VAN AIRE SKYPORT CORPORATION BOARD OF DIRECTORS
Meeting Minutes for September 16, 2024

The meeting was convened at 15725 Elk Circle, Brighton, CO, on September 16, 2024, at 6:35 pm.

Present at the Meeting are:

- **Board Members:**
  - Ed Cole (1A) – (Term expires at end of 2024)
  - Maureen Bendure, Vice-President (1B) (Term expires at end of 2025)
  - Buddy Goeritz (2B) (Term expires at end of 2025)
  - Charles Elliston, President (Director At-large) (Term expires at end of 2025)
  - Tom Edwards (2A) (Term expires at end of 2024)
  - Secretary Jenny Mack
  - Treasurer Jim Baker (absent)
  - Ron Stites, Stites & Associates, LLC (Office Manager, attending electronically) (plans to retire at end of 2025)
- **Guests**:
  - Jim Vyduna
  - Roland Ochs

1. Secretary Mack
   - verified that meeting notice was issued in accordance with the bylaws,
   - conducted roll call,
   - verified that a quorum was present,
   - verified that the previous month's meeting minutes had been approved via email.

2. President Elliston presented the proposed meeting agenda and called for a motion to approve the agenda as presented with amendments.

3. **President's Report**:
   - On Wednesday, September 11, we received an email from tax attorney John Valentine which included a copy of the letter he sent to Verdad seeking relief on the issue of withheld but unpaid Severance and Ad Valorem taxes. The letter was dated August 28th, but as of September 11, he had received no response. A copy of the letter is included in the board member's meeting packet.
   - Director Elliston and Office Manager Stites successfully remitted estimated third quarter tax payments to the IRS ($87,000.00) and the State of Colorado

($21,000.00) using online mechanisms provided by the respective taxing agencies. This was no small feat, due to online security safeguards, but we believe we know the drill, so it should be much easier in the future.

- Director Elliston, Office Manager Stites, and former board president John Conroy collaborated in an attempt to resolve the misdirected EFTS payment to the IRS in 2023 – more details on progress to be provided when available.
- A meeting room for the January 18, 2025 Annual Membership Meeting has been secured at the Brighton Recreation Center. The cost will be $420 for the room, $25 for the setup, and a $250 refundable damage deposit.
- Paperwork for liability insurance on the newly acquired properties has been submitted and the annual premium has been paid.
- The **VASC Annual Meeting** was rescheduled for **January 18, 2025**.
- Requests for proposal have been emailed to two local Port-a-Potty vendors for the VASC Annual Fly-in/Picnic to be held on Saturday, September 28 have been issued. One vendor (United Rental) responded. Cost for a single stall unit with hand sanitizer will be approximately $250. A handicapped capable unit will cost around $305. Director Cole moved to authorize rental of a handicapped capable unit. Director Edwards seconded the motion and was passed unanimously.
- Requesting volunteers to help manage preparations for the VASC Annual Fly-in/Picnic. Porta-Potty's are being arranged (see above). Director Bendure volunteered to make a trip to Costco with Mandy Donovan to pick up the essentials (burgers, buns, brats and condiments).
- On Wednesday, September 11, we received a bid from Vance Brothers, an asphalt remediation contractor, for completing our taxiway and runway crack seal project for this year. We subsequently received two additional bids. This was discussed in detail under the Runway/Facility Committee Report.

4. **Treasurer's Report**:
    - Financials: Office Manager Stites presented the monthly financial report, and we are currently on par or under budget on most items and the corporation's financial health remains sound. There was an extensive discussion regarding the purchasing of CDs regarding the maturity span being six-months or one year. The board agreed to invest in six-months CDs in the near term to maintain liquidity for anticipated expenses. The board also agreed the investment committee would have the authority to act without the board's approval for every routine decision.

5. **Committee Reports:**

- **Architectural Control Committee:**
  Tom Edwards, John Conroy, Laura Larkin, Maria Rhiel
  Director Edwards stated that Adam Vaughn's submission of a building plan conformed with the requirements of the protective covenants. Director Edwards recommended the board approve the application to build. The board agreed that the Architectural Control Committee should not need to seek approval from the board to approve plans.

