

MINUTES OF THE ANNUAL MEETING OF THE MEMBERSHIP
OF THE
BOX CANYON DEVELOPMENT PROPERTY OWNERS ASSOCIATION
HELD AT THE CUSTER COUNTY FAIRGROUNDS
SUNDAY, APRIL 26, 2009 AT 2:00 PM CDT

The meeting was called to order by Chairman Rod Thompson, this date at 2:05 PM with the following members present: Rod Thompson, Board Chairman; Larry Baldwin, Vice Chair; Robert Shannon, Secretary; Patti Pendegraft, Treasurer; Keith Troili, Board Member-At-Large; Sharon Baker; Willis Bieber; Thomas Denker; Leslie Flack; Vicki Foss; Sherm Hodges; Darnell Hubbard; Shawn Kuhnel; WL [Bill]Lemley; Dean Malloy; Brian Metzler; Bernard and Linda Osberg; Steve Pendegraft; Russell Peterson; James Richards; Stan and Sandi Rusinak; Sonja Shannon; Bruce Sunding; Karin Thompson; Paul and Marie Waters; Karen Whitfield.

There were no additions or deletions to the AGENDA [copy attached to Minutes].

The Minutes of the Membership Meeting of April 27, 2008 were presented as attached to the AGENDA. It was moved, seconded and carried that the Minutes be approved as presented. Motion Carried.

The Treasurer's Report for the Calendar Year 2008 and the first quarter of 2009, was presented as attached to the AGENDA. After discussion of dispersal of funds for Legal and other categories of expense, and pointing out four categorical mis-postings, it was moved and seconded the Report be accepted. Discussion: The postings had no effect on the overall cash expenditures in the report, and will be corrected by the Treasurer. Motion Carried.

At this time the Chair reported on the need for a periodic audit, and asked for volunteers to serve on an Audit Committee to perform an audit within the next few weeks. Linda Osberg and Judy Troili volunteered. Ms Troili asked if there was a conflict of interest since husband Keith was on the Board. Hearing no comment from the group so indicating, the Chair made the appointments. These two will meet with the Treasurer to accomplish this work as requested.

The BCDPOA Report from the Board and Board Chair was made by Chairman Thompson. [This report was attached to the AGENDA and is a part of these minutes]. There was discussion on each item in the Report, with some inappropriate debate and language on one occasion. There was more extensive discussion on the Legal Action in the report, which involved further discussion on Covenants, differences in Covenants and other issues. Following all discussion, it was moved and seconded the report be approved. The report was approved with only one no vote.

There was no Old [Unfinished] Business brought before the assembly.

NEW BUSINESS:

Election of Officers for the Board:

Larry Baldwin and Patti Pendegraft [note mis-spelling on AGENDA] are retiring. It was asked if either of the retiring members would serve if re-elected. Baldwin declined.

The Chair asked for nominations: Patti Pendegraft and Bernie Osberg were nominated. Other nominations were requested. None being forthcoming, it was moved and seconded nominations cease and the two candidates be elected by acclamation. Motion Carried.

There was some discussion of the date new Board Members were to begin. There is no date prescribed in the By-Laws. It was reported that new Board Members will begin to serve immediately with “Old Board Members” remaining for a short period after the ANNUAL MEMBERSHIP MEETING.

There was discussion on the formation of another Road District within the Subdivision. It was pointed out that the BCPHOA would have no participation in such an action. There was other discussion of Road Districts. No other action.

It was reported by Chairman Thompson that the Board had explored the possibility of changing the By-Laws of the Organization to permit an added Board Member, and extending the terms of office to three years rather than two. Benefits would be to have added strength to the Board by longer terms, and replace only two each year with staggered terms. There seemed no disapproval at this possibility.

It was requested that the ANNUAL MEMBERSHIP MEETING be established on a definite Saturday in April every year. There was discussion as to possible conflicts with Easter on a given year. Therefore, it was moved and seconded that only the next ANNUAL MEMBERSHIP MEETING be the THIRD SATURDAY in APRIL of 2010. Motion Carried.

It was moved and seconded the meeting adjourn. There being no further business, the motion carried. Meeting Adjourned at 4:50 PM this date.

Respectfully Submitted,

Robert Shannon, Secretary