

# VILLAGE AT PEREGRINE

## HOMEOWNERS ASSOCIATION, INC.

### Board of Directors Meeting Minutes Tuesday, March 15, 2022 Location: Warren Management Group, Inc.

The meeting was called to order at 1:00 p.m. by Anne Albertson. Present: Susan Cuddeback, Roger Horrigan, Denise Leccese, Doug Anderson, Urbanes Van Bemden, Steve Kouri of Warren Management.

**Homeowners:** Frank Heming, Linda Heming, Len Albertson.

#### **Owners' Forum:**

**Linda Heming:** Linda presented her concerns regarding the resignation of a Board member and the fact that the name was not noted in the agenda. She stated that filling the vacancy with the candidate who had the next highest number of votes at the recent Annual Meeting would be the ethical and fair way to approach this matter. At Linda's request, her letter is attached to the minutes.

**Frank Heming:** Frank aired his concerns with the voting process questioning the method in which proxies were obtained. He referenced the unusual occurrence of a Board member resigning so soon after the election in January. He suggested the ethical way to fill the slot is to use the wishes of the membership who voted by asking the candidate next in line if he still wishes to serve. At Frank's request, his letter is attached to the minutes.

**Len Albertson:** Len informed the Board he and other homeowners volunteered to seal the cracks in the streets using a polyurethane sealer. He sealed a test area on his street. Regarding the recent Board member vacancy, he stated the point at which someone resigns is not material and the By-Laws should be followed for filling the vacancy.

**President's Report:** No report.

**Ratification of February Board Meeting Minutes:** The email approval was ratified by unanimous vote.

#### **Treasurer's Report:**

The Board received the financial report from Roger Horrigan. The checking account balance is \$18,101. Reserves stand at \$55,499. Monthly financial reports are available on the portal: [portal.warrenmgmt.com](http://portal.warrenmgmt.com). Roger confirmed with Steve that the tax returns will be filed for the Village.

#### **Manager's Report:**

- **GFL recycling:** The Board confirms the notice was sent to homeowners notifying them to sign up for recycling if they wish to continue. Billing will be sent quarterly to the homeowner. The HOA paid the recycling fee from January 2022 to March 2022. The Board agreed this cost will be recovered from homeowners. Steve will follow up with GFL to clarify the process.

#### **Manager's Action Items:**

- **Number of coupon books being used:** Homeowners who have not signed up for ACH are using coupon books.  
*Beginning in 2023, if the homeowner does not want to sign up for ACH, the homeowner will be responsible for the charge of \$10 to use coupon books.*

### Old Business:

- **Cost, Clarification and Identification of areas in which new sod work will be done:** Denise made a motion, seconded by Roger, to accept the Robertson's estimate for \$16,696 to repair winter kill areas in homeowners' yards identified in summer of 2021. After discussion, the Board unanimously approved the bid.
- **Review draft of new Rules to reflect Covenant amendment, vote:** Tabled until April.
- **Update HOA documents to reflect House Bill changes regarding flags, signage, solar panels:** Tabled
- **Reconsider estimate to remove fallen tree in Tract D native area:** Urbanes (Van) offered to contact Great View Landscaping for a comparative bid to remove the fallen tree.

### New Business:

- **Resignation and vacancy:** The Board entered into Executive Session at 1:58 p.m. to discuss the resignation. Following discussion, the Board resumed the Board meeting at 2:54 p.m. Susan made a motion to accept Todd Statzer's resignation, seconded by Urbanes (Van). The motion was unanimously approved. The Board acknowledges and accepts Todd Statzer's resignation. Board consensus is to fill the position, to be discussed in April. Warren Management will send a notice to homeowners regarding the resignation.
- **Management contract proposals and procedure for evaluation and recommendation:** Two bids were obtained in addition to Warren's bid. These were discussed during Executive Session. Roger made a motion to select Warren Management, seconded by Urbanes. The motion was unanimously approved.
- **Report on possible solution of ice accumulation at the swale on Doe Run Pt:** The email approval to clear the ice was ratified.

**Committee Reports:** There were no committee reports due to time constraints.

### Adjournment

With no further business to come before the Board, the meeting was adjourned at 3:08 p.m.

