**MINUTES FROM SEPTEMBER 10, 2022**

**GENERAL MEMBERSHIP FALL MEETING**

**SUNSET SHORES PROPERTY OWNERS’ ASSOCIATION**

**PRESENT:**

Conrad Rieckhoff, President

Tim Slomka, Treasurer (Present via Teams Meeting)

Betsy Ruley, Recording Secretary (Present via Teams Meeting)

Missy Goldberg, Chair Communications Committee

Cheryl Istvan, Chair By-Laws Committee

Kathleen Rohan, Chair Beach Committee

Sharon Kenny Kelly – Acting Chair Park Committee

**NOT PRESENT:**

Mike Shannon, Vice-President

Ron Watson, Previous President

Held at New Buffalo Township Public Library – 10:00 a.m.

Meeting called to order by President, Conrad Rieckhoff, at 10:05 a.m. Roll Call taken as above.

**Conrad:** Thank you to the Board for all your work and help. Review of the year since the Spring Meeting. At the Spring Meeting we voted to approve playground equipment with special election we approved additional funds totaling $18,000 with installation done by John Taylor who donated $1,000-$1,500 in concrete, stone and tons of labor. Total expenses are approximately $19,000.

We can have a ribbon cutting after today’s meeting. It is basically completed, but the swings are not completed, but should be completed in the next week or so.

We also approved surveys of the beaches at the Spring Meeting to be completed by Wightman at a cost of $5,600. Surveys supplied for viewing.

We have fewer members than last year. Also, I want to share that Adam Kessling passed on.

Trying to tweak the voting process with these paddles. Red = No Green = Yes.

**Betsy Ruley, Recording Secretary**: Motion to approve Spring Meeting minutes. Tony Consolo made a motion. Seconded by John Taylor. Not mailed out. Sent to all Board members and posted on website. Motion voted and approved.

Discussion about members not having seen the minutes. Cheryl made a suggestion to send out minutes with Notice of Meeting. Agreed.

**Tim Slomka, Treasurer:** My camera is not working. Sharing my screen with Balance Sheet.

Current reconciliation. General ledger with current activity. The big item this month was for the surveys $5,600. Review of expenses for the year. Cash out $29,653; cash in 6,526; net cash ($23,127).

Cash on hand as of August 31st, $9,196.69. Our reserves are still 2 ½ times recommended amount. Outstanding bills at this time are just normal operating expenses with all major items already accounted for.

**Cheryl:** At the next meeting we will have all this on a hard copy.

**Conrad:** Note: Tim has sold his house and cannot continue as Treasurer. We do have Barrett Will ich, who lives on Marx Drive, who is willing to act as Treasurer. Thank you, Tim, for all your work.

**Kathleen Rogan, Chair Beach Committee**

Got surveys from Wightman for all 3 easements. We (Conrad, Ron, Greg Pusinelli and I) walked the property with the surveyor and it was extremely helpful. Markings, he did drive in some stakes and made some markings. Conrad talked with Greg Pusinelli and Gail Wormuth about posting signs and they agreed.

Our easement is currently being blocked on Lot 1. We are talking with the Pusinellis about what can be done. It is an easement and cannot be blocked. We do need to have access to the water. Need to price out something that is more permanent than before. Concern that people are climbing over those rocks, revetment wall.

Other side of creek, the fence is on our easement, the encroachment is very small. We are just going to send a letter to the owners to document the issue.

Last item – Flags. We don’t have flags in the By-Laws, no enforcement. Recommendation by the Board was to discontinue the flags.

**Ed Oldis:** Question about dredging and where the material went. Have you reached out to the City?

**Conrad:** Right now, they are dredging the narrow section where you come into the harbor. They are running it down and along the beach where the LMYC is.

Lengthy discussion about beach by water plant (west beach) and stairs over rocks.

**John Taylor**: If it ends up in court, the court will probably vacate our easement. The owner is not in any way obligated to support the egress.

**Conrad:** We have other beaches and other easements besides the west beach. John was saying a load of sand is about $50. Maybe we could dump 2-3 loads of sand each spring, providing we have access.

Extensive discussion about beaches and access.

