

The Count Pourtales Association

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Incorporated September 27, 1954
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SPECIAL MEMBERSHIP MEETING – THURSDAY OCTOBER 10, 2024
5:30 Social, 6:00 Meeting
Cheyenne Mountain Country Club

DRAFT Meeting Minutes (To be Approved)

1. Meeting called to order at 6:06 p.m. by Andrew Downs, President
 - a. Andrew thanked and welcomed members to the meeting.
2. Introduction of Governance Policies Update – Andrew Downs, President
 - a. Andrew first reviewed with the membership the differences between the three Count Pourtales Association Documents which are on the website:
 - i. Bylaws: These are adopted by the members for the management of the Association such as how voting credits are established for members, how the Board of Directors are elected and annual membership meeting requirements.
 - ii. Covenants: The constraints imposed on all of us as members.
 - iii. Governance Policies: Constraints imposed on the Board of Directors in terms of how it governs.
 - b. Andrew noted our HOA attorney retired a few years ago and we are now represented by Moeller-Graf which specializes in HOA law.
 - c. Moeller-Graf examined our HOA to determine which rules and regulations per The Colorado Common Interest Ownership Act (CCIOA) apply to us. While we are not subject to some of the provisions because our HOA was formed before July 1, 1992, there are many rules and regulations that we do need to adhere to for compliance. Examples include handling covenant violations and past due assessments.
 - d. Our governance document went from 12 to 35 pages to accommodate the needed expanded verbiage. As an example, a new requirement imposed on the BOD is to conduct quarterly reviews of how our reserves are invested.
 - e. These changes/additions are to protect the homeowners.

- f. Andrew solicited feedback and questions from members in attendance and noted that the new policies had previously been posted to the website.

3. Potential Outsourcing of HOA management - Walt Harder, Treasurer

- a. The BOD has begun discussions on possibly employing an HOA management company to ease the additional workload required to manage the HOA against the required CCOIA rules and regulations. Walt emphasized we still need to have a BOD to provide oversight. Some of the activities an HOA management company would be used for include handling assessment billings and collections, managing covenant violations, producing compliance letters for real estate sales transaction, and producing periodic financial reports.
- b. Based on very preliminary inquiries, the monthly fee to our Association could amount to an additional \$180 per year per member. This is still to be formally evaluated. RowCal Property Management and KC & Associates, LLC are two companies that have been part of the initial discussion.
- c. Several members mentioned they had personal experience with these companies and expressed concern about customer service and responsiveness.
- d. We would still use Moeller-Graf for legal issues and the management company would retain legal counsel as well. We would continue to have an Architectural Review Committee.
- e. A discussion ensued regarding the park and why couldn't we turn the park over to the city or to put into a conservation easement. Andrew reviewed with the newer members that as part of the Deed in 1954 where the Broadmoor Hotel deeded the property we call the "park" to our Association that there is specific language that says the "park" shall be used for the common interest of all property owners. The deed also states that the "park" shall not ever be sold or used for private use or purposes. ~~If our Association violates these terms, the land would revert back to the Broadmoor Hotel. There would be no guarantee the land would not then be developed, interfering with our ability to enjoy the private park-like setting we have now.~~

4. Upcoming Covenants Revision – Renee Pazdan, Member-at-Large

- a. We are slated to review and update our covenants in 2026. Currently, we can only modify the covenants every twenty years. We need to decide what we want our covenants to look like and what we are willing to

enforce. They mean nothing if we don't enforce them. Renee asked members to notify any BOD member if they would be interested in participating in the updating of covenants.

- b. Active discussion ensued by the members regarding whether covenants are needed at all, how much change is desired or keeping the status quo.
- c. Andrew Downs mentioned we need to determine an effective process for updating the covenants in order to determine early on if we won't have the proper support to approve any proposed revised covenants.

5. Other Business – Andrew Downs, President

- a. Keith Minihane, Chair of the Park Committee reported the last park cleanup event went well and the new mowing company did a good job of mowing the park this year.

6. BOD Approval of New Governance Policies – Andrew Downs

- a. Andrew called the BOD into session in front of the membership to ask for a motion to adopt the new set of Governance Policies. Walt Harder moved adoption of the new Governance Policies and Renee Pazdan seconded the motion. The new Governance Policies were formally adopted by the BOD.

7. Adjournment – Andrew Downs, President

- a. Andrew adjourned the meeting at 7:18 PM.