Boards and non-profits as well.

- We added specific language to allow a token gift (not to exceed \$250) in recognition of a homeowners service to the Association. If a Board member is being considered for such recognition, they would not be allowed to vote on such a gift. This recommended change is how many non-profits provide recognition and appreciation for those that have served. In my eight years of Board service, this has only been provided once at VR and the Board just wanted to make sure this capability exists in our Bylaws.

- We made some modification to the responsibilities of the Treasurer and Secretary of the Board in that those responsibilities are currently performed by our Property Manager. We formalized this delegation, at the discretion of the Board, while still having the Treasurer and Secretary ultimately responsible for their areas of responsibility.

- A vacancy on the Board will be filled by the Board until the next election process. This is in keeping with our current practice and with the practice of other Associations and non-profits.

Again, these recommended changes have been unanimously approved by your Board and reviewed by our Home Owners lawyer. We will preliminarily discuss these changes at the Board meeting on Wednesday, 27 March at 4PM in the lobby so bring any questions you may have. Homeowners will actually vote, by presence or by proxy, at the 6PM meeting on 24 April. We will need a majority vote for acceptance with a quorum of homeowners present or by proxy. I urge you to contact any Board member with any questions or certainly contact me at 720-684-8768 cell or jimvernon70@gmail.com.

Also, I would like to specifically thank Susan Wirt for her involvement and support of this Bylaw review. Her legal expertise has been exceptionally helpful to the Board throughout this process.

Sincerely,

Jim Vernon
Charles Kellogg
Susan Wirt
Fred Cyran
Carl Sullivan