  Director Edwards stated he had informed Adam Vaughn of the requirement for Adams County approval of the proposed drainage plan.

- **Audit Committee:**
  Maureen Bendure, Wendy Odenbrett, Ed Cole, Helen Gaines, Nancy Flanagan
  There was an extensive discussion of the need for an outside audit. The board decided it would be most practical to conduct an outside audit of fiscal year 2024 during 2025. That report will be presented to the membership at the 2026 annual meeting. An internal audit will be conducted by the VASC audit committee for presentation at the 2025 annual membership meeting.

- **Common Area Committee:**
  Terry Jackson, Vince Phelps, Charles Elliston
    - On Sunday, August 25, Prairie Dog Pros paid a second visit to mitigate prairie dog holes that had not responded to the first mitigation effort a few weeks earlier. There are still a few active holes, but the number has been reduced substantially. Poison grain will be administered to the remaining active holes after November 1st, in accordance with Colorado Fish and Wildlife regulations. Due to the numerous prairie dog colonies within a mile or two of VASC, we should create a budget line item specifically for dealing with these critters every year going forward. The board agreed that a budget line item for prairie dog mitigation should be added to the annual budget.
    - Director Elliston visited the newly acquired southeast five-acre property and found no evidence of leakage from a neighboring leach field. It appears that the perceived leakage may have actually been puddling as a result of a recent heavy rain. At the time of the inspection, the entire area was very dry.
    - Director Elliston noted that the bar-ditch water accumulation mentioned by Don Smallwood at the previous month's meeting was in

fact significant. It appears to be a large, long-standing puddle outside the southwest corner of our property and at the southeast corner of the neighboring property. It appears to be much deeper than the depth of the bar ditch in the easement between our property and the street. Not sure how we would go about mitigating it and preventing future reoccurrence, or whether that would be our responsibility, along with the owner of the neighboring property, or the county.

- **Covenant/Bylaw Review Committee:**
  <u>Carl Goeritz, Don Watkins:</u>
  Director Goeritz stated he was not prepared to present proposed bylaw amendments but would be prepared at the October board meeting.

- **Fuel Facility Committee:**
  <u>Jim Vyduna, Charles Elliston, Ed Cole, Ryan Bendure, Dan Metz</u>
  Jim Vyduna reported that a fuel delivery is scheduled for 7:00 a.m. on September 20, 2024. Mr. Vyduna also posed a question about the Wi-Fi router in the fuel shack as to whether the board would want to make Wi-Fi available to the public through that router. He also asked about a password for that router. The board decided to investigate and will provide information at the next meeting. There was extensive discussion regarding increasing our storage tank capacity to maintain higher quantities of fuel. The board decided to remain with the status quo for the time being.

- **Investment Committee:**
  <u>Maureen Bendure, Laura Larkin, Office Manager Ron Stites</u>
  No Change.

- **Nominating Committee:**
  <u>Maureen Bendure, Tom Edwards, Kathy Metz</u>
  - Director Edwards reported that D.J. Hernandez expressed interest in representing block 1A starting in January 2025.

- **Runway/Facility Committee:**
  <u>Vince Phelps, Charles Elliston, Wayne Henke, John Conroy, Leon Brodie</u>
  - Director Elliston believes that taxiway and runway seal coating can be deferred for one more year. The board agreed.
  - Director Elliston presented three bids for crack-seal work. Director Goeritz expressed concern regarding the quality of materials to be used by the bidders. The board agreed that the committee should call other airports to

determine what contractor and materials they have been using with success. Director Goeritz agreed to handle that task.

- **Oil and Gas Committee:**
  Don Smallwood, John Allison
  Nothing to report.

