

SHADOW MOUNTAIN RANCH
PROPERTY OWNERS ASSOCIATION
2018 Special Meeting Minutes
2:00 pm
July 21, 2018
MPEI Granby Community Room

1. Call to Order – the meeting was called to order by Cam McNair, President.
2. Introduction of members and Guests.
 - a. Guests were introduced, Stacy Ludlow owner/operator of High Country Trails Stables located at Shadow Mountain Guest Ranch.
3. Roll Call and Collection of Proxies – There were 25 people who represented 18 lots. Ten (10) additional lots owners were represented by proxy. 82.48% of the acreage ownership was represented at this meeting.
4. Special Committee appointed at the 2017 Annual Meeting to identify several options for a more equitable fee assessment structure and make recommendations to the Board. Bob Hunnes, Jerry Boyd and Steve Bartow presented their individual perspectives of that committees' activities followed by discussion between the members present.
5. At the end of the discussion Cam McNair, 2010-2018 Board member and current President of the Board, presented the Voting process developed by the Board. The Board held lengthy discussions and determined that it was important to provide all SMR-POA members the opportunity to participate in this important voting process. These items could impact the SMR-POA covenants. The Board's voting process provided for attending SMR-POA members to vote in person as well as those SMR-POA members who authorized Proxy. SMR-POA members not in attendance or were not represented by Proxy would be mailed ballots by certified mail July 23, 2018. All ballots received would then be counted and a report generated by a 3rd party and provided to the Board. There was concern shared with the Board by SMR-POA members that the way they voted might be held against them. This was taken into consideration and addressed by the Board by identifying a 3rd party to conduct the vote count.
6. There was discussion that the SMR-POA members that were not present and had not designated a proxy were absent and silent because they didn't care, and therefore should not be provided the opportunity to participate in the voting process. A motion was made and seconded that the voting process developed by the Board was not acceptable by the members present and that the voting would be conducted and counted by Cam McNair, President of the Board, Bob Hunnes, Special Committee member and Jerry Boyd, Special Committee member, with results reported and considered final at this meeting. Count was taken by raised hands representing SMR-POA members in person and the related Proxies. The motion passed by a vote of 68.29% for and 14.19% against (see attached "Special Meeting Motions Votes").
7. A second motion was made and seconded to conduct the voting on the 'Assessment Structure Change' first and provide those results prior to the conducting the second vote on 'Allow Membership Change'. Count was take by raised hands representing SMR POA members in person and the related Proxies. The motion passed by a vote of vote of 63.51% for and 18.97% against (see attached "Special Meeting Motions Votes").

8. Voting was conducted on the Ballot Item 'Assessment Structure Change' and counted by the three members identified above. The ballot item 'Assessment Structure Change' vote count reported to the SMR-POA members present: 65.47% No and 17.01% Yes. The ballot item 'Assessment Structure Change' was not passed.
9. Voting was conducted on the second ballot item 'Allow POA Membership Change' and counted by the three members identified above. The ballot item 'Allow POA Membership Change' vote count reported to the SMR-POA members present: 62.44% No and 20.04% Yes. The ballot item 'Allow POA Membership Change' was not passed.
10. Jerry Boyd thanked the Board for listening to and addressing the concerns identified by SMR-POA members at the 2017 Annual Meeting.
11. The Special Meeting was adjourned.