

# HVPOA Board Meeting

July 27, 2008

Attendees: Clifford Johnson, Kristin Hatch, Jim Taufer and Roy Walker

Meeting called to order by Roy at 6:00 PM at the Walker's Home.

Tom Meyers presented the findings of the Documents committee meeting which took place on July 25, 2008. Those in attendance were Tom and Graciela Myers and Bill Cobabe.

Mr. Myers presented a brief overview of minutes taken. The minutes are submitted as attachments. These attachments do not reflect the opinion of the Board and will be taken only as recommendations.

Attachment 1: Minutes Documents Committee

Attachment 2: HVPOA AOI proposed amendments

Attachment 3: 080722 from Shelly

Attachment 4: 080725 from Shelly

Attachment 5: Settlement Meeting Results

A summary of the points are:

It was suggested the Vial Fotheringham (a law firm who only represents Boards of director and not POA members) be hired to rewrite the Articles Of Incorporation (AOI) and the by-laws. Several members of the documents committee not able to attend in person objected in writing to this firm because the firm represents Boards and not the POA membership.

The plan presented by Tom Meyers was that first a firm be hired to write articles, then once the articles are completed satisfactory then the firm would be offered the opportunity to write the by-laws. All of which would have to be ratified by the membership prior to recording them with the county and state.

## HVPOA Board Meeting

July 27, 2008

The Board rejected Mr. Myers proposal of having Vial Fortheringham write the AOI and Bylaws but authorized Mr. Myers to collect three bids from similar law firms to do the work. Mr. Myers will present his findings to the Board as soon as he gets the required bids.

Roy Walker would like to see the Articles and the by-laws be presented to the membership at the September meeting. Clifford Johnson would like the AOI's presented at the September meeting for ratification but would like the Association membership to have a chance for input on the Bylaws thus pushing presentation of the Bylaws to the last quarterly meeting of 2008 or the first quarter meeting of 2009.

A motion was made to have the documents committee present proposals from three law firms who specialize in POA documents on how much it will cost to write 1) Articles Of Incorporation 2) by-laws. Motion was unanimously accepted by the Board.

Meeting adjourned at 6:56 PM

Next meeting Thursday July 31 2008 at 6:00 PM, at the Walker's Home.

*Added JL 8/2/08*  
*Royal Walker 8-2-08 by Peter Walker*  
*Kurt J Hutch 8/2/08*  
*John T*

**HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION****Documents Committee (aka Documents Subcommittee)****Minutes for meeting held on:** 2008, July 25**Scribe:** Graciela Meyers**Meeting convened:** 18:30 hrs. - at Cobabe residence**In attendance:** Bill Cobabe, Graciela and Tom Meyers.**New members:** The recently formed Documents Committee's seven members are Theo Anderson, home phone (435) 427-3588, Bill Cobabe home (435) 427-3523, David Lay home (801) 492-9767, Shelly Marshall cellular phone (435) 681-0211, Graciela Meyers home (435) 427-9802, Tom Meyers home (435)427-9802, and Rick Widdop cell (801) 580-1121.**Visitors:** Mary Cobabe**Today's plan:** To initiate HVPOA documents analysis, starting with the Articles of Incorporation, to get them ready for legal counsel's review.**Quorum:** Of the seven Documents Committee members, three members were present, and two members had provided verbal proxies for the one agenda item which was the subject of this meeting. Therefore the meeting was confined to this single subject, and a quorum of 5 persons was declared.**Background:** The June 28, 2008, Settlement Meeting ballot included a measure regarding corporate status, quoted from the website:

"I want to form a subcommittee (or have an attorney) to review, rewrite and recommend new Articles of Incorporation which will then submit their recommendation to a vote of owners; to restate the Articles of Incorporation so they are identical to (original) 1980 Version with the 1990 Amendments and modifications to bring the Articles in compliance with current Utah law (without any substantive changes) or such changes along these guidelines as may be recommended by the subcommittee or attorney."

