

EBWCA Board Meeting

January 17, 2022

Minutes

The meeting was called to order by President John Cannon at 5:00 pm.

Present in person at the Western Mountains Property Management office or online were all directors: John Cannon, Bill Whitsitt, Stuart Cole, Aaron Rudio and Dena Brunskill. Kevin Kleckner was also in attendance. Property Manager Dave Roberts was also in attendance.

President Cannon noted the presence of a quorum and the resulting waiver of notice.

Minutes of the previous November 22, 2021 minutes were considered. Subject to changes discussed at the meeting, the minutes were approved pursuant to a motion by Stuart, seconded by Aaron. All directors voted to approve the minutes.

President's Report - John opened the meeting with a discussion on snowfall and the number of trips this season (5 to 6 trips) for plowing the roads. Dave represented the new snow plow vendor was doing well.

The board next turned to the deferred topic of the voluntary directory. Dean stated that she wanted to make some changes and will look into it further. The Board next discussed the difference between the information the property manager keeps, which is confidential, and the proposed directory. Discussion ensued about the need to bifurcate the voluntary exchange of information between community members and the information kept by the Property Manger. The board agreed that bifurcating the information was important and agreed to proceed with the approach of separating the two issues.

John next turned to the consolidated draft proposed code of ethics for the Board to vote on and adopt. Bill moved that the Board should discuss and consider approving the draft Code of Ethics. John seconded the motion. Discussion ensued. Aaron thought that the Code of Conduct was not needed and would serve as a basis to trip up/punish directors. John clarified, among other matters, the following: (1) the purpose of the code is to assist each board member and future board members in understanding the duties of a director under Montana law and the CCRs; (2) that the code is not a set of new rules and/or hypothetical means of punishing directors and instead is an acknowledgment of existing legal standards and CCR requirements for directors; (3) codes of ethics are widely used in business and by HOAs across the United States; (4) the code serves as a public acknowledgement to the community of the standards the each board of director holds him/her self to during his/her tenure. Further debate was had between board members. Dave Roberts requested permission to use the draft as a model for other HOAs (which was authorized). After extension discussion, Bill, Stuart and John voted to adopt and publish the Code of Ethics. Aaron and Dena voted against adopting a Code of Ethics. Based upon the vote, the Code of Ethics was approved and adopted. Dena stated that she was going to meet and confer with her own personal attorney about whether a director majority vote was sufficiently legal to adopt the Code of Ethics.

Property Report - Dave reported on weather conditions and the sale/development of certain homes within the community.

Treasurer's Report - Stuart discussed the year end reports and noted that the association was over budget by \$4000. Stuart then stated that, so far, the association was on track with respect to expenses. Bill raised the topic of a newsletter addressing the finances and related topics the board has addressed.

Other business: The board discussed the status of the drain issues regarding the Renschler's residence and noted that the board had heard no further reports of problems.

Motion to adjourn by Stuart, seconded by Bill and approved by all directors.

Minutes prepared by President and Secretary John Cannon

Approved unanimously by the Board 3/15/22