

## Minutes, Eagle Rock HOA Special Meeting, March 20, 2013

Under the provisions of the Bylaws seven Members had called a Special Meeting of the Eagle Rock HOA. Notices of motions to be presented at the meeting were mailed to all Members more than ten days in advance of the meeting.

Peter Flynn called the meeting to order at 10 AM. 25 Members were represented in person (3) or by absentee ballot (22). Peter Flynn and John Cantello counted ballots and David Brushwood served as scrutinizer.

### **Motion 1: AMENDMENT TO SECTION 2 OF ARTICLE IV OF THE BYLAWS:**

It is moved that the first sentence of Section 2 of Article IV of the Bylaws be amended in its entirety to provide as follows (new language is underlined):

“The directors may be elected at the annual meeting or at any special meeting of the Members, and each director shall hold office until the annual meeting next held after his election and until his successor is elected and qualified, or until his death, or until he shall resign or shall have been removed in the manner hereinafter provided.”

After discussion the motion was passed by a vote of 25 for and none opposed.

### **Motion 2: AMENDMENT TO SECTION 2 OF ARTICLE VIII OF THE BYLAWS:**

It is moved that Section 2 of Article VIII of the Bylaws be amended in its entirety to provide as follows (new language is underlined):

“Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members or at such other time or times as determined appropriate by the Board of Directors.”

After discussion the motion was passed by a vote of 25 for and none opposed.

### **Motion 3: AMENDMENT TO SECTION 3 OF ARTICLE VIII OF THE BYLAWS:**

It is being proposed that Section 3 of Article VIII of the Bylaws be amended in its entirety to provide as follows (new language is underlined):

“Term. The officers of this Association shall be elected by the Board of Directors and shall each hold office until his successor is elected and qualified or he shall sooner resign, be removed or otherwise become disqualified to serve.”

After discussion the motion was passed by a vote of 25 for and none opposed.

### **Motion 4: Election of Directors**

The following nine individuals had been nominated to serve as Directors. No other nominations were received.

Rob Bonner

David Brushwood

John Cantello

Peter Flynn

Joel Gilgoff

Carsten Holm

Laura Pennington

Paul Scardina

Steve West

Under the provisions of the Bylaws the individuals (up to nine) receiving the most votes are elected as Directors. All of the above individuals received votes, and none others did, and therefore the above nine individuals are Directors of the HOA.

The meeting was adjourned.

Prepared by: Peter Flynn

March 20, 2013