

**Mariner Hills Property Association, Inc.
Board of Directors – Minutes from 2010-05-29**

Directors Present: A. Dietenberger, W. Miller, F. O'Brien, L. Schauer, M. Schultz, R. Seyfried
Directors Absent: N. Bakko

Proceedings:

1. Meeting was called to order by F. O'Brien at 9:04 AM on Saturday, May 29, 2010, at the home of L. Schauer.
2. Copies of Minutes from the 2010-04-17 Board Meeting were circulated and read. Motion to approve the minutes as amended was made by R. Seyfried, seconded by L. Schauer, motion carried.
3. Treasurer's Report as of May 25, 2010 was presented and accepted. Noted for the board that as of the 25th, there were 8 properties delinquent on the 2010 assessments, and she had just received a check for full payment from one of them, Treasurer has liens prepared for the remaining 7 delinquent properties, and anticipates filing them on Tuesday June 1st.

Unfinished Business:

1. **Pool Opening Report:** Everything is ready to go for the pool to be opened immediately after the Annual Member Meeting. So far our new pool vendor (Aquaman Pool & Spa) have been very prompt, diligent, and responsive. A lot of work was completed in and around the pool and bathhouse facility, including:
 - a) Pool was drained, and floor crack and floor drain "sump housing" were inspected.
 - b) The "scum line" around the pool was thoroughly cleaned, and pool wall joints were completely cleaned out & re-caulked with a professional underwater chem-resistant pool-grade caulk (Vulkum116), which should last longer than previous jobs.
 - c) Pool apron cracks & saw joints were likewise caulked, and several crack & holes in the concrete deck area were patched.
 - d) New pads for the deck lounge chairs were purchased and installed by the President (which will improve the appearance and extend the life of the loungers).
 - e) The bathhouse floor was promptly painted by Webber Painting in early May, and looks excellent.
 - f) New shower control cartridges have been installed, and all shower "balance valves" and other items (including handles) have been completely and thoroughly cleaned – hopefully this will improve the hot/cold water situation with the showers.
 - g) The bathhouse water system has had a new set of "double filters" installed in an easy-to-access panel (so filters can be changed more frequently to reduce our iron and "hard-water" problems).
 - h) Only major issues related to the pool & bathhouse of that may need to be addresses are:
 1. The Bathhouse (aka showers) electric hot water heater does not seem to be providing "hot" water, and may need to have a new heating element installed.
 2. WE Energies has sent us a note that they want to schedule a sate to replace the gas meter (which would shut down the pool heater for a few hours).
 3. The drinking fountain (aka "bubbler") in the bathhouse hallway (required by Wisc. Dept of Health Services) is still on back-order with our plumber – he asserts that it should come in soon, so he will be able to install it in the next week.
2. **Annual Members Meeting & Picnic Lunch Planning Update:**
 - a) A. Dietenberger's wife has graciously offered to cook the brats and burgers ahead of time and will bring them fully prepared to the picnic site in roasters.
 - b) N. Bakko was currently picking up the various beverages and paper goods needed for the picnic.
 - c) Lakes Area Rental has the tent up and the tables & chairs are ready.
3. **Voting Ballot Form Review:** Since candidates are unknown blank ballots should be used for director election. Paddle system in place of aye/nay hand votes (hand votes are inaccurate for our membership, some members have multiple votes+proxies, others have multiple people but only a single vote).

New Business:

1. **Pool Key Fee Waiver:** President noted that Lot 125 was purchased via a foreclosure and the pool key was "lost" in the various transfers; noted the current owner paid assessments in past two years, but is delinquent in 2010 and has requested a "waiver" of the "lost pool key" fee. R. Seyfried moved to "Waive the Pool Replacement Key fee for Lot 125, and to issue them a new Pool Key upon full payment of delinquent assessment and resulting costs." L. Schauer seconded, passed unanimously.
2. **Nomination Applications Received:** Secretary had received two nominations prior to the meeting, one from Fay Ruesch (Lot 4), and a second from Christine Kucharshi (Lot 63). Two additional nominations were presented at the meeting, for Ryan Anderson (Lot 38), and Steven Los (Lot 56). President stated that N. Bakko previously indicated his desire for a second term.
3. **Proxy's Received & Quorum determination:** Secretary noted that he had received 17 lot/vote proxies so far, and that with 8 lots being delinquent on their assessments, a quorum would require 40 votes total.
4. **A. Dietenberger Special Note & Resignation as VP:** A. Dietenberger wished the meeting minutes to reflect that he "did vote against the automated system at the April Board meeting." In addition, he was submitting his resignation as Vice President effective immediately.
5. **Meeting Recessed:** Meeting was recessed at 10:02AM, to be reconvened after the Annual Meeting of Members & Special Meeting of Members for election of new officers, etc.

(Note: Annual Members Meeting & Special Meeting, see minutes on pages 2 & 3; remainder of Board Meeting on page 4.)

