

WHITE BIRCH LAKES RECREATIONAL ASSOCIATION
Proposed Board Meeting Minutes
March 13, 2010

I) Call to Order: President Sharon Bridges called the meeting to order at 11 a.m. Board members present were: President Bridges, 1st Vice President Briggs, Director Nalepa, Director Dombrowski, Director Bryant and Director McNeil. Absent, Secretary/Treasurer Elaine Carrasco., due to illness.

- a) Invocation led by Director McNeil.
- b) Pledge of Allegiance led by President Bridges.

1) Director Nalepa moves to deviate from normal agenda to fill the open seat on the board, second by Director McNeil, no vote on this motion.

2) Director Nalepa moves to appoint Teresa Stephens as Director to fill the open seat on the Board until the next election, all in favor, carried. Director Stephens takes her seat on the Board.

3) Director Nalepa moves that we entertain a discussion regarding the appointment of an officer as the Boards parliamentarian advisory, second by Director McNeil, falls to the floor. President Bridges appoints Brian Kozlowski as the Boards parliamentarian advisor, a motion to affirm by Director Bryant, no second, all in favor, carried.

II) Additions to the Agenda: Director Briggs adds under old business: Disposal of old blade and white truck. Under new business he adds assessment due dates, White Birch mail received at the office, schedule of Workshop, E.P.C. letter and Birch Bark adds.

Director Dombrowski adds under new business: Campground Bathrooms.

Director Nalepa adds under new business: 40th Anniversary celebration, and under old business adds supervisor's evaluation and reorganization of the Board of Directors.

III) Approval of Minutes:

4) Director Nalepa moves to approve the minutes of the January Meeting also be it noted that the February Board Meeting was not conducted due to a lack of a quorum. Second by Director Briggs, motion carried.

IV) Income Statement-Treasurer's Report: In the absence of the Treasurer, Director Nalepa reports income for the month of February at \$17, 882.39, expenses at \$20,643.14 and total cash on hand as of February 28, 2010; \$132,409.21 noted that \$75,408.00 is uncollectible revenue the result of foreclosure and tax sales.

IV) Income Statement/Treasurer's report; 5) Motion to accept the Treasurer's Report as given by Director Nalepa by Director McNeil, second by Director Stephens, all in favor, motion carried.

Payables Approval: 6) Motion to accept the February/March payables by Director Nalepa, second by Director McNeil, all ayes, and motion carried. Director Nalepa Payables for February that were not previously approved were as follows: Stanley Fuel \$2,646.76; Postmaster for Stamps \$704.00; Consumers energy \$1,404.36; Camper show promo items \$373.22; and Legal Fees \$420.00.

V) President's Report:

President Bridges:

Prior to the workshop on Friday February 19, 2010, members of the Board were made aware of two concerns relating to a board member. At the beginning of the Board Workshop, some Board Members felt that the two issues needed to be addressed immediately. Thereby the Vice President called for a closed session. These Board Members did not feel it was appropriate to proceed with the 2010-11 Budget Review and other workshop agenda items until the issues relating to the Board Member in question were discussed. During a closed session the two issues were discussed at length. It was then that an emergency meeting was called and agreed upon. At this point the Secretary was called to record the proceedings. At the emergency meeting a motion was made to suspend the Board Member, which failed. Another motion was made to remove the Board Member in question from the Board which passed by a majority vote. The 1st Vice President assumed direction of the Board of Directors. The emergency meeting ended and the Board proceeded with the Board Workshop and review the 2010-11 Budget with the Financial Committee. All other Workshop items were tabled. At the regular meeting of the Board on February 20th, four board members were absent, hence there was not a quorum to hold a meeting. Since WBRLA needed to continue to conduct financial business with an approved 2010-11 financial budget, a motion was made the afternoon of Saturday February 20th, by e-mail to approve the 2010-11 budget, as reviewed at the Board Workshop the night before, with revisions. The budgeted dollars associated with the increase in hours as well as dollars associated with providing health insurance for the Secretary/Treasurer position be moved to the savings line items until such time that these expenditures are approved by the Board. The 1st Vice President, Marty Perkins, resigned that evening for health reasons. In order to conduct business of the association, three other motions were made and approved on Sunday February 21, 2010. A motion was passed to accept the resignation of the 1st Vice President, a motion was passed to remove Steve Bryant as President, Sharon Bridges to be appointed as President, due to the 1st Vice Presidents resignation, and that Bob Briggs be appointed 1st Vice President. A motion was passed to remove Steve Bryant and Marty Perkins from banking accounts and that Sharon Bridges and Bob Briggs be added as signers. The association's attorney was contacted on Monday February 22nd and issued a written opinion on the events of February 19th and 20th. Specifically the Board of Directors does not have the authority to remove one of the Board Members.

The Board of Directors does have the authority to remove officers from their appointed positions. Steve Bryant will retain his Director seat. In summary while the Board of Directors utilizing the association's bylaws and C&R's during the emergency meeting, errors were made and have since then been corrected by the motions made on February 21st. At this time I would entertain a motion to reorganize the officers of the Board of Directors as well as a resolution appoint Brian Kozlowski as the boards parliamentary advisory.

