

1 **SPECIAL BOARD OF DIRECTORS BUSINESS MEETING MINUTES**

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3 **ASSOCIATION NAME:** Sudden Valley Community Association
4 **DATE AND LOCATION:** Monday, February 3rd, 2020 in the Dance Barn
5 **CALLED TO ORDER AT:** 7:00 PM
6 **AUDIENCE MEMBERS:** 27

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8 **BOARD MEMBERS PRESENT:**

- 9 1. Andrew Entrikin 4. Paula Birchler (by telephone) 7. Steffy Jones
10 2. Joshua Bowens 5. Whitney Pearce 8. Karen Borchert
11 3. Leslie McRoberts 6. Andrew Tischleder 9. Linda Bradley

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13 **BOARD MEMBERS ABSENT:**

14 Mike D'Angelo and Rich Bailey with excused absences.

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16 **STAFF MEMBERS:** Joe Acla, *General Manager*; Lisa Armstrong, *Administrative Services & HR*
17 *Manager*; Norm Smith, *Security & Compliance Manager*; Brent Lindquist, *Views Editor*.

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19 **I. ADOPTION OF AGENDA**

- 20 a. Director Bowens noted an oversight when approving Committee Members at the 1.23.20
21 BOD Meeting. The BOD approved all proposed members to the committees by
22 acclamation.
23 b. The Agenda was adopted as presented.
24 c. Director Pearce agreed to act as the Interim BOD Secretary in the physical absence of
25 Director Birchler.

26 **II. NEW BUSINESS AND VOTING AS NECESSARY**

- 27 a. N&E Concerns re: Treasurer Position in the Event of a Recall
28 i. If the SGM results in all named Directors being removed, there will remain only 1
29 Executive Director to sign checks.
30 ii. Should less than 5 be removed, there is still a chance that the Vice President will
31 remain the only signer.
32 iii. Therefore, the BOD should act by resolution to designate an Interim Signer if and
33 until such time the Executive Committee is confirmed after the resulting vote of
34 the SGM.
35 iv. Bylaws Article IV, Section 11 states all agreements, contracts, deeds, and other
36 instruments of the Association shall be executed by 2 officers or such other
37 person(s) including managing agents as they may be designated by resolution of
38 the Board.
39 v. SVCA legal counsel has also provided an alternative option involving the
40 designation of an Interim Treasurer selected from the remaining Directors on the
41 BOD.
42 vi. The N&E Chair proposed either the designation of an Interim Treasurer, or
43 temporarily granting the General Manager authority to be a second signer on
44 Capital checks until such time as a new Treasurer can be appointed and elected.
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92 MOTION BY: Director Bowens SECONDED BY: Director McRoberts
93 APPROVED: X NOT APPROVED: _____ TABLED: _____ DIED: _____
94 IN FAVOR: Unanimous.
95 AGAINST: None. ABSTAINED: None.

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97 **III. ADJOURNMENT**

98 a. The meeting was adjourned at 8:46 p.m.

Approved by: 
Paula Birchler, Board of Directors Secretary