

## **Annual Business Meeting minutes-August 21, 2021**

### **Call to Order**

President Rob Lynch called the meeting to order at 10:37 a.m. There were 31 members present.

### **Approval of Business Meeting Agenda**

Barb Wilcox motioned to approve the agenda as presented. Kevin Dunning seconded. All ayes. Motion carried.

### **Approval of Minutes from Annual Meeting August 24, 2019**

Rick Tello motioned to waive reading and approve the Annual Meeting minutes from August 24, 2019. Gene Fritz seconded. All ayes. Motion carried.

### **Treasurer's Report**

Rick Tello presented the Treasurer's information. Michelle Boheim motioned to receive and file the Treasurer's Report as presented. Dick Collyard seconded. 30 ayes. 1 nay. Motion carried.

### **Quorum**

According to the Association By-Laws, 150 votes are required to establish a quorum. It has been noted that this threshold has not been achieved in previous Annual Meetings. Some members present indicated that this threshold has never been achieved for any meeting. Remaining consistent with previous meetings, we will conduct ourselves as a quorum and use a simple majority of the members represented (in good standing) for voting on routine business.

### **Election of Board Members (3 open seats-3-year term)**

Nancy Collyard voiced concern about the voting process of electing Board Members. She had concerns that using a simple majority of present members as a voting criteria could lead to board take-overs and future issues. She indicated "for topics of high importance" that previous Annual Meetings used a "one vote per lot" criteria (with the use of proxies) for voting. Rob indicated that our governing documents clearly spell out separate voting requirements for important issues such as property sales, special assessments and assessment fee changes. These topics require separate meetings with separate notification and can not be added to today's meeting. Rob read excerpts from the PPOA Restrictive Covenants and the PPOA By-Laws (filed 2015). These documents have **conflicting criteria** for voting. In an effort to remain consistent with the Annual Meetings from 2019 and 2020 where all members present were allowed to vote, we will use the same criteria for the routine business of this meeting, including the election of Board members. However, Rob indicated that this issue needs to be addressed prior to the next Annual Meeting by amending our By-Laws to be consistent with other Association governing documents. Rob has asked, and been authorized by the Board of Directors, to create a committee to draft new Association By-Laws. Members interested in participating on this committee should contact Rob.

Rick Tello's 3-year term is complete leaving the board with three (3) open seats. Dick Collyard nominated Rick Tello to serve another term. Michelle Boheim nominated Bill Van Vlack. Joe Girten made a motion to elect the slate of nominees to the PPOA Board of Directors as presented. Kelly Lynch seconded the motion.

### **Adjournment**

Barb Wilcox motioned to adjourn the business portion of the Annual Meeting. Rick Tello seconded. All ayes. Motion carried.

Respectfully submitted by Michelle Boheim, Secretary