This measure passed, with a vote of 214 in favor, 11 against, and 3 abstentions, out of a quorum of 228 votes represented in person or by proxy.

In preparation for today's meeting all committee members who might not already have copies of the documents handy were provided with CD copies. Tom spoke personally by phone with each to inform them of the plan. Theo and David were out of the area and Rick is out of the state. Shelly is in Alaska, and forwarded to Tom the latest comparative table of the Articles of Incorporation available, which shows the 1980, 1990 and July 2008 versions.

Both Shelly Marshall and David Lay requested that an affirmative vote be cast on their behalf in favor of taking the 1980 Articles of Incorporation and the 1990 Articles of Incorporation to the Vial-Fotheringham law firm for review, recommendation and redraft of the Articles of Incorporation for presentation to the Board of Trustees and then to the Members.

**Finances:** Not applicable.

**Documents:** A table was provided electronically by Shelly Marshall which included the 1980 Articles of Incorporation, the 1990 Articles of Incorporation, and a revised version prepared by Shelly Marshall in 2008. Copies of two email communications from Shelly, one with the subject "Meeting firday [*sic*]" dated 7/22/2008 and the other "by-laws [*sic*]", dated 7/25/2008, attached.

**Discussion:** The Documents Subcommittee agreed to use the name "Documents Committee" in the future. The reason for this is that the Board of Trustees had decided to call the subcommittee called for in the June 28, 2008, Settlement Meeting the "Documents Committee". Thus, the terms Documents Subcommittee and Documents Committee are considered synonyms. The results of the June 28 voting on the Articles of Incorporation were read from the "Settlement Meeting Results" publication on the website. It was suggested that background checks be required on nominees for the Board of Trustees, and on persons hired to provide services for HVPOA, Inc.; and that persons with DUI convictions not be allowed to operate HVPOA, Inc., equipment. It was also suggested that owners of multiple contiguous lots be allowed to consolidate their contiguous lots into a single lot, thus incurring only one assessment, but only being allowed one vote. It was suggested that a policy be developed regarding records retention. It was suggested that whenever the word "proxy" appears, that it be replaced with "Board of Trustees-approved legal proxy". Shelly had suggested (by telephone) considering using an attorney in Moroni, Andrew Berry, (435-436-8200, PO Box 600, 35 W. Main Street, Moroni, UT 84646. Copies of the emails from Shelly Marshall were distributed, read, and discussed. Copies of the table provided by Shelly Marshall were distributed, read, and discussed.

A motion was made by Tom Meyers and seconded by Bill Cobabe as follows:

"The Documents Subcommittee shall recommend to the Board of Trustees that in exact compliance with the wishes of the voters at the June 28, 2008, settlement meeting, namely 214 in favor, 11 against, and 3 abstaining, that the Board of Trustees authorize the engagement of the legal services of Vial-Fotheringham "to restate the Articles of Incorporation so they are identical to (original) 1980 Version with the 1990 Amendments and modifications to bring the Articles in compliance with current Utah law (without any substantive changes) or such changes along these guidelines as may be recommended by the subcommittee or attorney.""

The motion passed. Voting on the motion was 5 of the 7 Documents Subcommittee members voting in the affirmative, and 2 members abstaining. Three (3) of the affirmative votes were cast by those present, and two (2) of the affirmative votes were cast on behalf of David Lay and Shelly Marshall in accordance with verbal instruction given to Tom Meyers by telephone on Friday 7/25/2008 prior to the meeting.

**Action:** The Documents Subcommittee will present the recommendation regarding the Articles of Incorporation to the Board of Trustees as soon as possible.

