



MINUTES

BOARD OF DIRECTORS SPECIAL MEETING

Wednesday, March 20, 2024 - 2pm

West Center Auditorium / Zoom

*Code of Conduct

Directors: Marge Garneau (President), Carol Crothers (Vice President), Bart Hillyer (Secretary), Jim Carden (Treasurer), Barbara Blake (Assistant Secretary), Joe Magliola (Assistant Treasurer), Nancy Austin, Kathi Bachelor, Beth Dingman, Steve Gilbert, Bev Lawless, Richard Sutherland, Scott Somers (non-voting)

Visitors: 36

AGENDA TOPIC

1. Call to Order / Roll Call – Establish Quorum

The President being in the chair and the Secretary being present.

President Garneau called the meeting to order at 2:01pm MST. Secretary Hillyer called the roll; quorum established.

2. Adopt or Amend Agenda

MOTION: Director Garneau moved, Director Dingman seconded to amend the Agenda by moving the 3.A. Presentation of the Del Sol Clubhouse Café to Action Item between 4.A and B. Passed: 11 yes / 1 no (Hillyer)

MOTION: Director Hillyer moved, Director Blake seconded to amend the Agenda by deleting Action Items 4.B through E including the recently moved 3.A. Presentation to the Action Item. Passed: 7 yes / 5 no (Bachelor, Dingman, Gilbert, Lawless, Sutherland)

3. Action Items

A. Resolve the Tie Vote from the 2024 Election (Somers)

CEO Somers reviewed the two paths possible for resolving the tie vote for the 2024 election: 1) seat the two tied candidates, or 2) do a runoff election. The attorney has opined that both paths are acceptable.

MOTION: Director Carden moved, Director Blake seconded to seat both candidates with the condition to not fill a resigned Director position in the 2024-25 Board year, to be on track for having nine Directors in the 2026-27 Board year.

Passed: 8 yes / 4 no (Bachelor, Gilbert, Lawless, Sutherland)

MOTION TO AMEND: Director Hillyer moved, Director Carden seconded to seat the number 3 and 4 vote-getters and the Board remain at 12 Directors this 2024-25 Governance year. Start the bylaw change in 2025 and members will vote for only three Directors and the Board will move to 11 on the Board.

Passed: 7 yes / 5 no (Bachelor, Dingman, Gilbert, Lawless, Sutherland)

Amended Motion: Approved to seat the tied candidates with the Board to remain at 12 Directors this 2024-25 Governance year, and begin the bylaw change in 2025 when the members will vote for only three Directors and the Board will move to 11 on the Board.

~~**B. Del Sol Clubhouse Café Power Point and Business Plan (Johnson)**~~

~~**C. Accept the FAC recommendation to accept the Subcommittee's Del Sol Café Report.**~~

~~**D. Release the \$50,000 in the 2024 Capital Budget earmarked for café startup costs to be spent by staff at their discretion based on whether or not we have a vendor for the proposed café/gathering spot at the Del Sol Clubhouse.**~~

~~**E. Approve the FAC recommendation to amend the CPM to allow non-member patrons access to the proposed café for a nominal daily fee of \$1.00.**~~

~~**F. Approve the FAC recommendation to amend the CPM to allow pets on the patio of the clubhouse.**~~

4. Member Comments – 1 comment

5. Adjournment

MOTION: Director Hillyer moved, Austin seconded to adjourn the meeting at 2:50pm MST.

Passed: 10 yes / 2 no (Dingman, Gilbert)