

# *University Park Homeowners Association, Inc.*

## **Board of Directors – SPECIAL MEETING Minutes**

**Via ZOOM**

**October 16, 2024**

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The meeting was held via Zoom and was called to order at 4:00 PM. Present were as follows:

Lloyd Nordhausen    President  
Gary Schmidt  
Jim Forman  
Jim Mason  
Jon Scott  
Nancy Bunker  
Judy Walton  
Derek Patterson    Community Manager

5 visitors were present:

Wilson Hitchings – 5075 Stonehill – homeowner

Janet Butts – 4823 Stonehill - homeowner

Linda Sauer - 2670 Rockhurst - homeowner

Penny Larson Hubbard - 2611 Rockhurst – homeowner

John Gardner – resident at 2611 Rockhurst -acting as a proxy for Debbie Menza –  
of 4857 Diablo Valley - homeowners

This meeting was a Special Meeting conducted using ZOOM, with 8 items on the Agenda. Therefore, there was no Owners Forum.

President Lloyd Nordhausen presented ground rules for meeting discussion; additionally, all attendees must be respectful, raise their hand, and they will be placed into ZOOM speak.

The attendees may speak if a motion is made – after the Board’s discussion period.

### **Agenda item #1 - Board appointment of positions:**

Lloyd Nordhausen reminded each of the 7 Board members of each office’s duties outlined in the bylaws.

Nomination and election for President: Lloyd Nordhausen was nominated. 6 votes for.

Lloyd Nordhausen accepted.

Nomination and election for Secretary: Nancy Bunker was nominated. 7 votes for.

Nancy Bunker accepted.

Nomination and election for Treasurer: Jim Forman was nominated. 6 votes for.

Jim Forman accepted.

Nomination and election for Vice-President: Judy Walton was nominated

Jim Mason self-nominated

Asked to hear from Judy and Jim:

Judy suggests that the vice president has more duties than just backing up the President, such as being in charge of security, helping with communications, and taking on some of the President’s responsibilities. Judy was the President for several years.

Jim Mason “For the same reasons Judy just highlighted, I want to be the VP. I believe I can leverage all the

experience of Judy and the other board members; coupled with my energy and time, he will begin a succession plan and bring new ideas. As Judy said, God bless her, and I appreciate all your work. However, it is time for her to take a break. We have a problem if I am not the VP and get the experience of being on the Board. Judy can help and mentor me and any other board member. That is the only way we can invigorate, focus the Board, and keep driving forward”.

Judy Walton vote - had 5 votes, and Jim Mason - had 2 votes. Judy Walton was elected.  
Judy Walton accepted.

## 2025 UPHOA Board of Directors

Lloyd Nordhausen	President
Judy Walton	Vice President
Nancy Bunker	Secretary
Jim Forman	Treasurer
Jon Scott	Member at Large
Gary Schmidt	Member at Large
Jim Mason	Member at Large

### **Agenda item #2 - Conflict of Interest Forms**

All board members must sign it and return it to Derek as soon as possible.  
Lloyd emailed a copy of the form to all the board members.

There was a discussion about whether Gary Schmidt (a landscape engineer) wanted to work for a neighbor and if it would be a conflict of interest. The concern was that there would be a problem working for neighbors. However, there might be if the Board were to hire Gary. Derek advised there would be no conflict to do work for neighbors and any work for the Board would just need to be disclosed and reviewed.

### **Agenda item #3 - Ethical Behavior**

Just a reminder to the Board:

1. Board members may not disclose sensitive and confidential information discussed unless they have the authorization to do so.
2. Board members may not share with any third-party discussion or decisions made in Executive Session.
3. Board members may not reveal personal information about any homeowner, resident, board member, or employee.

### **Agenda item #4 - Corporate Transparency Act (CTA)**

The CTA was actually in effect 1-1-2024. This is a federal act where the UPHOA Board must register with the CTA. It must be done as a group, and individual board members cannot register individually. The information needed is name, address, and picture ID. Altitude charges \$500 to file the report. RowCal charges \$400 to file the report. Nancy has filed the CTA report for several other companies and HOA's. Nancy will file the UPHOA report for free. All board members need to send a picture of their driver's license or ID to Nancy (she will destroy the info after the report is filed). A picture or pdf, or the deadline is November 15, to submit your information to Nancy for filing.

The report must be filed by 1-1-2025.