**John Taylor:** It is pretty well established that this association does not have any control over access to the beach. We lost some easement. The owners of Sunset Shores are the owners of the beaches. In a legal sense, the association does not have standing.

**Kathleen:** I’m not looking for litigation. Looking for a collaborative relationship with the property owners.

**Conrad:** We also have concerns about easements on the other side of the creek. We need to write a letter to all 5 owners who have blocked our easements. I don’t want to create an adversarial situation.

**Linda Hankus:** Did they get permits pulled for Lot 1?

**John Taylor:** The work was done and then they pulled the permit. They had to get the work done.

**Conrad:** EGLE did the permit. Ron knows a lot about it.

Extensive discussion about future preservation of the beaches and lake levels.

**Nancy Oldis:** Do you have to be a year-round resident, part-time resident or just someone who uses a family home to be on a committee?

**Cheryl:** It is not specified in the By-Laws. That is probably something we need to clarify.

**Cheryl Istvan, Chair By-Laws Committee**

We have some proposed changes to the By-Laws. They were sent out and are on the table at the front.

1. Fiscal year to begin January 1. Easier for accounting and allows us to start accepting dues earlier.

Limited discussion.

VOTE: 11 in favor, none opposed.

1. Change quorum for general meeting to: Attendance of fifty-one (51) percent of the Board of Directors, plus regular non-Board members eligible to vote equal to the number of Board members plus one, shall be necessary for a quorum.

No discussion.

VOTE: 14 in favor, none opposed.

1. Specify that no two members of the same household can serve as members of the Board at the same time.

Add: No two members of the same property address can serve on the Board of Directors at the same time.

Limited discussion

VOTE: 14 in favor, none opposed.

1. Add: A committee chair can be removed from office with or without cause by the affirmative vote of a majority of the voting members of the Board of Directors.

**Cheryl:**  The committee chairs are nominated by the President, then approved.

**Conrad:** Currently the President nominates the chairs, then they are approved. Reads duties of President.

**Cheryl:** There has been some concern that if the committee chairs are voting members of the Board, then they should be approved by the membership.

We had a situation with the Park Chair where it should be clarified.

**Brian Abele:**  To be clear, committee chairs are nominated by the President and then at election time they are elected by the membership.

**Conrad:** No, they are approved.

**Cheryl:** They are nominated by the President.

Extensive discussion about Board of Director members and process of naming/approving committee chairs.

**Cheryl:** There is a difference between chairs and officers of Board. There was never a process to remove somebody from office. It says an officer can be removed from office at any time. A committee chair is not an officer. We are trying to clarify the process.

**Brian:** This is overreach. Too much power in too few people. Just because a person disagrees or cannot handle constructive criticism, then a small number of people can do what they want and can then say if you don’t like it, then sue me. That’s the overreach.

**Noreen:** I would not vote for this. I agree with Brian.

**John Taylor:** I would not think a committee chair would have the same authority as the Board. I think the directors serve at the direction of the Board.

Further discussion about differentiation between committee chairs and officers.

**Cheryl:** OK. Right now, there is no process. Now, it reads, “Election of officers at annual fall meeting. Standing committee chairs will be elected at the same time as the officers.”

Continued discussion with Brian, Conrad, John Taylor.

**Brian:** I make a motion to amend to replace “officers” with “member of Board of Directors.”

Seconded by **Val.**

**Cheryl:** By-law changes should go through the committee.

So, you’re suggesting:

A member of the Board of Directors can be removed at any time with or without cause by the affirmative vote of a majority of the voting members entitled to vote in an election of officers. A special membership meeting may be called for this purpose if necessary.

**Brian:** Cheryl, what’s the difference between President, VP, Treasurer and Secretary and the Committee Chairs? Everybody does a lot of work…

**Cheryl:** Officers are designated in the by-laws. They are treated separately. They are not nominated from the floor, general membership. The committee chairs are nominated by the President.

**Brian:** No difference in power.

**Conrad:** Everybody gets one vote. That’s it.

**Linda Hankus:** Why don’t we amend the by-laws so that the chairs are nominated by the nominating committee and voted on at the same time as the officers.

Further discussion.

