

JOINT MEETING OF BOARD AND BYLAWS COMMITTEE

Date: August 6,2008

Location: Love of the Lake Office

Board in Attendance

Earl Johnson Phil
Phelps Melanie
Landay Jim Hughes
Gary Spence
Mickey Letart Brad
Rogers John
Widhalm Susan
Hello

Bylaws Committee in Attendance

Debbie Finger, Chairperson
Michael Janicek
Dean Malone
David Baillif
Dawn Cleaves
Hilary Johnson
Dotty Vidal
Brad Rogers
Earl Johnson

A Special Meeting of the Board of Directors was called to order at 6:45pm by Earl Johnson, President. Debbie Finger, Chairperson introduced Bylaws Committee Members. She stated the purpose of this meeting was to seek approval for distributing the proposed Bylaws and to answer questions from the Board members, discuss the cost and schedule for distribution.

Discussion on Proposed Bylaws

Article 9 - no comments

Article 10 - no comments

Article 11 was amended to change phraseology by the Board and the Board voted to accept.

Brad moves that if there is another Board meeting discussing Bylaws that the Bylaw Committee should be present. Seconded and passed.

Article 12 - voted to accept.

Article 13 - voted to accept.

Article 1 - Phil Phelps moves to delete 1.4.3. Seconded and passed. John Widhalm moves to approve 1.1 through 1.3. Seconded and passed. Brad Rogers moves to approve 1.4. Seconded and passed. Brad Rogers moves to approve 1.5. Seconded and passed. Mickey Letart moves to amend 1.6.3 by taking out the word "zoning." Motion fails for lack of majority. Brad Rogers moves to accept 1.6 as amended. Seconded and passed.

Article 2 - John Widhalm moves to accept Article 2. Seconded and passed.

Article 3.2 - John Widhalm moves to amend Article 3.2 to add "publication and distribution" to each member's property address. Seconded and passed. John Widhalm moves to accept all of Article 3. Seconded and passed.

Article 4.5 - Mickey Letart moves to remove the words "dereliction of duty." Seconded and passed.

Article 4.8.1 - Mickey Letart moves to change 4.8.1 wording from "does" to "shall." Motion failed. Brad Rogers moves to accept all of Article 4 with amendments. Seconded and passed.

Article 5 - Brad Rogers moves to accept all of Article 5. Seconded and passed.

Article 6 - John Widhalm moves to accept all of Article 6. Seconded and passed.

Article 7 - John Widhalm moves to accept all of Article 7. Seconded and passed.

Article 8 - John Widhalm moves to accept all of Article 8. Seconded and passed.

Budget:

Debbie Finger is requesting \$500.00 for printing and mailing of return ballot. We will not mail the current Bylaws; however Bylaws can be downloaded from the website or residents may pick up copies from Debbie Finger. We will also have the current Bylaws available at upcoming Town Hall Meetings. John Widhalm moves that the Bylaws Committee be given a budget of \$500.00 for printing and other costs. Seconded and passed.

Effective Date of Bylaws if Adopted:

John Widhalm moves that the proposed Bylaws become effective on September 10, 2008, if adopted by the membership. Seconded and passed.

Agenda

CLENA Bylaws Committee/Joint Meeting with Board
Wednesday, August 6, 2008 at 6:30pm Location: For
the Love of the Lake Office

- Thanks for taking time out of your busy schedules to join us tonight. The purpose of meeting is to seek approval for distributing proposed bylaws to neighborhood, answer any questions from board members, and discuss the costs and schedule for distribution.
- First, I would like to introduce the committee members present tonight and thank them for their hard work and the time they took out of their lives to meet as a group every Wednesday night since mid-May. Their efforts and time are very much appreciated.
- Approving the proposed bylaws for distribution is not a vote for or against them. You have the opportunity to vote as CLENA member with the rest of the neighborhood and how you vote is your business. The proposed bylaws are a committee effort and the work reflects the majority vote of the committee on each issue. The document does not reflect the opinions of anyone committee member and decisions were not made capriciously. We did lots of research that included looking at bylaws of other neighborhood associations. Then, we had lots of interesting discussions - particularly over the Association's purposes.
 - o A minority report was sent to the board on Wednesday, 7/23 from a committee member; however, the committee did not receive any comments from board members regarding the issues listed in the minority report. The committee did address each of the points in the minority report in the bylaws meeting held on last week on 8/30 and again, the proposed bylaws do reflect the majority vote of the committee members.
 - o Do you have any questions for the bylaws committee about the proposed bylaws? You should have the version dated 8/6/2008 and labeled "Board Final." Most of the changes from the 7/23 copy are in Articles 9, and 10. We can start there with questions and then go back to Article 1.
- Cost of distributing a copy of the proposed bylaws to residents along with ballots will be approximately \$500.00- Ballot will be to vote for or against proposed bylaws in total - there will not be an article by article option. When we started this project, we thought that option might be feasible. Now we see that there are too many changes and we could end up with articles that are in conflict. Residents will have the option of mailing ballots or returning them in person at the September 9 General Meeting. The ballot can be in the form of a postcard or a tri-fold format that can either be mailed or returned in person. I'm leaning towards the tri-fold format because if someone is asked to provide name, address, signature, date. The signature will follow a statement *"I attest that I am over 18, that I am the owner or resident of this property, and that I am a member of CLENA."*
- We are proposing that we will not provide copies of the current bylaws. Residents will be able to obtain copies from the web site, can email a committee member for a soft copy, and we do have a limited number of hard copies available that we can provide upon request.
- If distribution is approved, the proposed schedule for distribution is as follows:
 - o Copies, ballots, and any related information distributed to neighborhood by Monday, August 18th

Hold two town hall meetings to provide residents opportunity to ask questions

 - Saturday, August 23 from 5:00 to 7:00pm
 - Tuesday, August 26 from 7:00 to 9:00pm
 - Proposed location: Gaston Middle School
- Questions about the distribution and schedule?