**Meeting adjourned:** 20:40 hrs.

Analysis of Hideaway Valley Articles of Incorporation

Articles of Incorporation, 1980	Articles of Incorporation, 1990	Articles of Incorporation, amended
Original	1990 Amended version	Proposed 2008 Version
The undersigned natural persons over the age of twenty-one (21) years, acting as the incorporators of a non-profit corporation under the Utah Non-Profit Corporation Cooperative Association Act, hereby adopt the following Articles of Incorporation for said corporation:		WE, THE UNDERSIGNED NATURAL PERSONS, all being of the age of eighteen years or more, acting as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation:
ARTICLE I. NAME	ARTICLE I. NAME	ARTICLE I. NAME
The name of the corporation hereby created shall be:  HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.	The name of the corporation hereby created shall be:  HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.	The name of the Corporation is HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.
ARTICLE II. DURATION	ARTICLE II. DURATION	ARTICLE II. DURATION
The corporation shall continue in existence perpetually unless dissolved according to law.	The corporation shall continue in existence perpetually unless dissolved according to law.	The corporation shall continue in existence perpetually unless dissolved by the action of the Corporation or according to law.
ARTICLE III. PURPOSES	ARTICLE III. PURPOSES	ARTICLE III. PURPOSES
The purposes for which the corporation is organized are:  a) To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements;  b) To engage in such other business activities and pursuits as may be reasonably related to the foregoing.	The purposes for which the corporation is organized are:  a) To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements;  b) To engage in such other business activities and pursuits as may be reasonably related to the foregoing.	The purposes for which the corporation is organized are:  a) To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements; b) To engage in such other business activities and pursuits as may be reasonably related to the foregoing, and to provide the other services and perform the other functions set forth in the Protective Covenants, as may become desirable or necessary for the benefit of the members and lawfully approved by the Association members.
ARTICLE IV. MEMBERSHIP	ARTICLE IV. MEMBERSHIP	ARTICLE IV. MEMBERSHIP
The corporation shall have members consisting of persons owning one (1) or more of the lots (hereinafter	The corporation shall have members consisting of persons owning one (1) or more of the lots (hereinafter	The corporation shall have members consisting of persons owning one (1) or more of the lots (hereinafter

Analysis of Hideaway Valley Articles of Incorporation

Articles of Incorporation, 1980	Articles of Incorporation, 1990	Articles of Incorporation, amended
<p>designated the “lots”) contained within Hideaway Valley, Sanpete County, State of Utah. (hereinafter designated the “Project”). There shall be one membership in the corporation appurtenant to each of said lots. No person who has conveyed or otherwise disposed of his ownership interest in a lot shall thereafter be entitled to hold or retain the membership in the corporation which is appurtenant to said lot. The conveyance or other disposition by a person entitled to membership in the corporation of al such person’s ownership interest in a lot shall be deemed to constitute, and may be treated by the corporation as a transfer and conveyance by such person to such person’s successor in interest in ownership of said lot of the membership appurtenant to said lot, and the corporation shall be entitled to cancel the membership certificate with relation to such membership, whether or not said certificate is surrendered and reissue the same to the new owner or owners upon such terms and conditions as the Board of Trustees shall direct. On all matters presented to a vote of the members, the holder of each membership shall have one (1) vote per lot.</p>	<p>designated the “lots”) contained within Hideaway Valley, Sanpete County, State of Utah. (hereinafter designated the “Project”). There shall be one membership in the corporation appurtenant to each of said lots. No person who has conveyed or otherwise disposed of his ownership interest in a lot shall thereafter be entitled to hold or retain the membership in the corporation which is appurtenant to said lot. The conveyance or other disposition by a person entitled to membership in the corporation of al such person’s ownership interest in a lot shall be deemed to constitute, and may be treated by the corporation as a transfer and conveyance by such person to such person’s successor in interest in ownership of said lot of the membership appurtenant to said lot, and the corporation shall be entitled to cancel the membership certificate with relation to such membership, whether or not said certificate is surrendered and reissue the same to the new owner or owners upon such terms and conditions as the Board of Trustees shall direct. On all matters presented to a vote of the members, the holder of each membership shall have one (1) vote per lot.</p>	<p>designated the “lots”) contained within Hideaway Valley (Plat A Lots 1-58, Plate B Lots 1-97, Plat C Lots 201-377, Plat D lots 378-462,and Plat E Lots 463-496 as recorded in the office of the Sanpete County Recorder (hereinafter designated the “Project”).</p> <p>There shall be one membership in the corporation appurtenant to each of said lots in Plats A, B, C D, E, and shall pass automatically to the owner of that Lot upon conveyance of title.</p> <p>The Association shall have one (I) class of membership--Class A. There shall not be issued more than 1 share per lot in the Corporation 454 (which number may change from time to time subject to possible subdividing).</p> <p>On all matters presented to a vote of the members, the holder of each membership (each class A share) shall have one (1) vote per lot.</p> <p>Shares. The Corporation shall not issue shares of stock as evidence of membership.</p>
<p>ARTICLE V. MEMBERSHIP CERTIFICATES</p>	<p>ARTICLE V. MEMBERSHIP CERTIFICATES</p>	<p>ARTICLE V. BYLAWS AND AMENDENTS</p>
<p>The corporation shall issue a membership certificate to each person entitled to membership in the corporation, as above provided, to evidence such person’s membership interest therein. In the event a particular lot is owned by more than one person, the membership certificate with relation to such lot shall be issued in the names of all persons having an ownership interest therein.</p>	<p>The corporation shall issue a membership certificate to each person entitled to membership in the corporation, as above provided, to evidence such person’s membership interest therein. In the event a particular lot is owned by more than one person, the membership certificate with relation to such lot shall be issued in the names of all persons having an ownership interest therein.</p>	<p>Bylaws shall be adopted in accordance with the Declaration as authorized by the members and permitted by law with the approval of a majority of Association members represented in person, by proxy and/or by mail-in ballot at a duly noticed meeting.</p> <p>Hereafter, Bylaws and/or Articles of Incorporation may be adopted, amended, or replaced from time to time only as authorized by the members and permitted by law with the approval of a majority of Association members represented in person, by proxy and/or by</p>

