

Cedar Park Road Maintenance Corporation
PO Box 344, Drake, CO 80515
Annual Meeting Minutes
Saturday, July 19, 2014

Total Attendance: 27 Members with 36 votes; plus 14 via proxy. Total 50 votes.
Quorum = 15

Meeting was called to order and the officers introduced: Jerry Romero – President; Gary Kubinak – Vice President; John Green – Treasurer; Beth Pfeifer – Secretary.

This meeting will be different than any we have had in the past because the role of our organization is considerably different than it has been in the past and we need your opinion of our direction. The status is, that we no longer collect fees and the road maintenance will be handled by the PID Board. And so Jerry views this as a termination of our role is this transition because we can't just disband, we need a vote of 2/3 of all landowners and until that is done we are still a live Board and we need to learn to deal with this during this transition.

Jerry then asked for approval of our 2013 minutes. There was no discussion. Ed Ostransky moved the minutes be approved, second by Dave Maslowski. Approved unanimously.

Reports:

Treasurer

John shared copies of the 2013 year end report and 2014 financial status report. Most relevant line is the Projected Available funds as of 7/18/14 of \$23,176.57 disposable funds available to us. That takes into account what is currently in the bank and what is projected we will need to spend through the end of this calendar year.

In the Budget area you'll see what we are looking at for a budget of expenditures for the balance of this year and what we have actually spent so far. A lot of the expenses are related to collection efforts and normal operating expenses.

Questions were: Has all the money been spent for snow fund – That will come out of the PID. Money budgeted last year for filing maintenance that still had a balance – that will be addressed later in the meeting.

Ed Ostransky moved we accept the report; second by Pete Rowan. Approved unanimously.

Filing Directors:

We didn't have official reports due to our new role but asked for opinions on how the roads are or anything in general.

Bill McKenna, filing 2, noted that the filing directors need to meet with the PID Board. Jerry noted that the CP Board needs to meet with the PID Board. We need to decide if we should earmark our funds for special repair and/or how much to keep cause we have to be a legally viable entity until we vote to disband.

KC McMillin, filing 4, noted that things don't seem to be progressing as fast as we thought they would for grading – Jerry requested those type of comments wait and will be addressed by members of the PID Board.

Dave Legits, filing 7, commented the grading actually made the roads worse. Grading was too aggressive.

Old Business:

PID is now existence. Members of that Board include, Mary Hill – Chair, Gary Kubinak, Jim Egan, Jim Eccelston and David Maslowski.

Gary gave a brief overview since there is a scheduled PID meeting immediately following our meeting. They have about \$100,000 left for road work. They have not done a lot of work yet because they are waiting for the County who is going to do roughly \$250,000 - \$500,000 worth of work for us that the Board would never have been able to do. CP spends approximately \$45,000 on interior roads a year. County will also do part of the access road from the bridge to the switchbacks at no cost to us. Forest Service will do eight tenths of a mile of road that they own. Supposedly paving. Until this work is done it is hard for the PID Board to substantially improve the access road or interior roads. So until this work is in place, contracts are issued and work is under way, then they can spend the rest of their money. Plans are in place and will be discussed at the meeting following.

Questions: What is the projected date?

Answer: They were told end of July – beginning of August. Not done yet, it is frustrating but not much they can do about it.

Mary noted they do not have a contractor yet. This has proved difficult.

The \$100,000 is our money. If not used, it will carry over.

One member did not know what a PID was as she lives out of state. This is a Public Improve District that was voted in at last November's election.

New Business

What is the future role of CPRMC? John Green shared his views of the future of this Board.

1. We will act as an advisory committee to the PID Board. This is stated in our proposed by-law changes.

2. Minimize expenditures since we will no longer be collecting road fees. Our lawyer advised us that in order for us to legally disband we need to get the signatures of 2/3 of the property owners in favor of disbanding.

Georgia Wilson asked what if the PID is rescinded.

If CPRMC disbands and then the community votes the PID out of existence we would need to go through the whole process of creating a new structure for road maintenance.

