



Eagle Bend West Community Association, Inc.

In the greater Harbor Village community- a great place to live!

Board Meeting - Organizational

**3:00PM Montana Time, Friday August 12, 2022
The Pavilion**

Minutes

Open

2021-22 President John Cannon opened the organizational meeting of the 2022-23 Board of Directors at approximately 3:04 pm.

Attending in person were all five directors elected at the previous day's 2022 Annual Meeting. They were Dena Brunskill, John Cannon, Kevin Kleckner, Chris Walthall and Bill Whitsitt. So, a quorum was present.

Also attended were property owner members David McIntyre and Pat and Jim Miller.

Agenda Adoption

Mr. Cannon explained the purposes of the organizational meeting and circulated a draft agenda. He moved its adoption, which was seconded by Bill Whitsitt, and the agenda was approved unanimously.

Mr. Cannon also discussed the typical process for establishing the coming year's meeting times, places and dates so that the long-standing process of developing and posting a calendar or schedule on the website could be followed.

Notice

Noting that all directors were present, Mr. Cannon noted that meeting notice had been effectively been accomplished.

Review of Annual Meeting Election Outcome

Election results were discussed. Elected to Board of Director positions were those noted above as attending the meeting.

The loss of former Treasurer Stuart Cole was discussed, with all members of the Board expressing gratitude for Mr. Cole's past service and a desire to continue to seek his insights in the future.

There was a discussion of the election process, including having a homeowner representative assist in the ballot counting, the need to ensure that actual properties and their owner proxies are tied to ballots cast. Transparency of votes and proxies was discussed. There were several ideas mentioned, including the possibility of having the membership vote on options. It was noted that one or more election changes could have a membership advisory vote or could require amending the EBWCA bylaws, also by membership vote.

Mr. Whitsitt suggested that the Board develop a package of voting and/or election improvement options, with pros and cons, or a plan of what actions should be considered, including by the membership. Mr. Walthall objected, stating his preference for a simple membership vote on transparency. Mrs. Brunskill suggested establishing a time limit on developing any potential package.

A motion was made by Mr. Whitsitt to have Mrs. Brunskill lead an Election Improvement Project effort to put together a list of voting/election improvements, with pros and cons, to include the items discussed, and perhaps others, for the Board to consider at its September 26 meeting for action or community votes. Mr. Walthall seconded the proposal, which was adopted without objection. Board members were asked to provide their ideas to Mrs. Brunskill.

A discussion followed on required processes for certain approvals. In response to comments by Mr. Walthall it was pointed out by Mr. Whitsitt that for certain matters, such as specific language in bylaws, process requirements in governing documents are very important. He said that Board members more than anyone are expected to follow them as examples to all owners who have agreed by their property deeds to do so. Member polls were also discussed.

Mr. Cannon agreed to examine required membership approval process for bylaws or other actions that the Board may propose.

Nomination and Election of Board Members as Officers

Kevin Kleckner moved the nomination of John Cannon to be EBWCA president for the coming year. Bill Whitsitt seconded the nomination.

In the ensuing discussion, Mrs. Brunskill suggested that it was time for a change. Mr. Walthall agreed, nominating Mrs. Brunskill to be president based on her past service. He also nominated Mr. Cannon for vice president and Mr. Whitsitt to be secretary. There was no second to Mr. Walthall's nominations.

Mr. Kleckner's motion nominating Mr. Cannon to be president was adopted by voice vote of three-to-two (with Mr. Walthall and Mrs Brunskill opposed).

Mr. Whitsitt nominated Mr. Kleckner to be Treasurer. The nomination was seconded by Mr. Cannon.

Discussion followed, including a number of issues related and unrelated the motion. Included were comments by Mrs. Brunskill and then Mr. Walthal about Mr. Kleckner's having a business in his home in possible violation of the EBWCA CC&Rs. Mr. Walthall cited as a source of his information a Buzzfile business internet research firm item he had provided. Mr. Kleckner responded by noting that there are a number of other businesses with addresses in Eagle Bend West including, by example, in the interior design field. He said that there would be no fabrication of items for clients in his home.

The nomination was approved by voice vote, with Mr. Walthall and Mrs Brunskill opposed.