**Comment:** More legal description of Hideaway.

**Comment:** Just changed the wording to plain English.

**Comment:** There are 454 lots listed with the county. Also, the covenants allow for subdividing subject to county regulations.

**Comment:** By code you must describe the class of shares when your have voting members.

**Comment:** Certificates of stock are obsolete. we could put an article here stating that in order to change our governing documents, we must have approval from the general membership. This will ensure the balance of power we are seeking and I suspect alleviate any fears about future 'takeovers'.

Also included the provision for mail-in ballots. Forester was elected with mail-in ballots in April but everyone failed to realize that mail-ballots were not allowed in our old documents—thus technically invalidating his election.

Analysis of Hideaway Valley Articles of Incorporation

Articles of Incorporation, 1980	Articles of Incorporation, 1990	Articles of Incorporation, amended
<p style="text-align: center;"><b>ARTICLE VI. TRUSTEES</b></p> <p>The corporation shall have a Board of Trustees which shall consist of a <b>variable number of trustees of from three (3) to five (5)</b> as the majority of the members may from time to time determine. Election or removal of Trustees may be accomplished by <b>cumulative voting</b> of the members. Until a determination is made in the future by the Board of Trustees, the <b>Board shall consist of three (3) trustees</b>. In the event the majority of members decides to increase its number from time to time, the members shall themselves have the right to fill vacancies occasioned by such increase, and such newly elected trustees shall serve until the next annual meeting of the members and until their successors are duly elected and qualified. <b>The names and addresses of the persons who are to serve as trustees until the first annual meeting of members and until their successors are duly elected and qualified, are:</b></p> <p><b>J. Fred Smith</b> 1871 East 9515 South Sandy, Utah 84070</p> <p><b>Donald R. Skipworth</b> 9514 Buttonwood Drive Sandy, Utah 84070</p> <p><b>Charles E. Bradford</b> 2486 South 450 East Bountiful, Utah 84010</p>	<p style="text-align: center;"><b>ARTICLE VI. TRUSTEES</b></p> <p>The corporation shall have a Board of Trustees which shall consist of a <b>variable number of trustees of from five (5) to nine (9) with an uneven number</b> of trustees serving as the majority of the members may from time to time determine. Election or removal of Trustees may be accomplished by <b>cumulative voting</b> of the members. Until a determination is made in the future by the Board of Trustees, the <b>Board shall consist of five (5) trustees</b>. In the event the majority of members decides to increase its number from time to time, the members shall themselves have the right to fill vacancies occasioned by such increase, and such newly elected trustees shall serve until the next annual meeting of the members and until their successors are duly elected and qualified.</p> <p>The names and addresses of the persons who are to serve as trustees until the first annual meeting of members and until their successors are duly elected and qualified, are:</p>	<p style="text-align: center;"><b>ARTICLE VI. TRUSTEES</b></p> <p><i>mail-in ballot at a duly noticed meeting.</i></p> <p>The corporation shall have a Board of Trustees which shall consist of a <b>variable number of trustees of from three (3) to seven (7) with an uneven number</b> of trustees serving as the majority of the association members <b>represented in person, by proxy and/or by mail-in ballot at a duly noticed meeting</b> may from time to time determine.</p> <p>Election or removal of Trustees may be accomplished by <b>vote</b> of the association members at any duly noticed meeting of the association.</p> <p>The names and addresses of the persons who are to serve as trustees until the first annual meeting of members and until their successors are duly elected and qualified, are:</p> <p>(to be the people we elect at settlement meeting)</p>