**Next meeting:** April 19, 2022 at 1:00 p.m.

Denise Leccese  
Secretary, Village @ Peregrine HOA

**Action Items: Steve:** Follow up with GFL regarding recycling billing.

**Van:** Contact Great View Landscaping for a bid to remove fallen tree in Tract D.

### Tabled Items:

- Update HOA documents to reflect House Bill changes re: flags, signage, solar panels
- Electricity to Entrance
- Sidewalk repair
- Repair stone columns
- Fire Mitigation

Warren Management

MANAGING DETAILS | SERVING PEOPLE



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Attended Village@ Peregrine March 15, 2022 Board Meeting

Spoke at Owners Forum regarding the following agenda item .....

Resignation of Board member and vacancy.

I was surprised and confused when I was reading over the agenda for the March V@P Board meeting to see that a Board Member had resigned after being on the board for such a short time. Today's meeting is only the second Board Meeting of the newly elected Board. The other part of my reaction was that the name of this Board Member was not included. There is no reason to keep the name of the resigning board member a secret from homeowners as eventually it will be noticed. Stating the reason for the resignation can be kept confidential if asked to do so.

I will back up a little and say that I am assuming it was a newly elected Board Member and not Van . I did recently speak with Van and he did not mention resigning so I believe I am correct in my assumption. Van did not bring up any Board business and did not betray the trust of the Board Members. Frank and I were outside doing some yard work and Van and Brenda were walking and stopped by to say hello. Roger and Denise have sent out email notices, etc so I believed they had not resigned either.

Since this opening on the Board came so soon after the Annual Meeting in January and again only one board meeting has been held prior to the March Agenda and this meeting today, I strongly feel that the homeowner filling this position should come from the slate of candidates presented at the Annual Meeting. There were 9 candidates running for the 6 board positions. With a vacancy so early into this current year of business I believe the **ethical** way, the **correct** way, the **fair** way is to fill the vacancy with the next candidate in line using the vote results. That is if that homeowner still is desiring to be a Board Member. If not, move on to the next one in line. If the position is not filled in this way then consider a call going out to homeowners to see who might be interested and ask for a candidate application to be submitted. The Board can then select from those applications and vote to make sure the candidate will be the best person to represent the HOA.

It came to mind while I was thinking all of this over that four of the newest Board Members campaigned on transparency, communication, being up front on all issues, no hidden agendas, etc. Choosing not to disclose the name is not in line with their promises. In the past, the name of anyone resigning was made known without reservation. The previous Board of Directors was “reminded” many times over that transparency and communication was not happening and the members were accused of wrong doing when no evidence of that was present.

I ask you to take seriously what I have spoken about today. I remind you of your promises and ask you to keep all of the Village homeowners apprised of the work you are doing and to do so sooner rather than later.

Linda Heming, Homeowner

## Village at Peregrine HOA Meeting – March 14, 2022

### Open Comments to the Village Board, Warren Management and Village Homeowners

Frank Heming  
7911 Dutchrock Rd

#### Opening Comments

Linda and I have been owners here from the beginning of the Village. We have attended almost every Annual Meeting during that time. We love living here and have enjoyed getting to know many wonderful people. Since the inception of the Village, it has been a quiet, very enjoyable community to live in. There have been very few times when there was disharmony. But, for whatever reason, every few years someone or a small group decides for some reason to sow disharmony and make life difficult for an owner(s) or the Board. It happens, but it passes. Events of the past two years have been one of those periods of disharmony – and seems to be continuing in some respects. I have several areas to comment on and I first ask for your consideration on two important issues – voting procedures and Board member replacement.

#### Voting Procedures

First, I'd like to offer some observations and suggestions for our future Annual Meetings and Board elections. I believe this was the first time we had more owners running for the Board than we had positions (9 running for 6 open positions). This was unprecedented and wonderful to see and was made even better by the interest of a couple of our "younger" owners to get involved. Since this was a unique situation for us, the voting process was a little chaotic. Steve was particularly hard pressed since Tera was sick, and he was left with trying to accomplish all of the premeeting ballot gathering and distribution himself – with repeated interruptions from attendees coming in, but he handled it well. Overall, I think the process went well, but as I and three other owners assisted in gathering and counting ballots, a couple observations caused me concern. My suggestion is to consider tightening up some of the procedures for future elections. I have two observations and recommendations for consideration:

