

1 SUDDEN VALLEY COMMUNITY ASSOCIATION
2 ANNUAL GENERAL MEETING MINUTES
3 SATURDAY, NOVEMBER 3, 2018
4 DANCE BARN
5 1:00 PM

6 **Board Members in Attendance:**

7 Larry Brown, President
8 Eric Trower, Vice President
9 Leslie McRoberts, Secretary
10 Carol Houlton, Treasurer
11 Linda Bradley
12 Mike D'Angelo
13 David Narsico
14 Andrew Entriken
15 Sarah Holmstrom

16
17 **Sudden Valley Staff:**

18 Mitch Waterman, General Manager
19 Lisa Letchworth, HR & Administrative Services Manager
20

21 **Parliamentarian:**

22 Paul McClintock
23
24

25 **I. CALL TO ORDER**

- 26 a. The meeting was called to order by President Brown at 1:00 p.m. who stated he
27 would be serving as the presiding officer so business may be conducted
28 accordingly.

29 **II. INTRODUCTION OF THE PARLIAMENTARIAN**

- 30 a. President Brown introduced the Parliamentarian, Paul McClintock, who will be
31 acting in accordance with SVCA Bylaws and Roberts Rules of Order and is
32 present to answer questions as needed.
33 b. President Brown introduced Board members and Sudden Valley Staff.
34 c. President Brown explained that the meeting of the General Membership is not a
35 Board of Directors meeting. The Board members are attending as residents unless
36 giving a report or responding to a question and the President serves as the
37 presiding officer of the meeting.

38 **III. CERTIFICATE OF QUORUM**

- 39 a. Director McRoberts announced that the minimum requirements for a quorum had
40 been met by the presence of at least 50 members as of 1:00 p.m.

41 **IV. PROOF OF NOTICE OF ANNUAL GENERAL MEETING**

- 42 a. Director McRoberts announced that the notice of the Annual Meeting addressed
43 to all members at the address on record at the Association Administration Office
44 was mailed by the printer on September 26, 2018. SVCA is in possession of a
45 signed certificate from the printer as proof of this event.

- 46 b. There were no corrections made to the minutes from the 2017 Annual General
47 meeting. President Brown appointed the Board to be the Minutes Approval
48 Committee for the 2018 Annual Meeting.
49 c. Based on the length of the Agenda, number of people present, and differences in
50 opinion on issues, Director McRoberts read the rules of debate and time limits.

51 **V. ELECTION OF BOARD OF DIRECTORS**

- 52 a. President Brown announced that there are three open positions for the Board of
53 Directors who will serve three (3) year terms.
54 b. President Brown introduced the candidates: Whitney Pearce, Samuel Shahan,
55 Shanda Owen, Andrew Entriken, Paula Birchler, and Alma Deckert.
56 c. President Brown noted that there will be no nominations from the floor and that
57 the names of the candidates were submitted 60 days in advance prior to the
58 Annual Meeting in accordance with the Bylaws. Each candidate was invited to the
59 podium to speak for a maximum of two minutes.

60 **VI. ELECTION OF N&E COMMITTEE MEMBERS**

- 61 a. President Brown stated that the N&E Committee is made up of five members.
62 There were three nominations for the five open positions so existing members of
63 the committee may continue to serve until they are replaced. The N&E
64 Committee may appoint new members according to Sudden Valley Bylaws. The
65 Candidates for N&E are Ann Gray, Hannah Oliphant, and Sharon Wash-Amen.

66 **VII. ELECTION OF ACC MEMBERS**

- 67 a. President Brown announced that there are two candidates for the three vacant
68 positions on the ACC Committee: Robert Gibbs and Richard Bailey.

69 **VIII. NEW BUSINESS**

70 **Fiscal Measure 1:** Shall the SVCA's 2019 Annual Consolidated Budget, which
71 provides for assessment revenue of \$4,335,298 be approved or rejected. The result of the vote
72 on this measure will be determined by Washington State Law, RCW 64.90.525, which provides
73 that the budget is ratified if it is not rejected by owners holding a majority of votes in the
74 Association. This means that unless over 1600 persons vote not to ratify the budget, the budget
75 is ratified.

- 76 i. The measure was brought forward for discussion.
77 ii. Voting instructions followed.
78 2. **Measure 2:** Shall Article II, Section 3, of the SVCA Bylaws be amended to align
79 the Bylaws with the new RCW 64.90.525 voting timeline, and simply how service
80 of notice is described as fully set forth in the Explanation and Summary?
81 i. President Brown stated that pursuant to the existing Bylaws, a 2/3
82 approval of those voting would be required.
83 ii. President Brown noted that the measure would match the timeline for
84 setting an AGM and mailing notices consistent with the statutory timeline.
85 iii. If not approved, the Bylaws will not match the RCWs but SVCA will still
86 have to comply with both existing Bylaws and the new RCWs.
87 iv. The measure was brought forward for discussion.
88 v. Voting instructions followed.
89 3. **Measure 3:** Shall the Bylaws be amended to allow for electronic voting, and to
90 simplify other language as fully set forth in the Explanation and the Summary?