6. **Old Business:**
   - Director Edwards presented three options of the walking/biking path to the board. Director Bendure moved for the directors to take two weeks to present the plans including all three options to their constituents. If no viable alternatives are presented by the membership by October 1, 2024, Director Edwards will proceed with acquiring updated engineering drawings of all three options from Western Engineering and seek contractors willing to make bids. Director Edwards will then forward the updated drawings to the members of the board via e-mail before the October meeting. Director Cole seconded the motion, and it was passed unanimously.
   - Director Edwards moved to accept the proposal to accept the Approved Vendor Policy as presented. Director Bendure seconded the motion, and it passed unanimously.
   - Discussion about the proposed VASC Mission and Vision Statement and strategic planning for the long-term for VASC was deferred until the October meeting.
   - There was discussion on the Owl Remote Meeting device which was demonstrated at the meeting with Office Manager Stites attending remotely. Director Elliston requested the board approve purchase of device to allow remote attendance of board meetings. Director Cole moved to authorize the purchase of the Owl device for $1,099.00 from Mr. Jim Vyduna, to become property of VASC. Director Goeritz seconded the motion, and it passed unanimously.

7. **New Business:**
   - Director Elliston led a discussion of contracting with a new web hosting service called HOA Start. The service will substantially upgrade our capability to communicate with the membership through controlled emails, pay assessments online, streamline accounting procedures, and maintain and update corporation records. Director Edwards moved, and Director Cole seconded the motion to approve contracting with the new web-hosting service. The motion passed unanimously.
   - Director Elliston presented a thought for future consideration regarding

restructuring the corporation to a not-for-profit/charitable organization or a not-for-profit/taxable organization to legally use oil and gas money for operations and maintenance. This will be placed on the agenda for the October meeting for detailed discussion.

8. **The next board meeting** is scheduled to be held at 5:00 pm on October 13, 2024, at the Grady's residence (15725 Elk Cir, Brighton, CO 80603).

9. **Adjournment**: The meeting was adjourned at 10:15pm.

Addendum:

Record of Board Motions at the September 16, 2024 Meeting:

- Director Cole moved to authorize rental of a handicapped capable unit. Director Edwards seconded the motion and was passed unanimously.
- Director Bendure moved for the directors to take two weeks to present the plans including all three options to their constituents. If no viable alternatives are presented by the membership by October 1, 2024, Director Edwards will proceed with acquiring updated engineering drawings of all three options from Western Engineering and seek contractors willing to make bids. Director Edwards will then forward the updated drawings to the members of the board via e-mail before the October meeting. Director Cole seconded the motion, and it was passed unanimously.
- Director Edwards moved to accept the proposed Approved Vendor Policy as presented. Director Bendure seconded the motion, and it passed unanimously.
- Director Cole moved to authorize the purchase of the Owl device for $1,099.00 from Mr. Jim Vyduna, to become property of VASC. Director Goeritz seconded the motion, and it passed unanimously.
- Director Edwards moved, and Director Cole seconded the motion to approve contracting with the new web-hosting service. The motion passed unanimously.

Year to Date Board Motions:

- **August 19, 2024**: The board moved to require formal Adams County approval of a proposal by Adam Vaughn to partner with Rod Woodard to create a drainage system that would spill into the bar ditch on the east side of Fortune Court towards 160th Avenue prior to Architectural Committee approval of the plan. Further, the board directed that Mr. Vaughn should be notified of this decision in writing ASAP.

- **September 16, 2024**: Director Cole moved to authorize rental of a handicapped capable unit. Director Edwards 2nd the motion and was passed unanimously.
- September 16, 2024: Director Bendure moved for the directors to take two weeks to present the plans including all three options to their constituents. If no viable alternatives are presented by the membership by October 1, 2024.
- September 16, 2024: Director Edwards will proceed with acquiring updated engineering drawings of all three options from Western Engineering and seek contractors willing to make bids. Director Edwards will then forward the updated drawings to the members of the board via e-mail before the October meeting. Director Cole seconded the motion, and it was passed unanimously.
- September 16, 2024: Director Edwards moved to accept the proposal to accept the Approved Vendor Policy as presented. Director Bendure seconded the motion and passed unanimously.
- September 16, 2024: Director Cole moved to authorize the purchase of the Owl device for $1,099.00. to become property of VASC. Buddy seconded the motion, and it passed unanimously.
- September 16, 2024: Director Edwards moved, and Director Cole seconded the motion to approve contracting with the new web-hosting service, HOA Start. The motion passed unanimously.