

1 **September 10, 2020**

2
3 **From:**
4 **Board of Directors**
5 **Painters Ridge Owners Association (PROA)**

6
7 **To:**
8 **Members of Painters Ridge Owners Association (PROA)**

9
10 **Re: Painters Ridge Owners Association Substitute 2020 Annual Member Meeting**

11
12 The PROA Members are required to hold an Annual Member Meeting during 2020. Due to
13 COVID-19 concerns, the PROA Board of Directors have decided to invoke the following PROA
14 Bylaw provisions:

15
16 **BYLAWS OF PAINTERS RIDGE OWNERS ASSOCIATION, INC.**

17 **ARTICLE 3. - MEETINGS OF MEMBERS**

18 **Section 3.6. Action by Written Ballot.**

19
20 Any action that may be taken at any annual, regular, or special meeting of the
21 Members may be taken without a meeting if the Association delivers (by mail or
22 otherwise) a written ballot to every Member entitled to vote on the matter which
23 sets forth each proposed action and provides an opportunity to vote for or against
24 each proposed action. Approval by written ballot is valid only when the number
25 of votes cast by ballot equals or exceeds the quorum required to be present at a
26 meeting authorizing the action and the number of approvals equals or exceeds the
27 number of votes that would be required to approve the matter at a meeting at
28 which the total number of votes cast was the same as the number of votes cast by
29 ballot. Solicitations for vote by written ballot must be accompanied by written
30 information sufficient to permit a Member to reach an informed decision on the
31 matter and must specify:

32
33 **3.6.1.** the number of responses needed to meet the quorum requirements.

34
35 **3.6.2.** the percentage of approvals necessary to approve each matter other
36 than election of the directors.

37
38 **3.6.3.** the time by which a ballot must be received in order to be counted.

39
40 Therefore, the election of three PROA Board Directors (to serve two-year terms each), and one
41 Master CVRMA Delegate (to serve a one-year term) will occur by United States Postal Service
42 mail as provided in the above PROA Bylaws. Present PROA Directors Dan Hampton, Robert
43 (Bob) O'Toole, & Brian Bates, and Crystal Valley Ranch Master Association (CVRMA) PROA
44 Delegate Arlin Shepard, have been nominated (and have all agreed) to serve additional terms if
45 reelected.

46
47 All Members are encouraged to self-nominate themselves or another PROA Member to serve as
48 a Board Director and/or Master CVRMA Delegate. **Nominations must be received by PROA**
49 **Manager Don Wilden by email addressed don@actionmanagementco.com no later than**
50 **5:00 p.m. on Friday September 18, 2020.**

51
52 A statement in support of a nominated candidate may be submitted **no later than 5:00**
53 **p.m. on Friday September 18, 2020**, to the Manager in association with the email
54 nomination addressed to the Manager.

55
56 **No later than 5:00 p.m. on Friday September 18, 2020**, any Member may advise the Manager
57 by email of any issue (not involving election of Directors or Delegate) that the Member wants
58 brought before the entire Membership for vote of the entire Membership. Financial matters
59 and/or questions may also be brought to the attention of the Manager. Members may review
60 current PROA financial records on the PROA Website at (<http://paintersridge.org/>).

61
62 If other matters not related to the election of Directors or Delegate (but requiring a vote
63 of the entire Membership) are emailed to the Manager, the Manager will send an email to
64 all Members soliciting Member discussions, opinions, responses, pros, and cons related
65 thereto. Responses to that email **must be replied to by email addressed to the**
66 **Manager no later than 5:00 p.m. on Friday September 25, 2020.**
67 don@actionmanagementco.com

68
69 **On Monday October 5, 2020**, the Manager will send by First Class United States Postal Service
70 a **“NOTICE OF SUBSTITUTE 2020 ANNUAL MEMBER MEETING”**. The “Notice” will
71 also be posted on the PROA website. <http://paintersridge.org/annual-member-meeting/>

72
73 **The “Notice” will advise Members:**

- 74
75 **1.** That due to COVID-19 concerns, the PROA Board of Directors have decided to invoke
76 the above PROA Bylaw provisions to replace an “in-person” public annual Member meeting.
77
78 **2.** That in accordance with Section 3.6 of the PROA Bylaws (see above) a separate ballot
79 form is enclosed (one ballot per property) to be used jointly by property owners to cast votes for
80 three Director and one CVRMA Delegate candidates. The ballot will also have space for write
81 in votes for Members not nominated.

82
83 Statements received by the Manager (if any) in support of the election of
84 nominated candidates will be enclosed with the “Notice”. (*Refer to lines 52*
85 *through 54 above.*)

86
87 **If necessary**, the ballot will also contain other items (not related to elections) that require
88 Membership voting. (*Refer to lines 56 through 67 above.*)

89
90 Member discussions, opinions, responses, pros, and cons related to other matters
91 (not involving elections) will be enclosed with the “Notice”.

- 92
93 **3.** That at least 12 valid casted ballots must be received by the Manager prior to the below
94 deadline to meet the quorum requirement concerning voting.

95
96 When multiple directors are being elected, that number of candidates equaling the
97 number of directors to be elected, having the highest number of votes cast in favor of
98 their election, are elected to the Board of Directors.

100 When only one delegate is being voted upon, the affirmative vote of a majority of the
101 Members constituting a quorum at the meeting of the Members as which the election
102 occurs shall be required for election of the CVRMA Delegate. If multiple persons are
103 running for Delegate and no one receives a majority of the votes, then another election
104 shall be held at which the two (2) persons running for Delegate who received the most
105 votes in the prior election shall be voted upon and the person receiving a majority of the
106 affirmative votes cast by Members shall be elected.
107

108 **The deadline for Manager receipt of casted ballots that must be delivered through**
109 **the United States Postal Service will be 5:00 p.m. on Friday October 16, 2020.**

111 **The address of the Manager is:**
112 **Don Wilden**
113 **PROA Community Association Manager**
114 **Action Management, LLC**
115 **7200 E Dry Creek Rd - Suite F-101**
116 **Centennial CO 80112**
117 **(The Manager can be reached by phone at 720-974-0247.)**
118

119 **4.** That current financial records are enclosed with the “Notice” and are also available for
120 review on the PROA Website. (<http://paintersridge.org/>).
121

122 **5.** That information related to the approval of the 2019 Annual Member Meeting minutes is
123 within the “Notice”.
124

125 **Deadline Dates:**

126
127 **5:00 p.m. on Friday September 18, 2020**

128
129 **Email nominations, statements in support of candidates, and other issues any**
130 **Member wishes brought before the entire Membership for vote, are due to**
131 **Association Manager.**

132
133 **5:00 p.m. on Friday September 25, 2020**

134
135 **Member email replies are due to Association Manager concerning Member**
136 **discussion, opinions, responses, pros, and cons related to issues other than**
137 **Director and Delegate elections.**

138
139 **Monday October 5, 2020**

140
141 **Association Manager will send by First Class United States Postal Service a**
142 **Notice of Substitute 2020 Annual Member Meeting.**

143
144 **5:00 p.m. on Friday October 16, 2020**

145
146 **Completed Member ballots must be received through the United States Postal**
147 **Service by the Association Manager.**

148

149 **For questions contact:**

150

Don Wilden	Chuck Hackard
PROA Association Manager	President
don@actionmanagementco.com	Painters Ridge Owners Association
720-974-0247	charleshackard@centurylink.net

151

152

153 *Email copied to PROA Directors and Association Manager.*