**Val:**  I don’t think what Brian is objecting to will be covered by this.

**Cheryl:** Current language of Article VIII, Sec. F is:

An officer can be removed from office at any time, with or without cause, by the affirmative vote of a majority of the members entitled to vote in an election of officers. A special membership meeting may be called for this purpose if necessary.

Suggested change would substitute “Member of the Board of Directors” for “officer.”

 **Cheryl:** Motion by Brian, seconded by Val.

Vote: 11 yes; 6 no. Amendment passes.

**After review by our attorney, John Wojcik, the Board has been advised that the vote amending suggested changes to the By-Laws from the floor was not properly made and is a nullity. The By-Laws specify that the Board of Directors must first consider the merits of an amendment before it is brought to the members for a vote. There is no ability to alter a suggested amendment to the By-Laws from the floor. Roberts Rules do not apply to amendments to the By-Laws.**

**Therefore, the motion to amend by By-Laws relating to #4 of the proposed changes and all subsequent motions from the floor are null and void. The amendment to the By-Laws as presented by the committee and approved by the Board of Directors was not approved by the members.**

**Cheryl:** 5. Change to 2-year term of office of Board of Directors so officers would be elected for 2-year terms in alternating years. This would avoid complete turnover of the Board in one year. In odd years, President and Secretary will be elected; in even years, VP and Treasurer will be elected.

For 2022, we will elect President and Secretary for a one-year term and elect VP and Treasurer for two-year term

**Kathleen**: Very good idea. I would suggest that standing committee chairs be nominated by committee or from the floor.

**Cheryl:** I would have to disagree because that’s not the way the by-laws are written. That would require a By-Laws change.

**Brian:** I think it’s a good idea. We should make it consistent with what we just passed. I make a motion to change from officers to member of BOD to get rid of the artificial distinction between officers and committee chairs.

**Cheryl:** There is a distinction. There is a difference between officer and committee chairs all through the by-laws.

What we just passed doesn’t say that officers and standing committee chairs are exactly the same.

**Brian:** It says they are treated equally.

**Cheryl:** It says standing committee chairs are nominated by the President. Officers are nominated from the body of members. They are not the same, they are not treated the same across the board. We decided in terms of removal they would be treated the same. That doesn’t mean they are the same.

**Brian:** What is so special about the officers?

**Cheryl:** The officers have responsibility for issues across the entire association. The standing committee chairs only deal with the issues of their Committee. That’s why they have different responsibilities.

You are getting off track. This has nothing to do with the terms of office.

Extensive discussion and arguments between members regarding wording and equalizing officers and committee chairs.

**Conrad:** Right now, there are 4 officers and 3 chairs appointed and approved by the membership.

**Brian:** Stop saying approved. Nowhere does it say “approved.”

**Kathy:** Why is there a differentiation with the nomination of any committee chairs from the board? I’ve been working as interim chair and I’d like to continue. If I’m not nominated by the President, I don’t even have a shot to communicate that to the general members.

**Conrad:** The President should be able to make a change of who he wants to work with, just like the President of the U.S. picks his cabinet.

**Ed Oldis:** If all the board members have voting rights, then I believe they all should be elected positions by the homeowners.

**Brian:** We should be able to pick committee chairs, just like the President doesn’t pick senators and congressmen. They are elected. We are trying to simplify.

**???(male):** There’s been enough discussion. Let’s move on.

**Cheryl:** The language of officers and chairs are throughout the By-laws. You can’t just change one article. It needs to go back to the committee, talked about and then brought back to the membership at the spring meeting.

**Conrad:** Let’s just vote on this…

More discussion…

**Cheryl:** We are voting on the change to the 2-year terms. That is all.

**Conrad:** Let’s bring this to a vote. All those in favor of changing the officers elected to a two-year term, with the President and Secretary being one and the Treasurer and VP being on the second term of election.

**Cheryl:** I would like to make a motion to accept what has been presented to be the term of officers of this association shall be 2 years; odd numbered years the following shall be nominated for election: President and Secretary. In even numbered years, Vice-President and Treasurer. Standing committee chairs (and I propose we strike “who are nominated by the President”) shall be elected at the same time as officers. The term of office for standing committee chairs shall be for one year.