1. Although we do secret ballots there should be a way to know which owner the ballot came from. The proxy forms already have the name and address associated with their ballot, so perhaps the in-person ballots could have some identification that would do the same. Only the management company would need to have that info. My reason for saying this is that as I helped collect the ballots, I was handed numerous ballots by two owners that were running for the Board. It concerned me that we have no way of knowing where all of them came from or how they were obtained. For example, were these candidates asked personally by the proxy submitter to collect their ballot; were the ballots "harvested" by the candidates canvassing the owners looking for ballots, perhaps with "suggestions" on who to vote? Hopefully everything was perfectly legitimate, but we really have no way of knowing the circumstance of how the ballots were completed. This can raise the question of some impropriety that may or may not exist. Since we also had the unique situation of a "slate" of candidates running for the Board and the additional furor over the appearance of a flyer prior to the Annual Meeting. The flyer, which was not given to every homeowner for some reason, advocated a new direction and change for the Village by the group and urged their

election as a group to impose the new direction for the Village. These were unprecedented actions, and in my personal opinion somewhat unseemly since Board candidates have traditionally run as individuals and voted on as such.

2. I was one of four owners who tabulated the ballots. I noticed early on that many of the ballots had the exact same check marks on them – meaning that they appeared to be done by the same person. It was not clear to me how these ballots came to be marked this way, but there may be a valid reason. I strongly believe that we as owners should take full responsibility for completing and submitting our own ballots and not leave it to someone else. If an owner is not responsible enough to make this small effort, can they really vote intelligently? There were also a couple ballots where the markings were not very clearly marked and the four of us had to make an “educated” guess as to the intent. Due to the uniqueness and closeness of this election, this too was problematic since those few votes could have easily shifted the outcome. Again, hopefully no improprieties occurred, but as I was always taught in the Air Force and corporate world, the mere appearance of impropriety is to be avoided at all costs.

I ask that the Board consider these observations and suggestions carefully for future Board elections to determine if any changes to our procedures are prudent to make.

#### Board Resignation

Upon reading the Agenda for today’s Board meeting, my attention was captured by the “Resignation and vacancy” line under New Business. Anne verified to me that a Board member had resigned, and that the matter was on the agenda for discussion. This is a highly unusual occurrence and the fact that it happened so quickly after the elections raises some concerns on how the Board will proceed on this issue. I believe each owner voted for the candidates that they felt were best able to serve our community and keep the Village best interests in mind in doing so. I would hope we can agree that it is important that their votes be honored. Regardless of the reason(s) for the Board member resignation, the proper solution for bringing on the replacement member is obvious due to ethical considerations and the closeness of the election results.

So, I ask the following based on the limited information provided by the Board prior to this meeting today:

1. Did the Board member quit for personal reasons or was there some other reason that forced the resignation?

Either way, the only ethical method of filling the now vacant slot and also the only solution that truly follows the wishes of the owners as dictated by their votes is to ask the next candidate in line if they still wish to serve and add them to the Board if they do. If they don’t wish to serve, go to the next one and so forth. The owners voted to fill six vacancies from the slate of nine candidates, so not filling the position also goes against the votes of the owners.

The votes are available from Warren Management. It can easily be determined who the replacement candidate must be. Since I assisted in the voting tally, I also know the voting results (as do the other three owners who assisted with the count). The voting was very close and indeed only one vote

separated two of the candidates – one is a newly elected Board Member and the other fell short by that one vote.

Based on these observations and results, moving the next highest vote getter onto the Board is the only ethical thing to do and the only solution that honors the votes by the owners as submitted. After all, it's not who YOU as Board members want to hand pick for the Board to resolve this issue; it's only who the Owners voted for that matters.

2. Additionally, because of the Board composition changing, it would also be the prudent thing to do to revalidate the Board Officers positions by either revoting on the positions or using whatever other method the Board Members elect to use. I say this because it is possible the new member would like to be considered for one of the positions and should be given a fair opportunity to do so. Since it is still very early in the new Board's activities, if a change in the leadership would occur this would not pose any significant issues. I respect that it would be a temporary setback, but if I were one of the elected Officers, I would personally welcome a reaffirmation of my selection moving forward.

This letter presents only my personal opinions, comments, and suggestions. I give my permission to the Board and to Warren Management to publish them in any manner they see fit or distribute them to the owners if deemed useful to do so.

Sincerely,

Frank Heming