Mr. Cannon then raised the matter of selecting a Board secretary. He noted that he had been performing those duties over the past year because others had declined to do so. There was discussion of the EBWCA bylaws prohibiting the president and secretary positions being combined. Mrs. Brunskill indicated that she would only become secretary if the meetings could be recorded, to which Mr. Cannon indicated no objection. Mr. Walthall declined to become the secretary.

Mr. Kleckner then nominated Mr. Whitsitt to be vice president of the Board. It was seconded by Mr. Cannon. Mr. Whitsitt agreed that, if so elected, he could perform the duties of secretary as well.

Following brief discussion, the motion was approved by voice vote (with Mr. Walthall and Mrs Brunskill opposed).

Mr. Cannon then nominated Mr. Whitsitt to be secretary. Mr. Kleckner seconded the nomination.

During discussion, in which it was agreed that meetings could be recorded for note-taking purposes, Mrs. Brunskill indicated she would be secretary. Mr. Walthall nominated her. There was no second. Following further discussion, the original motion was approved by voice vote of three-to-two, with Mrs. Brunskill and Mr. Walthall opposed.

Mrs. Brunskill suggested that meeting draft agendas be provided further in advance, suggesting seven days. Following discussion, it was agreed that the agendas should be provided at least five days in advance.

Meeting Schedule for Remainder of 2022 through 8/23

Mr. Whitsitt volunteered to circulate a draft meeting schedule (through August of 2023) for amendment and approval. (That process was subsequently completed and a schedule was posted on the EBWCA website.)

Review of Budget Timetable

The timetable was reviewed by Mr. Whitsitt, who noted that it is also always included in the website meeting schedule.

Other Business

Approval was sought by Mr. Whitsitt for an estimated expenditure of approximately \$1,000 for shale mulch to be added to entrance and Canal Drive landscape areas where there has been settling and resulting exposure of some irrigation lines. Mr. Cannon offered a motion to that effect. Mr. Kleckner seconded.

In the discussion that followed, several questions were answered (including one by Mrs. Miller, a member of the EBWCA Landscape Committee who was in attendance).

The motion was approved by voice vote with no objection.

It was reported by Mr. Whitsitt that the Montana Athletic Club had agreed to shield its yard lights as had been requested by homeowner Bob Riddle during the June neighborhood walk-around.

Mr. Whitsitt reported to the Board on recent developments related to the two issues that they had raised: water entering their crawl space, and what has caused it; and, where and how to dispose of their pumped water. He indicated that the Renschlers say they have received a letter from the Flathead Conservation District saying that a drainage proposal involving a pipe under the EBWCA common area is not under the FCA jurisdiction. Mr. Whitsitt said that he expects that the Board will see the letter, that there may be a Renschler request to allow a hydrologist or other expert to take water level or other measurements on or in common areas. He said that if there is no objection he will continue to engage with the Renschlers on the drainage issue specifically and report to the Board. No objection was made.

During subsequent discussion, Mrs. Brunskill reaffirmed her belief and EBWCA policy that homeowners with claims against the Board need to clearly explain and articulate them so they can be appropriately considered.

Mr. Walthall raised the issue of irrigation boxes with water in them that has come before the Board previously. Mr. Cannon and Property Manager David Roberts responded, including reminding Mr. Walthall of questions that had been asked by the Board.

Mrs. Brunskill cited the issue as an example of the need for an incident report process.

Mr. Roberts denied a claim by Mr. Walthall that Mr. Whitsitt had “stopped” the project. Mr. Whitsitt suggested that there be an end to such allegations that undermine confidence in the Board and individual members.

He also asked that all Board members make extra efforts to follow the EBWCA ethics guidelines, enumerating a number of them, especially those that suggest how Board members should treat one another.

After further discussion, Mr. Cannon reinforced the need for civility and respect.

Mr. and Mrs. Miller spoke at the conclusion of the meeting about the good things they hear about the EBWCA community from many, including contractors. They mentioned not having Design Review problems with their recent substantial remodeling project, nor experiencing any contractors having difficulty working under our requirements or objecting to working in our community. They also spoke about the need for the Board to leave emotions out of discussions, and that they appreciated the Board’s work.

Adjourn

There being no additional business, the meeting was adjourned at approximately 6:51 PM.

Submitted by: Bill Whitsitt, Vice President & Secretary

Date: 10-24-22

Approved by the Board on 10-24-22 by 3-2 vote

In favor:

Cannon
Kleckner
Whitsitt

Opposed:

Brunskill
Walthall