<p style="text-align: center;"><b>ARTICLE VII. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT</b></p>	<p style="text-align: center;"><b>ARTICLE VII. PRINCIPAL OFFICE AND REGISTERED AGENT</b></p>	<p style="text-align: center;"><b>ARTICLE VII. PRINCIPAL OFFICE AND REGISTERED AGENT</b></p>
<p>The location and street address of the initial principal offices of the corporation is:</p>	<p>The location and street address of the initial principal offices of the corporation (developer) is:</p>	<p>The principal place of business of the Corporation, and its initial offices are located at</p>

**Comment:** Using 3 to 7 trustees seems like a good compromise between the 1980 of 3 to 5 and the 1990 of 5 to 9.

There has been some confusion about whether the board was the only entity who may change the number of trustees or whether the membership could. I suggest we clarify it to mean that members of the association decide how many board members they want to serve them.

Lundgren also suggested we take out cumulative voting as most people don't understand it anyway.

Analysis of Hideaway Valley Articles of Incorporation

Articles of Incorporation, 1980	Articles of Incorporation, 1990	Articles of Incorporation, amended
<p>527B So. Pinemont #A 210 Salt Lake City, Utah 84107</p> <p>Which office may be changed at any time by the Board of Trustees without amendment to these Articles of Incorporation.</p> <p>The initial registered agent at said address is:</p> <p style="text-align: center;">J. FRED SMITH</p> <p><i>[Document is signed and notarized, but does not bear evidence of having been recorded.]</i></p>	<p>527B So. Pinemont #A210 Salt Lake City, Utah 84107</p> <p>Which office may be changed at any time by the Board of Trustees without amendment to these Articles of Incorporation.</p> <p>The initial registered agent at said address is:</p> <p style="text-align: center;">J. FRED SMITH</p>	<p>HC 13 Box 304-1, Fairview, Utah 84629.</p> <p>Which office may be changed at any time by the Board of Trustees without amendment to these Articles of Incorporation.</p> <p>The registered agent for the Corporation is:</p> <p style="text-align: center;">(to be determined by newly elected board.)</p> <p style="text-align: center;"><u>Acceptance of Appointment</u></p> <p>1, _____, hereby accept the appointment as the registered agent for HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, Inc.</p>
	<p>ARTICLE VIII. AFFILIATION</p>	<p>ARTICLE VIII. DISTRIBUTIONS</p>
	<p>Hideaway Valley Property Owners Association is not affiliated in any way with Formen Corporation, the developer of the subdivision. They are two separate organizations.</p>	<p>No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, reimbursement for personal expenses of the trustees and officers for association business, and to make payments and distributions in furtherance of the purposes as set forth above.</p> <p>No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.</p> <p>Notwithstanding any other provision of these Articles</p>

**Comment:** Most of the wording in here is required by Utah code and our original articles would not be accepted without including important language required by the IRS for federal tax exemption.