- i. President Brown stated that pursuant to the existing Bylaws, a 2/3 approval of those voting would be required.
- ii. The Measure was brought forward for discussion.
- iii. Voting instructions followed.

IX. COMMITTEE REPORTS

- a. **Architectural Control Committee** – Committee Chair, Rich Bailey, was not present; the ACC report would stand as submitted (attached/online).
- b. **Long Range Planning Committee** – It was noted that the Committee did not meet this year. The required number of members were insufficient, resulting in the inability to conduct an official business meeting.
 - i. President Brown urged members, particularly those with past planning experience, to consider a place on the committee. This committee is required in our bylaws, and it was now very important to be engaged in that discussion going forward.
- c. **Emergency Preparedness Committee** – Committee Chair, Mike D’Angelo, presented the EPC Report as submitted (attached/online).
- d. **Communications Committee** – Committee Chair, Eric Trower, presented the Communications Committee Report (attached/online).
- e. **Document Review Committee** – Committee Chair, Larry Brown, presented the DRC Report (attached/online).
- f. **Parks, Trails, & Recreation Committee** – Committee Chair, Carol Trower, was not present; the PTRC report would stand as submitted (attached/online).
- g. **Finance Committee** – Will be presented as part of the Treasurer’s Report.
- h. **Nomination and Elections Committee** – No report required due to election and ballots.

X. PRESIDENT’S REPORT

- a. President Brown gave a report regarding the current state of Sudden Valley. This report addressed community efforts, the special assessment, road repairs, long-range planning, funding issues, and staff transitions.

XI. TREASURER’S REPORT

- a. SVCA Treasurer and Finance Committee Chair Carol Houlton presented her report on the financial accomplishments and highlights of the Association and the Finance Committee (attached).

XII. GENERAL MANAGER’S REPORT

- a. Managing Director Mitch Waterman began his report with background history on the state of the Association’s administrative management in 2014. He then discussed the Association’s accomplishments and highlights since then within all departments, as well as plans, goals, and recommendations for Sudden Valley going forward (report presented as Power Point).

XIII. PROPERTY OWNER COMMENTS

- a. President Brown opened the floor to property owner comments and requested individuals approach the microphone and limit their comments to three minutes.
- b. President Brown stated the Secretary will keep a list of topics and concerns presented by the membership and these will be added to the Minutes as an addendum. (See Addendum)

XIV. ELECTION RESULTS/ANNOUNCEMENTS

- 137 a. **Board Candidate Election Results (3-year terms)**
138 i. **Whitney Pearce – 756 Votes**
139 ii. **Paula Birchler – 750 Votes**
140 iii. **Andrew Entriken – 708 Votes**
141 b. **N&E Candidate Election Results (2-year terms)**
142 i. **Ann Gray – 877 Votes**
143 ii. **Sharon Walsh – 834 Votes**
144 iii. **Hannah Oliphant – 757 Votes**
145 c. **ACC Candidate Election Results (3-year terms)**
146 i. **Robert Gibbs – 886 Votes**
147 ii. **Richard Bailey – 855 Votes**
148 d. **Measure Results**
149 i. **Fiscal Measure No. 1:** Shall the SVCA’s 2019 Annual Consolidated
150 Budget, which provides for assessment revenue of \$4,335,298, be
151 approved or rejected as fully set forth in the Explanation and Summary?
152 1. Approved – 617
153 2. Rejected – 697
154 3. (Measure passes if not rejected by a majority of all property
155 owners in the Valley)
156 **4. Measure approved.**
157 ii. **Measure No. 2:** Shall Article II, Section 3, of the SVCA Bylaws be
158 amended to align the Bylaws with the new RCW 64.90.525 voting
159 timeline, and simplify how service of notice is described as fully set forth
160 in the Explanation and Summary?
161 1. Approved – 879 (67.8%)
162 2. Rejected – 418 (32.2%)
163 3. (Measure passes if approved by 60% of members voting by mail-in
164 ballot or in person)
165 **4. Measure approved.**
166 iii. **Measure No. 3:** Shall the Bylaws be amended to allow for electronic
167 voting, and to simplify other language as fully set forth in the Explanation
168 and the Summary?
169 1. Approved – 878 (67.0%)
170 2. Rejected – 433 (33%)
171 3. (Measure passes if approved by 60% of members voting by mail-in
172 ballot or in person)
173 **4. Measure approved.**

XV. ADJOURNMENT

- 175 a. President Brown announced that the Organizational Meeting of the Board will
176 meet immediately following the adjournment of the AGM in the Multi-Purpose
177 Room.
178 b. President Brown adjourned the meeting at 2:29 p.m.
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Addendum to the 2018 AGM Minutes – Topics and Concerns expressed by the membership

1. A member expressed concerns about unclear N&E instructions earlier in the morning of the AGM and requests the ability to have write-in candidates.
2. A member was concerned about low attendance at the Fishing Derby and suggests that it could be held when there is better weather.
3. A member asked why road repairs have been delayed because of culvert work. This member was also concerned about increased dues.
4. A member thanked the staff and Board, recognizing the difficulty of financial decisions.
5. A member noted that there are 7,000 opinions in Sudden Valley and thanked the Board for their time and heart.

Approved By: _____
Paula Birchler, Board of Directors Secretary