



Mill River Property Owners Association
Board of Directors Meeting
Friday, August 25th, 2023 at 12pm
CDA Public Library – Gozzer Room

MEETING MINUTES – OPEN SESSION

Call to Order The meeting was called to order at 12:00pm and a quorum was established. In attendance was Bobbie Dannenbrink, Ed Scott, Marc D'Andreas and Rachelle Honeycutt; Board members, Samantha Ruby of Northwest Communities (NWC) and 14 association members.

Previous Meeting Minutes were reviewed from meetings on July 13th and August 2nd, 2023. Ed made a motion to approve the minutes as written, Rachelle seconded and motion unanimously carried.

Annual Meeting Results

The Annual Members meeting was scheduled for August 17th, 2023 and a quorum was not established. There was discussion on the Board of Directors' interpretation of the voting rights of the Condominiums at Mill River members and the River's Edge POA members set forth in Article III of the CC&Rs for Mill River Third Addition recorded December 1, 2005.

After the Annual meeting, the Board of Directors requested a legal opinion on the interpretation of Article III and a suggestion of the best way to implement the vote.

Based upon legal opinion, Bobbie made a motion to implement the following process for future meetings where a vote is held, Rachelle seconded the motion and the motion unanimously carried.

MRPOA Aggregate Voting Process pursuant to Article III of the CC&Rs for Mill River Third Addition

1. *"Entity" in this instance means River's Edge POA and/or the Condominiums at Mill River.*
2. *"President" in this instance means the President of the entity.*
3. *Each Entity votes prior to an upcoming Annual Membership Meeting, within their respective entity on the ballot matter(s)*
 - a. *The President of the entity tallies to votes submitted by the members within the entity*
 - b. *The President creates a statement of votes to include:*
 - i. *Total votes cast (which will be added to the quorum at the meeting)*
 - ii. *Total votes 'yea' or 'nay' or per candidate (the majority will be applied to the entire block of votes cast)*
 - iii. *Total votes for entry as the block for the ballot matter(s)*
 - iv. *President's signature, date, and entity name*
4. *The President of the entity or their authorized proxy-holder must be present at the meeting with the statement of votes for their entity*



5. *To vote on motions from the floor during the meeting, if not in person, a personal proxy from the member must be designated to an authorized proxy-holder registered at the meeting, this may be the President of the entity*

Bobbie made a motion to disallow nominations from the floor at the meetings so that the ballot is finalized for distribution, Rachele seconded and the motion unanimously carried.

Further discussion was had suggesting that the notice of the meeting be extended to allow for more voting time within the entities, as well as direct notice from Mill River POA to the entities for future meetings. Samantha will request owners' lists from the entities.

Special Meeting – for lack of quorum at the Annual Meeting

A quorum was not established at the Annual Meeting. Bobbie made a motion to hold a Special Members' Meeting for the purpose of completing the business on the Annual Meeting agenda. Rachele seconded and the motion unanimously carried.

A 60-day notice will be given in order to provide ample voting time within the entities. NWC plans to distribute notice of the meeting around the 7th of September, putting the meeting around the second week of November, depending on meeting room availability.

2024 Budget

A Special Members meeting was discussed for the purpose of increasing the budget above the allowable 10% increase for operating assessments and 5% increase for reserve assessments. After discussion, instead of holding a special meeting, the solution will be to amend the Declaration of CC&Rs in 2024 to gather all entities' input which will require a special meeting for membership approval.

Bobbie made a motion to establish the 2024 budget with the highest increase allowable; increase the budget 10% for operating assessments and 5% for reserve assessments. Certain line items will be determined within that overall income total at the October Board of Directors meeting. Ed seconded and the motion unanimously carried.

Discussion on amending the Declaration was tabled.

Discussion on amending the Bylaws was tabled. Both topics will be considered Old Business at the October Board of Directors meeting.

There being no further business to come before the meeting, on motion duly made, seconded and unanimously carried, the meeting was adjourned at 12:56pm.