Also, the distributions going to members should be included by Utah code.

Finally, it is only right that the liability be addressed in the articles.



Analysis of Hideaway Valley Articles of Incorporation

Articles of Incorporation, 1980	Articles of Incorporation, 1990	Articles of Incorporation, amended
		<p>of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 {c}{3} of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c){2} of the Internal Revenue Code, as amended or supplemented.</p> <p>The owners of Class A shares shall be entitled to receive the net assets of the Corporation upon dissolution.</p> <p><u>Limitations on Liability.</u> The Officers, Directors, and Members of the Corporation shall not be held personally liable for the debts and obligations of the Corporation.</p>

Subj: **Meeting firday**

Date: 7/22/2008 4:12:48 PM Mountain Daylight Time

From: [daybyday@cut.net](mailto:daybyday@cut.net)

To:

*Received from Internet: [click here for more information](#)*

Hello, thank you so much for calling Graciela--Unfortunately, I won't be back in town until Sept. However, as a continuation of our work last year, I had wanted to continue to work with the documents committee. We had pretty much decided to stay with our original documents as much as possible and just bring in some necessary protections both for any board and for the member's rights, as well as bring the wording up to state guidelines for non-profits.

I am hoping I can do this by email with the group--also, if someone has a speaker phone and unlimited long distance, of course i can always participate that way. It is a wonderful opportunity for us to update and make consistent all our documents. both Terry Holzworth and myself werehoping to do a lot of this by email--you are good at that Tom.

I would like to make these statements if you would be so kind as to carry them to the committee for me.:

**FIRST:** We need to do the articles of incorporation as per the ballot vote. They are basically done, almost cut and dry—just need to confer a little, have an attorney look at them. the board could send them out for review with the first newsletter if they wanted. This is pretty straight forward.

**SECOND:** We could then begin looking at the bylaws—a lot of that work is already done by the previous documents committee, also. The articles of incorporation could be voted on at the next meeting (suggested September—by Terri) and we could have a draft of bylaws for members to look at that same meeting. Members could begin to give feedback on what they want. Then at the next annual meeting in April, the bylaws could be voted on. That way we would have the bylaws and articles of incorporation done by the next meeting. i can do anything you want in terms of getting information on t he web site, including asking people for input--whatever the committee might want.

**THIRD:** In the meantime, we could begin looking into changing the covenants for plat A and Plat B—only the people in those plats get to vote on that. The window for revision comes up in 2010—and the work should begin yesterday. We should get members from each of the plats to work on that part of the process with the documents committee.

anyway--that is my suggestions for a beginning plan.

Please let me know if we can do a lot of the work by email with each other. also, who is on the committee? I haven't received the minutes from the last two meetings.

Blessings, Shelly

907 883 50500 (while I'm in Alaska.

--

When things go wrong, don't go with them.

\*\*\*\*\*

Shelly Marshall

[www.Day-By-Day.org](http://www.Day-By-Day.org)

[www.PocketSponsor.com](http://www.PocketSponsor.com)

[www.YoungSoberFree.com](http://www.YoungSoberFree.com)

[www.SoberCoachingyourTeen.com](http://www.SoberCoachingyourTeen.com)

[www.YouAreATarget.com](http://www.YouAreATarget.com)

888 447 1683

Subj: **by-laws**  
Date: 7/25/2008 5:35:55 PM Mountain Daylight Time  
From: [Shelly@day-by-day.org](mailto:Shelly@day-by-day.org)  
To:  
File: **comparisonworkby-laws2008.doc** (153088 bytes) DL Time (32000 bps): < 1 minute  
*Received from Internet: [click here for more information](#)*

Hi Tom--I think this is what you were looking for. if not, I have other copies.

