

Cedar Lodge BOD
June 17, 2026 Following Annual Meeting
AGENDA – Post Annual Meeting

- I. Call to Order
- II. Roll Call / Quorum
- III. Election of Officers
- IV. New Business
 - A. Board Etiquette Review
 - B. Conflict of Interest Policy and Acknowledgement
 - C. Annual Meeting Follow up (if necessary)
- V. Next Meeting Date
- VI. Adjournment

**Cedar Lodge
Board of Directors 2025-2026**

Two-Year Terms

**Roger Gooch, Unit 221
President
Term expires 2027**
765 Sheoah Blvd.
Winter Springs, FL 32708
727-776-6409-cell
freedommkt@juno.com

**Traci Helms, Unit 319
Vice President
Term expires 2026**
12923 Hudson Street
Thornton, CO 80241
303-475-3319
td129@msn.com

**Billy Stickle, Unit 202
Secretary / Treasurer
Term expires 2027**
15257 West Warren Drive
Lakewood, CO 80228
719-325-9725
bilystickle@gmail.com

**Brennan Arnold, Unit 306
Director
Term expires 2027**
1820 West Scott Place
Denver, CO 80211
303-778-6868
brennandbainc@gmail.com

**Jeffrey Beavers, Unit 304
Director
Term expires 2026**
PO Box 5231
Frisco, CO 80443
404-314-6562
JordBeavers@gmail.com

Cedar Lodge Board Etiquette

Officer roles are as follows:

- ❑ President – The managing agent utilizes the President as the main point of contact. The President guides the Board throughout the decision making process. He/She sets and establishes the Board meeting agendas and shall use his/her best efforts to conduct meetings using Robert's Rules of Order as a guide.
- ❑ Vice President – The role of the Vice President is to assume the duties and responsibilities of the President in the latter's absence.
- ❑ Secretary / Treasurer – The Secretary is responsible for authenticating the minutes of the meeting. The Treasurer's responsibility is to review the monthly statements for accuracy, but is not liable for validation of the accounting.

Board Action and Operations

- ❑ Board must act as a group, not as individuals.
- ❑ Board has fiduciary duty to the owners it represents to act in the owners best interests.
- ❑ Board must comply with governing documents when making decisions.
- ❑ Board must work as a cohesive unit.
- ❑ Board must follow the correct procedures as they work through the decision making process.

Traits of a Board Member

- ❑ Must check their ego and personal agendas at the door and always think of "what is best for our members", not "what is best for me."
- ❑ Must be people serving not self-serving.
- ❑ Must first and foremost be a good servant, serving its members with a sense of humility and integrity.
- ❑ Must perform for results not recognition.
- ❑ Must learn from the past, focus on the present and prepare for the future.
- ❑ Must remember it is all right to agree to disagree but always with respect and remember that the majority rules and when a decision is made you then become an advocate for the decision.
- ❑ Must be flexible and adjust to the situation.
- ❑ Must remember you are on a team and none of you are more important than the team.

Additional Comments for Board Members:

- ❑ Review the by-laws, governing documents and Robert's Rules of Order.
- ❑ Members are expected to conduct themselves in a professional manner. Members behaving in a non-professional manner may be asked to leave the meeting.
- ❑ Email etiquette is a must; professional manner; refrain from using aggressively toned, non-professional emails. Emails sent with a negative tone will be dismissed. Emails will not be used as a primary form of communication. They will only be used in emergency cases. Normally there will be no regular Cedar Lodge business conducted via email.
- ❑ The management agreement will be adhered to and items will be presented to the President. The President will communicate the items to the Board and then back to SRG.
- ❑ Meeting dates and times are subject to change only in the event of an emergency. All meetings of the Association are open meetings-owners are permitted to attend. Conference call attendance for Board meetings will be made available if possible.

*In the case of conflict between this document and the by-laws, the by-laws control

**CEDAR LODGE CONDOMINIUM ASSOCIATION, INC.
CONFLICT OF INTEREST POLICY**

Effective Date: 1-1-06

In compliance with the Colorado Common Interest Ownership Act, the Board of Directors of the Association desires to adopt a uniform and systematic policy to address conflicts of interest.

The Association hereby adopts the following policies and procedures to handling directors' conflicts of interest:

1. Definitions:
 - A. "Conflicting interest transaction" means a contract, transaction or other financial relationship between: (A) the Association and a director, or (B) between the Association and a party related to a director, or (C) between the Association and an entity in which a director of the Association is a director or officer.
 - B. "Party related to a director" means a spouse, a descendent, an ancestor, a sibling, the spouse or descendent of a sibling, an estate or trust in which the director or party related to a director has a beneficial interest, or an entity in which a party related to a director is a director, officer, or has a financial interest.
 - C. "Officer," for purposes of this policy only, means any person designated as an officer of the Association and any person to whom the Board delegates responsibilities, including, without limitation, a managing agent, attorney, or accountant employed by the Board.
2. The director shall disclose the conflicting interest in the proposed transaction in an open meeting prior to the discussion and vote. Such disclosure shall be reflected in the minutes of the meeting or other written form.
3. The director shall not take part in the discussion and shall leave the room during the discussion and the vote on the matter. Notwithstanding the foregoing, a majority of the disinterested Board members may ask the interested Board member to remain during any portion of the discussion and/or vote, provided that the director does not vote.
4. The interested director shall count for the purpose of establishing a quorum of the Board for the matter in which there is a conflict.
5. The contract, Board decision or other Board action must be approved by a majority of the disinterested Board members. No contract, Board decision or other Board action in which a Board member has a conflict of interest shall be approved unless it is commercially reasonable to and/or in the best interests of the Association.
6. Notwithstanding anything to the contrary herein or in the Association's conflict of interest policy, no conflicting interest transaction shall be set aside solely because an interested director is present at, participates in or votes at a Board or committee meeting that authorizes, approves, or ratifies the conflicting interest transaction if:
 - A. the material facts as to the director's relationship or interest as to the conflicting interest transaction are disclosed or known to the Board of Directors or the committee, and the Board or committee in good faith authorizes, approves, or ratifies the conflicting interest transaction by the affirmative vote of a majority of

the disinterested directors, even though the disinterested directors may be less than a quorum; or

B. the material facts as to the director's relationship or interest and as to the conflicting interest transaction are disclosed or known to the Members entitled to vote on the transaction, if any, and the conflicting interest transaction is specifically authorized, approved, or ratified in good faith by a vote of the Members entitled to vote; or

C. the conflicting interest transaction is fair to the Association.

7. No loans shall be made by the Association to its directors or officers. Any director or officer who assents to or participates in the making of any such loan shall be liable to the Association for the amount of such loan until the repayment of the loan.

8. Each director shall be required to sign an acknowledgement of this policy within 30 days of becoming a director.

IN WITNESS WHEREOF, the undersigned certify that this Conflict of Interest Policy was adopted by resolution of the Board of Directors of the Association on this 4 day of NOV, 2006.

CEDAR LODGE CONDOMINIUM ASSOCIATION, INC. a
Colorado nonprofit corporation,

By: Steven F. Zonacny
Its: President

ATTEST:

By: Malvin J. Walden

ACKNOWLEDGEMENT OF CONFLICT OF INTEREST POLICY

I, _____, hereby acknowledge and confirm that I have read the Conflict of Interest Policy and agree to disclose any conflict of interest which may arise during my term as a director in compliance with the policy. I further acknowledge and agree that I will be responsible for any damage to the Association arising from my failure to disclose a conflict as required by the policy.

Dated this _____ day of _____, 20__.

Signature

Printed Name

Association