7) Director Nalepa motions that we deviate from our normal agenda item and go into closed session to discuss reorganization of officers of the Board, second by Director Briggs, withdrawn.

8) Director Nalepa moves that we ratify the four motions made on Sunday February 21st, to accept the resignation of the Vice President, to reorganize the Board placing Director Bridges as President, Director Briggs as 1st Vice President and that Steve retain his seat as Director, that Steve and Marty are removed from the bank accounts and that Sharon and Bob are added and that we approve the budget with the indicated change, second by Director McNeil, all in favor, carried.

9) Director Nalepa moves that at this time we reorganize the officers of the Board, placing Director McNeil as President, Director Briggs as 1st Vice President, and Director Bridges as 2nd Vice President, second by Director Dombrowski. Roll call results: Director Nalepa aye, Director McNeil aye, Director Briggs, abstain, Director Bryant, aye, Director Dombrowski, aye, Director Stephens, abstain, Director Bridges, abstain. Motion carried. Director McNeil takes her place as Board President and accepts the gavel from Director Bridges. At this time President McNeil appoints the emergency Executive Committee as herself, Director Nalepa and Director Briggs, for purposes of the ongoing lawsuit.

10) Director Stephens moves to accept the appointment of Director McNeil, Director Briggs and Director Nalepa as the emergency Executive Committee, second by Director Bridges, roll call results: Director Briggs,

aye, Director Nalepa, aye, Director Stephens, aye, Director Bridges, aye, Director Bryant, aye and Director Dombrowski, aye, motion carried.

VI) Supervisor's Report: Dawn reports that the end of year expenditures approved at the January meeting were less than anticipated at a savings of \$400.00. Inventory is complete. Georgia is back from her time off for surgery. Dawn reports that delinquent assessments collected since payment plans were introduced are over \$14,000.00.

11) Director Bridges moves that all payment plans be a signed contract, withdrawn.

VII) Committee Reports: Director Dombrowski reports on the campground, the condition of the bathrooms. **E.P.C.:** Harry Thompson reports a contiguous lot approval for 1143 and 1142. Tree removal on Wolf Lane and Shed approval for Les Sidell. Pending contiguous lot approval for #744 and #745. Garbage issue on Elm Run, letter will be sent to owner. **Activities Committee:** Sally reports for the activities committee the upcoming events are game night and pot luck on March 20th at 5p.m. Easter event Saturday April 3rd from 1 to 2:30. Craft club April 24th from 1 to 3p.m. Mary Alice Harrington will be teaching us to crochet necklaces at a cost of \$6. **Bylaws:** Chuck Lutz, nothing to report.

Security: Steve Bryant, reports that a car came in the gate with a suspicious person inside, suggests we check houses for security.

Finance Committee: Director Nalepa reports she had a number of people resign from the committee. So if you are interested, please let her know.

VIII) Comments (agenda items) Available at the clubhouse.

IX) Old Business: WBRLA map modification, no update.

12) Director Briggs moves to scrap the old snow blade at the maintenance building, second by Director Bryant, all in favor, carried.

13) Director Briggs moves to take bids on the white truck to begin at \$1000.00. With a closing date of April 15th. second by Director Stephens, all in favor, carried.

14) Director Nalepa moves to go into closed session to complete the Supervisor's evaluation, second by Director Dombrowski. All in favor, carried.

X) New Business:
Emergency Meeting , previously discussed.

15) Director Bridges moves that we get bids for our web master, by March 22 and voted upon by e-mail on March 24th. second by Director Nalepa, withdrawn.

16) Director Bridges moves that we get information on a professional webmasters and we have that information in our hands by the 22nd of March and make a decision on that by the next meeting, second by Director Bryant, all in favor, motion carried.

17) Director Bridges moves that we obtain outside backup for our financial files, second by Director Nalepa, tabled.

18) Director Briggs moves that we follow the bylaws and the amended declaration of restrictions as to when the assessments are due, it is very clear that assessments are due by March 1st of the current year unless you're

enrolled in a payment plan, second by Director Nalepa, all ayes, except a nay by Director Bryant, motion carried.

19) Director Briggs moves that all White Birch business come addressed to the Board of Directors or WBLRA, not to the President and all business docs are keep in the office and only copies carried out, second by Director Bridges. All in favor, with an abstain by Director Bryant, carried.

The Board Workshop is scheduled for April 9, 2010 at 7:30 p.m.at the clubhouse.

20) Director Briggs moves to remove all adds from the Birch Bark, paid or unpaid, second by Director Bryant. All ayes, with a nay by Director Nalepa, carried.

21) Director Nalepa moves that \$800 be approved to purchase 40 thanniversary items to be available for sale to the membership, at cost, so the association does not profit or experience a loss, second by Director Stephens, all in favor, motion carried.

XI) Comments from the Floor: Available at the Clubhouse.

XII) Adjournment: Director Stephens moves to adjourn, second by Director Bridges, all in favor, carried. Adjourn at 2:30 p.m.

Submitted by, Elaine Carrasco: Secretary