I agree with most of what you say. i would like to see the Articles voted on in September and I think we should rush it through. However, the by-laws don't need to be rushed--we can take our time. Without a valid set of bylaws we are governed by Utah non-profit code and it is pretty straight forward right now. I want to allow folks the privilege of giving us input on the by-laws--we could present a rough draft to them at the sept meeting for consideration and then solicit input over the next 6 months, run our suggestions by the board and fine tune them to show to an attorney by say, Feb, then get a final recommendation to the board by march to include in the notice.

I am not opposed to Harrison looking over the AOI for us before we present them for a vote--but I'd prefer Lundgren. However, what you say makes sense--I will have to further consider the advantages of a law firm 70 miles away, who only represents boards, and doesn't have local connections...I heard what you said but am not sure i agree.

What do you know about the attorney in Moroni? He was the one recommended tome but I know nothing about him.

thanks for carrying my view to the meeting tonight, Shelly

--

When things go wrong, don't go with them.

\*\*\*\*\*

Shelly Marshall

[www.Day-By-Day.org](http://www.Day-By-Day.org)

[www.PocketSponsor.com](http://www.PocketSponsor.com)

[www.YoungSoberFree.com](http://www.YoungSoberFree.com)

[www.SoberCoachingyourTeen.com](http://www.SoberCoachingyourTeen.com)

[www.YouAreATarget.com](http://www.YouAreATarget.com)

888 447 1683

# Settlement Meeting Results

Thank you to *everyone* who attended and supported the Hideaway Valley settlement meeting! We applaud you all. There was an estimated 250+ attendees. What a turnout! The largest ever for Hideaway. We have been given a new beginning by all those that worked so hard for this to happen--on all sides. We have taken the first step into putting the 'unity' back into community because we worked to achieve this goal. Congratulations to us!

Terri Martin from the [Utah Dispute Resolution](#) chaired/mediated our settlement meeting. She skillfully kept the meeting on track while allowing members to voice their opinions. The association is extremely grateful to Ms Martin for her willingness to take us on and for the excellent way she ran our community meeting.

Attorney's Jim Blakesley and Alvin Lundgren presented the positions of the board and CPO in a straightforward manner and members were allowed to contribute in a discussion before each vote.

The votes carried as follows: Quorum 228; For a proposal to pass it needed 115 votes.

## Results

(1) Corporate status: choice one passed 214/11/3 abstain

I want to form a subcommittee (or have an attorney) to review, rewrite and recommend new Articles of Incorporation which will then submit their recommendation to a vote of owners; to restate the Articles of Incorporation so they are identical to (original) 1980 Version with the 1990 Amendments and modifications to bring the Articles in compliance with current Utah law (without any substantive changes) or such changes along these guidelines as may be recommended by the subcommittee or attorney

(2) Number of trustees: choice one passed 159/67/2 abstain

I want five (5) trustees on the Board

(3) Property Manager: choice one passed 197/28/3 abstain

I do not want to retain the services of Carpenter and Associates

(4a) Annual Assessment: choice one passed 158/65/5 abstain

I want the annual assessment of \$350 for the 2007-08 fiscal year to remain

(4b) choice one passed 199/29

I want the new board to establish a budget for fiscal year 2008, and to suggest an annual assessment which shall be placed before a vote before enacting

(5) Attorney's Fees for the CPO: choice one passed 148/77/2 abstain

I authorize the newly elected Board to pay the reasonable attorneys fees incurred by the Concerned Property Owners (CPO)

(6) Lot owner Membership Meetings: choice three passed 158

I want to hold Association membership meetings quarterly

(7) ByLaws: choice one passed 200/21/4 abstain

I want to form a subcommittee to (or have an attorney) review rewrite and recommend new Bylaws

## New board members

Congratulations to our five new board members. They have inherited a really tough job and we commend their courage and dedication to take this on.

New Board members:	Vote count
Cliff Johnson	171
Roy Walker	154
Jim Taufer	149
Dustin McKinney	135
Kristin Hatch	102