According to our attorney, in order for us to legally dissolve, is to go through an election process that the attorney would handle. Every property owner would be mailed a document and 2/3 of our property owners would need to reply in favor of dissolving. This could cost \$3000 - \$5000. John put together a budget on what we need to function as a corporation and this amount is about \$2500 per year. There are places where we could cut expenses. Some expenses are: filing reports, insurance and taxes. We are still pursuing liens for past due fees. To clarify, the county is collecting money as a mil levy added to our property taxes beginning in 2014. We still have several property owners that owe us for past years' road dues.

We asked for input whether to continue or dissolve. Noted if we decide to keep it for now, this doesn't mean we can't decide to dissolve in the future. Once we collect all money due to us, we may decide then to dissolve.

Question was that there are currently landowners that have never paid road dues. If we disband and then reactivate, what is the possibility of including those properties?

Answer: we can't answer that right now.

Question: what would be the cost of reactivating?

Answer: we don't really know, but guess would be that it would be expensive.

Ed Ostransky moved that CPRMC remain in existence with a complete Board to meet no less than twice a year and that the CP Board advise the PID Board with direction as to work needed in CP and to fund the corporation as needed.

Second by Bill Whittaker

Discussion: Bill McKenna was told that if the PID was voted in that the CP Board would no longer exist. Gary replied that this was true to begin with but things have changed. Now we are wondering if dissolving the CP Board is the right thing to do.

It was pointed out that keeping the Board is to provide information to the PID Board on what work is needed on the roads.

It was asked if the number of Board members can be reduced. It can be, but why, it won't cost any more.

It was commented that we may not be able to dissolve if we don't get the 2/3 vote.

Motion was amended to add: whatever By-Laws are currently in effect will prevail.

Vote was 41 for; 9 against. Carried to keep the corporation in existence.

By-Law Changes

Question was about mailing newsletter to those without email. Secretary assured members that as a courtesy she will still mail by post office to those members without email, but she needs to be notified.

Bill Whittaker moved that we not change the by-laws, Dave Legits second.

Noted that a lot of work went into making these changes to simplify the by-laws.

9 for no changes; 41 for changes We proceeded to discuss the changes.

John Green then did an overview of the By-Law changes.

It was moved by Bill Fitzgerald to accept the By-Law changes; second by Becky White
42 in favor; 8 against – By-Law changes passed

Since we no longer have road dues, but possible road assessment, we should vote on that every year. We recommend no assessments for this year. It was voted unanimously that there will be no assessment for 2014.

Ed Ostransky pointed out in the Treasurer Report that there is a line about Voluntary Payments of \$2,665 and moved that these payments be returned to those who paid in advance.

Marty Meskel second.

John clarified that this money was owed to us in the past and paid in 2014.

Motion withdrawn

Election of Officers

Our Vice President, Gary will not be moving up to the President position as he is a member of the PID Board. So we need to elect both a President and a Vice President.

Teri King volunteered to serve as President. She was voted in unanimously.

Vern McMillin volunteered to serve as Vice President. He was voted in unanimously.

John Green was re-elected as Treasurer unanimously.

Filing 6 director has resigned. Patrick Mahoney is willing to fill this position. He will be voted in at the next Board meeting.

Other Issues:

What do we plan to do with money left over from last year that was designated for road maintenance?

Since we don't know the future on our existence, John suggested we hold in reserve \$6000 so we can pay for the dissolution, according to attorney recommendation. Also CP is not allowed to do any road work any more according to the County. Money can be donated to the PID Board with recommendation on how it is used. It was pointed out if CP donated money to PID it won't necessarily go to the specific spot requested, but it will stay in Cedar Park.

John continued his recommendation that we keep another \$5000 for expenses that the Board would have for the next two years.

Bill Whittaker moved that we keep \$11,000 in reserve for future dissolution effort and to provide funds to support the corporation for two years.

Second by Ed Ostransky. All in favor

There was a question about old business from last year. There was a business – Backbone Adventures – that was renting ATVs and wondered if they were running the business legally. It is not a commercial lot and they do not have a permit to go on national forest. They are no longer in business.

Meeting adjourned.

Respectfully submitted,
Beth Pfeifer, Secretary