Does that address everything?

**Brian:** Seconded.

**Kathleen:** That doesn’t really change anything until we change the By-laws. If you want to strike it out, that’s fine, but it doesn’t change anything.

**Cheryl:** All those in favor of the proposed change, as amended, striking out the line “as nominated by the President.

**VOTE: 12 Yes; 1 No.**

**Conrad:** We need people on the committees who are constructive and willing to give some of your time.

I have a statement from Ron Watson. SSPOA wrote a letter to the Drain Commission outlining the concerns we have with respect to the work they plan to do near our easement near the Wormuth property.

This includes work on the east side of the creek, and we should work together with residents on Creek Drive, all the way to Water Street.

**??? (Linda Hankus?)** Are they talking about putting huge boulders up across how we now get down to the beach. That would protect it and our access.

**Conrad:** I think they are talking about a poured concrete wall that curves so water that comes up runs back out to the lake. It would have stairs that go up and over it.

**Noreen:** Why am I not included in the protection?

**Conrad:** You are. We have asked them to consult us when they plan their work.

Sharon, can you give an update on the park?

**Sharon Kelly Kenny:** Thank you to all who volunteered on the park. It has been a lot of work. Swings just need to be rehung.

I’ve been told that John (and I think you agree with him Conrad) does not want to reuse one of the tables. Could it be repaired?

**Conrad:** The table was damaged when it was pulled out. The bench can be reused. The structure is done. I put some tape and a ribbon on it if you guys want to come over and do a ribbon cutting.

**Sharon:** Right now, there is a trip hazard where the boards are.

**Conrad:** $50 of sand can be added to taper it around.

**Sharon:** It could be grass seed added. Thanks to Brian for his work in investigating the equipment and what was safest.

**Brian:** I have a copy of the survey we did at the beginning of the year. I have an electronic copy. When is the certified inspector I arranged for coming?

**Conrad:** I reached out to her, and she canceled.

**Brian:** That’s not what she told me. I think that’s pretty important.

**Conrad:** I’ll check with the insurance company first and see what they require.

**Missy Goldberg – Communication Committee**

Nothing to report.

**Conrad:** Any new business? Noreen you’re up.

**Noreen:** We are ready for our election of officers.

President: Conrad Rieckhoff - 1 year term

Vote: 15 Yes 1 No

Vice-President: Mike Shannon – 2 years

Vote: 12 Yes 1 No

Treasurer: Barrett Willich – 2 years

Vote: 17 Yes

Recording Secretary: Betsy Ruley – 1 year

Vote: 16 Yes

**Conrad: Nominating Standing Committee Chairs**

Beach Committee – I nominate Ron Watson

Kathy will be on the committee; I would like to have Ron as the chair

Vote: 9 Yes 8 No

Recount: 8 Yes 8 No

**Conrad:** We have a tie.

Extensive discussion of what to do with tie.

**Noreen:** Let’s go on to Park.

**Conrad:** I nominate John Taylor for Park Chair.

Vote: 8 Yes 5 No

**Conrad:** Cheryl Istvan

Vote: 12 Yes 0 No

**Conrad:** We have to decide what to do with the Beach. I value Kathy and her participation with everything that goes on with the west beach. My idea is that Kathy will focus on the west beach and Ron will focus on the east and other beach across the creek. I think they could be a cohesive pair to work together as a beach chair duo.

**Betsy:** What about co-chairs.

**Conrad:**  They would only have 1 vote.

**Kathy:** I think that would complicate things. Ron is a great resource. We work really well together. I am happy to work with Ron on the committee. We have a wonderful working relationship.

**Conrad:** Keeping Ron on the board this way is a way to keep him involved and on the board.

**Linda Hankus**: Ron is going to be so involved with the creek, will he have time to work on the beach? There will be so much going on with the creek.

**Conrad**: Whoa! They have to get a permit first.

Discussion from members about adding Creek Committee as standing committee. That would be a By-Law change.

**Betsy:** I’ll change my vote. I’ll vote Yes for Ron.

**Conrad:** O.K. Ron will be chair of the Beach Committee. Thanks, Betsy. I adjourn the meeting.

Meeting adjourned at 12:11 p.m.