

Yellow Cliff, Hope and Carton Hill Property Owners Association

Board of Directors

Minutes of Meeting

July 12th, 2023

Minutes of the Board of Directors meeting of the YCHCHPOA, Christiansted, VI, held Via Teleconference, in Christiansted, VI, at 9:00am on July 12th, 2023.

I. CALL TO ORDER

Board member Ethleen Johnson called the meeting to order at 9:00am.

II. ROLL CALL OF OFFICERS

Board members present are as follows:

Ethleen Johnson, Treasurer/Secretary

Rosemary Jarvis, Director

Doug Nicoll, Director

Board members absent are as follows:

Resigned; Nancy Barber, President

Resigned; Jon Barber, Vice President

III. Meeting agenda:

- Banking business
 - LGO Annual Filing
 - Discuss vacant positions
 - Meeting cadence
- Banking Business: Given the resignation of both the president and vice president, the bank needs to be informed and signature card updated to remove Nancy Barber and replaced with the new President.

- LGO Annual Filing: The association missed the June 30, 2023 filing deadline, due to challenges with the treasurer gaining access to upload the annual reports. Once access was obtained, the president and vice president both resigned which made it impossible to legally upload and sign off on the documents. It is the priority of the remaining members of the board to regain "good standing" status which requires a president and vice president be in place.
- Resolve Vacant Officer Positions: Ethleene Johnson motioned that Rosemary Jarvis fill the vacancy for President. Motion seconded by Doug Nicoll. The board voted unanimously to appoint Rose Jarvis as President of the Yellowcliff, Hope and Carton Hill POA. Ethleene Johnson motioned that Doug Nicoll fill the vacancy for Vice President. Seconded by Rosemary Jarvis. The board voted unanimously to appoint Doug Nicoll as Vice President of the Yellowcliff, Hope and Carton Hill POA. This action will allow us to file the annual reports with the LGO and bring the association back into good standing status. The remaining two director positions will be filled at the earliest convenience in accordance with the VI Law reference below.
- Meeting Cadence: The board voted to meet via conference call or Zoom going forward to allow for more frequent meetings. Since the pandemic, electronic meetings have been very popular. This policy does not conflict with articles 5.4, 5.5, or 5.6 of the Bylaws with respect to Board meetings.

Motion to fill the vacancies left by these resignations were restored by exercising the powers granted in the **Universal Citation:** [V.I. Code tit. 13, § 70 \(2019\)](#)

Any vacancy occurring in any office of the corporation by death, resignation, removal or otherwise, shall be filled in the manner provided for in the bylaws. In the absence of such provision, the vacancy shall be filled by the board of directors or other governing body.

The vacancies did happen among the directors by resignation without the appointment of a successors, therefore, the remaining directors volunteered to accept appointments to the vacancies left on the Board as a result of these resignations and will appoint volunteers to fill the two director vacancies remaining for their unexpired term per the VI Law.

Meeting Adjourned

Meeting adjourned at 9:15 am

Ethleene Johnson, Treasurer/Secretary

Date