

UNAPPROVED  
ANNUAL MEMBERSHIP MEETING MINUTES  
August 14, 2021

Meeting held by Zoom, Due to Covid

**Attendees:**

**New Board Members** (based on first ballot count): Drew Sawchuk, Jeff Click, Pamela Lewis, Ryan Man, Susan Stewart, Rick Lewis, Brett Coffman, Brian Rabe.

**Past Board Members and Current Committee Members:** Kirk Johnson, Stacey Johnson, Todd Besaw.

**General Members:** Gary Lewis, Larry Knox, Nancy and Rich Merklingshaus, Revecca Kloberdanz, Robbert Curry, Tish Jeter, Vera Novak, Corrinne Mossman, Nicholas Parr, Felicity Rabe, Barbara Maden Sweet (15 minutes only).

Meeting called to order at 1:29 pm.

NOTE: QUORUM NOT MET

Meeting was scheduled as a Zoom meeting due to Covid restrictions (we could not meet requirements of local school and state mandates based on human resources to have an open meeting). Quorum was not achieved for the meeting so no motions could be brought forward to be voted upon.

President: As per Roberts Rules of Order and 9 Mile Ranch Bylaws, this meeting is not a place to discuss personal matters, just the facts alone. Chair is not giving the floor to personal natural or discourteous behavior.

President acknowledged that usually we would approve the last year's AMM minutes, however due to Covid State law, unusual and extreme restrictions, last year's meeting was cancelled, and all required voting issues were accomplished through a membership wide email ballot. The 2019 AMM minutes still need to be approved however in order to do that we need to have a quorum attend the AMM's.

Ballots were counted on June 20, 2021, at American Family restaurant, in Oroville, by independent community members. The official ballot count was posted immediately to the website and has remained there since that time.

President welcomed everyone present and was disappointed to not see more members present.

President acknowledged that we were in interim roles as we were awaiting for second counting of votes. (The count was finalized on August 6, 2021).

An additional Board of Director meeting has been established for September 11, 2021 and at that time the board will be removing the interim titles and those board members will officially fill their roles.

The results of the election are posted on the website – both first and second counting. There were very minor differences with the numbers but, no changes in the outcome.

Summary:

Vote for 5 year annual assessment increase passed.

Vote for 5 year for capital improvements did not pass.

Vote for 5 year assessment rate for required fund items passed.

Vote for 1 time special assessment for the winter sanding facility passed.

Vote for 1 time special assessment against lot 47 division 1 passed.

Voting to waive the audit did not pass.

President offered opportunity for questions regarding the vote count for the 7 elected officials. No questions.

President acknowledged that the budget adopted by the out-going board will hold for this fiscal year.

Allen Jones (lot owner), brought forward a motion and was given the floor to discuss the intentions of updating our bylaws, (our bylaws have not been updated since they were enacted back in the early 1990's.)

Allen Jones (member) brought forward many points about how the bylaws are outdated particularly for example 2018 the management went from the developer to the membership. Allen discussed how we can increase the confidence in the membership by updating our bylaws. Some are mere housekeeping, but some are more important. Some are due to changes in State Law such as requiring a reserve fund and to have board members be only elected, not appointed as currently stated in our bylaws (it should be noted that Nine Mile Ranch HOA has been following State Law). Other changes include items like new forms of communication like email etc. We need the membership to engage in changing these bylaws which could build confidence in the organization.

President acknowledged that there is a need to look at making changes to the bylaws. However, as a result of not having quorum in attendance a vote was not able to be held on Allen's motion.

Stacey Johnson contributed to the conversation stating that this is a big job especially considering that the board is a volunteer board and as such it is a difficult project to accomplish. Mrs. Johnson stated that she consulted with legal counsel and that all of this costs a great deal of money and requires the membership to decide if they want to pursue this. As 9 Mile Ranch has a limited budget we must consider if the membership wants to fund this project currently.

Opinion given by Vera Novak (Member), who was a prior chair on the committee to work on the bylaws, i.e., 'election' rather than 'appointment'. Member said she believes that this can be done. Stacey stated we have been following legal counsel whereby the board has filled position but not appointed them. It has been difficult because we are always balancing lack of quorum for membership voice and thus falling back on simply following State laws.

Allen Jones stated that we can start educating the membership about this need and at least strike a committee to look into what the costs of doing this would be.

Robert Curry (member) agrees that we need to look into what everyone is interested in changing. He has also found that sometimes legal assistants can do the work and therefore save us money.

President acknowledges that we have given the membership a platform for members to discuss the items brought forward.

President reminds the membership that we only have one AMM per year but that at any time the membership can always request another meeting be put in place.

President indicated that the next Board of Directors meeting is scheduled for September 11<sup>th</sup>, 2021.

President makes a **motion** to adjourn. Rick seconds.

Discussion: One 'no' vote may have been a question regarding if the next meeting will be a zoom meeting. President suggests that the meeting be Zoom unless Covid rules change by then. Majority in favor therefore motion passes.

Meeting adjourned 2pm.