### **Agenda item #5 - Board meets with RowCal**

Lloyd will follow up with Derek to schedule an Executive review meeting in November.

## **Agenda item #6 - Status of landscape/snow removal bids**

Lloyd asked Derek where the bids for landscape and snow removal bids were. Derek will work with Lloyd to schedule a meeting with the Board to review. The anticipated timeline is before January 1.

## **Agenda item #7 – Finance Committee**

Jim Forman will get the notice together to solicit applications for the committee and send it to the Board for approval.

## **Agenda item #8 – Wildfire Volunteer Committee**

Lloyd Nordhausen is the chair of the Wildfire Committee. He had 3 volunteers for the committee. The Board must vote to accept volunteers to committees.

Bert Haugen – 2622 Rockhurst – homeowner

Penny Larson Hubbard - 2611 Rockhurst – homeowner

John Gardner – 2611 Rockhurst – resident

Discussion in regard to UPHOA CCR&E's, UPHOA bylaws, and State of Colorado law: all committees are committees of the Board and that implies that committee members are members of the Association. Therefore, Bert and Penny could be listed as members of the Wildfire Committee, and John would be listed as a volunteer non-owner. All committee chairs must be a deeded homeowner.

A question came up: does the D&O insurance cover homeowners and spouses for spouses who are not listed as homeowners. Lloyd will follow up with the insurance company. Waiting for the answer, the Board will wait to vote on John until there is an answer from the insurance company and will present it at a future board meeting.

Motion to accept Bert and Penny on the Landscape Committee.

Motion Seconded.

Discussion is open to the Board and visitors:

Being no further discussion, the vote was taken:

Motion voted 7 in favor.

Motion for Bert and Penny to be installed on the Wildfire Mitigation Committee.

## **Item not on Agenda**

An issue was brought to the Secretary of the Board – Nancy Bunker, regarding a problem with the election during the Annual Meeting on October 10, 2024.

The issue is regarding two proxies that were brought to the meeting by homeowner Wendy Miller. One proxy was given to Derek at the front desk to vote for minutes/board members. The second proxy was given to the CPA at the Waugh & Goodwin table to vote for the budget.

Both of these proxies were signed as “The Sonnet Springs Homeowners Association” and signed by “Andrea Jones”. Both proxies had a written “request” for 47 homes (47 votes?). These proxies were captured by Derek and not allowed to be counted in the election tallies. Derek emailed copies of these proxies to Nancy so she could bring this issue to the UPHOA Board.

Nancy did some investigation:

1. Any proxy must be signed by the individual homeowner.
2. There is no homeowner in UPHOA by the name of Andrea Jones.
3. There were 8 or 10 Sonnet Springs homeowners at the meeting that voted. This would be a double vote.

4. Sonnet Springs does have 47 homes; however, each home only receives ½ vote.

Because Nancy was not sure what action to take regarding these proxies, she presented the following questions to the Board:

1. Is this Ballot Harvesting or election fraud?
2. Who is Andrea Jones – found to be the property manager for Sonnet Springs. Only proxies are sent to homeowners not to property managers.
3. How did Andrea Jones obtain a copy of any proxy?
4. Do the homeowners know that Andrea Jones tried to vote on their behalf?
5. How did UPHOA homeowner Wendy Miller come to possess these proxies to deliver to the meeting?
6. How does the Board announce to all the UPHOA homeowners this situation?
7. Is there any other aspect of the UPHOA election that has been compromised? Could any action make the Annual Election null and void?
8. Does this affect the candidates in any way.
9. What is the UPHOA board action going to be regarding this situation?

Comments. Judy knows of one Sonnet Springs homeowner that voted, and Jim Forman also had a friend who voted. Derek caught these proxies, and both of the proxies votes were not counted. How is Wendy involved? We need to confirm who Andrea is and confirm her signature. There needs to be an investigation. How could a HOA manager believe a proxy could be used in this manner.

Recommendation: Two board members will contact the President of Sonnet Springs to begin an investigation. What happened, how and all the questions answered.

The Board approves the recommendation. Nancy and Judy will proceed immediately.  
Nancy will forward to the Board a copy of the proxies.

Since this special board meeting has visitors, the visitors are asked have discretion to not disclose this information.

Meeting adjourned at 5:07 PM

Respectfully submitted



Nancy Bunker  
Secretary