

# HVPOA Workshop Minutes

February 28, 2009

Attendees: Roy Walker, Clifford Johnson, and Kristin Hatch

Guests: Mr. Lundgren, Attorney and representation from the Documents Committee

Meeting called to order by Roy at 10:11 AM at Mr. Walker's Home, lot D409.

Purpose of this workshop was to review the current version of the By-laws with Attorney Lundgren, in the presents of the Board and the Documents Committee to clarify issues and get legal recommendations on other issues.

- Attorney Lundgren made the following points:
  - "Yes" that each year the budget should be voted/approved by the membership
  - It is the Board's responsibility to present the budget to the membership. The Board can only spend what is approved.
  - The budget is approved then the assessment amount is derived.
  - The By-laws are the rules by which the Board of Trustees operates.
  - Question: who is an owner? Answer: A certified recorded document establishes property ownership. As in the case of a Trust or Corporation, the entity should present a resolution that indicates who will represent the Trust or Corporation, as in voting. There should be a cutoff time prior to a meeting by when a new member can be included (and vote) in the meeting.
  - Do not limit a person's right to vote.
  - It is unconstitutional to limit the number of proxies one person can hold. A mail-in ballot should be used to allow the membership to decide how proxies can be used, either for a specific time or for a specific voting matter.
    - Those present suggested it at the workshop that perhaps a proxy should be limited to a specific meeting or vote.
  - If the secretary uses a recording device, the recording becomes a legal document. If someone else uses a recording device, it is for personal use only. Legal recordings of meetings should be retained. Records should be kept for 6 months as per Utah code.

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- Executive sessions should have meeting minutes that disclose the subject matter only.
- Speakerphones to be used to take votes during Board meetings when a Trustee is not physically present at the meeting.
- When a bid is sought, the Board of Trustees should not disclose the names of the bidders, and only seek approval from the membership of the dollar amount of the contract.
- Good question as to what is an apportionate amount of assessments. Suggests a committee be organized to address this issue, then have the committee make suggestions and finally take a vote of the members. Then Attorney Lundgren will make sure the decision is legal.
- Pending items from the workshop:
  - What is the procedure for notifying the membership of the “executive session/meeting”?
  - How to address the apportionate amount of assessments? Attorney Lundgren suggested forming a committee to come up with a solution.
  - Creation of a Trustee Training Document.

Meeting adjourned at 2:30 PM

Next meeting Tuesday, March 3, 2009 at 6:00 PM, at Mr. Walker’s Home, lot D409.

Minutes prepared by K.Hatch.