**Lake Tenkiller Harbor HOA**

**Board meeting minutes 7/19/25**

**Roll call- William, Jack, Brannon, Mike present**

**Treasurers report $190,206.07 Roads $18,234.79**

**Live auction for lot A308 at starting bid of $3000- no bids- closed**

**Security- absent- no content**

**Architecture- committee for by law violations is up and running and provided info on sending out services for by law violations to reduce liability to the harbor for incidents relating to serving violations. Discussion on some of the procedural details. Next there was a discussion about the formalities of filing architectural requests and whether a form was needed 100% of the time regardless of if we have necessary or not.**

**Pool- we have 3 volunteers; we are receiving positive feedback regarding the laxed pool hours**

**Break to decide roles of new board**

**Results:**

**President-William/Pool Osenbaugh**

**Vice President/Roads- Jack Musgrove**

**Treasurer- Mike Riley (Mike will be replacing Brannon Edgar who will be removed from the bank account while Mike Riley will be added to the account)**

**Secretary/Architecture- Melissa Rowe**

**Security- Casey Estep**

**Old Business- Discussion about restarting by law committee and addressing the expiration of the articles of incorporation. It was mentioned that the attorney gave some clarity to what the by-laws and corporate law state about this. (the entire email will be attached at the bottom of the Board meeting minutes). There was also a suggestion of whether it might be more productive to go propose by law changes as needed instead of trying to form a committee to redo all the by laws and the extensiveness of that toppled with magnitude of topics that would be voted on if it was all the by laws vs just 1 by law 1 topic per vote. Nothing was decided on this topic. Inquiry on filing of bylaw amendment from July 2024 still not filed. Inquiry on new court cases for back dues progress was noted as delayed due to legal inquiry into bylaws, contracts, executive session topics last month.**

**Motion 2 adjourn 2nd and passed**

**Meeting adjourned**

**From: Deni Ketterman <dketterman@gclawgroup.com>
Date: July 17, 2025 at 10:11:10 AM CDT
To: Tdfromokc@gmail.com
Subject: Meeting Notes**

**﻿ It was a pleasure speaking with you today. As we discussed, I am providing this email to summarize the key issues and my recommendations regarding the time-sensitive governance matters facing the HOA. You may share this summary with the other board members for their clarification.**

**1. Board Election & Nomination Dispute**

**My legal analysis is that the attempt to add a new nominee after nominations were closed is improper and the election should proceed as scheduled.**

**Improper Nomination: The bylaws are clear that nominations must come from a nominating committee or from the floor during the June meeting. Since the President officially closed nominations at that meeting, there is no procedural basis to reopen them for an individual who had previously declined to run. The board does not have the authority to add a candidate outside of the established process.**

**Postponing the Election: The board does not have the unilateral authority to postpone the annual election. The bylaws set the date, and changing it requires a vote of the general membership.**

**Recommendation: The election should proceed this Saturday with the two properly nominated candidates (Casey and Melissa). As there are two candidates for two open positions, they should be elected by acclamation.**

**2. Member Eligibility for Voting & Board Service**

**To clarify who is an "owner" with the right to vote:**

**Renters: A person on a standard lease is a tenant, not an owner, and has no voting rights.**

**Contract for Deed/Mortgage: A person purchasing property through a Contract for Deed or holding a mortgage does have equitable or legal title and is considered an owner with full voting rights.**

**Lease-with-Option-to-Purchase: This is a lease until the purchase option is formally exercised. The individual is a tenant with no voting rights unless the board receives written proof that the option has been exercised.**

**3. Quorum Calculation**

**There has been confusion regarding what constitutes a quorum for member meetings. Based on the bylaws:**

**A quorum is 5% of the total number of members who are entitled to vote.**

**A member is only "entitled to vote" if they are in good standing (i.e., not more than 30 days in arrears on their dues).**

**Multiple Lots: If a member owns multiple lots, they only lose the vote for the specific lot that is in arrears. They retain their voting rights for all lots that are in good standing (up to the maximum of four votes per member).**

**4. Renewal of the Articles of Incorporation**

**The board cannot unilaterally vote to renew the expiring Articles of Incorporation. This action requires strict adherence to the following procedure:**

**Membership Vote: Renewal requires an affirmative vote from two-thirds (2/3) of the members present at an annual meeting. It is a vote of the general membership, not the board.**

**Proper Notice: Before such a vote can occur, the board must provide written notice to the entire membership. This notice must include the exact language of the proposed renewal/amendment that will be voted on.**

**Any vote taken without this proper notice would be invalid. This should be scheduled for a future annual or quarterly meeting to allow for adequate preparation and notice.**

**As a final reminder, my advice is provided to you based on our consultation. Should the HOA board wish to retain our firm for official legal advice as an entity, they would need to enter into a separate attorney-client agreement.**

**Regards,**

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