2010 Mariner Hills Property Owners Association Annual Members Meeting

2010-05-29, 12:35PM Meeting called to order at Association Pool Property by Frank O'Brien

Following MHPOA members in good standing in attendance or by a personal proxy holder:

1, 2, 4, 13, 16, 18, 19, 22, 25, 27, 28, 29, 30, 31, 34, 39, 40, 42, 43, 45, 46, 47, 49, 51, 52, 56, 58, 59, 63, 68, 69, 70, 71, 76, 77, 78, 85, 86, 91, 94, 96, 97, 98, 100, 101, 114, 116, 117, 121 (= 49 members)

MHPOA members in good standing via proxies to the MHPOA Board of Directors:

3, 23, 72, 73, 74, 92, 93, 95, 106, 108, 109, 124 (= 12 members)

Total Class A members in good standing represented in person or by proxy = 61 [Note: Quorum requires 1/3 of "eligible" members. Total number of member lots = 127, 1/3 of that = 43. Total delinquent members as of 5/29/2010 = 8. Total number of members in good standing = 119, 1/3 of that = 40.]

Business Agenda

1. President F. O'Brien opened the meeting at 12:35PM. Secretary W. Miller noted that with 48 members present in person or by personal proxy, and 12 proxies to the board, a total of 61 member votes/lots were present in person or by proxy, and that therefore a quorum had definitely been achieved.
2. F. O'Brien entertained motion for official Annual Members Meeting to begin before the 1PM time designated in the bylaws. Motion made to begin meeting prior to 1PM by Lot 98 (Schauer), and seconded from floor. Unanimous assent. Meeting officially commenced at 12:36PM.
3. **Special Announcements, Explanations & Clarifications** – President F. O'Brien discussed the following:
 - **Association Functions** – The functions of Association are the maintenance and improvement of the "Common Areas" including the Pool facility, Picnic area & the surrounding lot, as well as the Pier & it's surrounding lot.
 - **Association Limitations** – The association has very minimal powers over the members' own lots and NO "police" powers within the community (the streets are township responsibility, etc) – and that as a result when members have problems they should contact authorities. If the "problems" are with appearance issues involving individual lots and homes (such as long grass, failure to paint, etc.) then member "peer pressure" is the best first resort, and Association action is limited to being an extension of that.
 - **Member Meeting Functions** – While the board can and often does seek direct input and feedback from Members at Annual Meetings via discussion and "advisory" votes, the members at the Annual Meetings & Special Meetings of Members have essentially three functions:
 1. to elect new directors,
 2. in extremely rare cases to remove (recall) directors, and
 3. to approve Special Assessments.
 - **Officers elected by/from Board** – Clarified that the Officers are elected by and from the Board of Directors, and that they are not (and never have been) elected directly by the Members.
 - **Brief History on Association** – Finally, a very brief overview of the Association history, the volunteer service of directors, and projects that have been completed in the past.,
4. **Standard Announcements**
 - **Pool use** -- Reminders of Rules concerning
 - Access is via BATHHOUSE and POOL KEY only (fence jumping is a form of trespass and is extremely dangerous – if the pool is CLOSED, we have very good reasons for the closing – nearly ALWAYS involving safety concerns).
 - Presence of Glass – MAY require closing of pool.
 - Broken Glass found – **WILL** require closing of pool (+ expensive special cleaning. Safety Inspections, etc.)
 - Past infractions and vandalism – idle teen hands especially were noted -- have caused a LOT of headaches and additional expenses (which raises costs and assessments); this must STOP.
 - **Pier Use** – is for use by boats owned and operated by members only.
 - **Grass cutting** – reminder to vacation owners and especially owners of "unimproved" lots – this is a county matter."
 - **Dog Leash** ordinances – again a county and township matter.
 - **Speeding** – we are a RESIDENTIAL area, and people must keep their speed down – contact the police (via non emergency numbers) if you see problems. In addition, a reminder that the streets ARE in fact roads that ATV use is prohibited, and that the County Sheriff has been issuing tickets and fines for violations.
5. **Pavilion/Shelter advisory vote**
 - a) Discussion of various costs, etc.
 - b) Motion from B. Vance to "To survey the members on whether they want to build a Pavilion/Shelter, with survey to include costs of construction and estimated costs of additional annual maintenance." Motion seconded from the floor, passed by unanimous voice vote.

6. Director Elections

- a) Nomination Applications were received for the following individuals: Ryan Anderson (not present due to family emergency); Nate Bakko (current Board member seeking re-election); Christine Kucharski; Fay Ruesch (not present due to conflict with work schedule); and Steven Los (former Board member and Secretary).
 - b) President requested pleasure of the meeting on the format of voting for directors, and suggested use of card/paddles as a "show of hands". Owner of lot 43 (Miles) made motion to "Use the cards for election of officer candidates." seconded by lot 63. Motion carried via voice vote.
 - c) President asked if there were any additional nominations from the floor. None being made, President entertained motion concerning nominee applicants. Lot 34 (Wells) moved to "Accept the slate of 5 applicants as nominees." Seconded by Lot 63 (Kucharski). Motion carried via voice vote.
 - d) Tally from first position vote via "show of hands/cards" resulted in: R. Anderson 17 votes; N. Bakko 24 votes; C. Kucharski 2 votes; S. Los 8 votes; F. Rausch 0 votes.
 - e) Several objections from the floor that card voting "wasn't working" for director elections and that people "didn't understand" they were to vote only once.
 - Secretary confirmed that a vote tally of 51 (not including BoD proxies) was in excess of the 49 member & personal proxy votes present, and therefore invalid as it indicated at least 2 members voted for 2 candidates instead of one.
 - Motion was made by Lot 30 (Graff) "To rescind previously approved voting method." Vote taken by "show of hands/cards" 31 for, 22 opposed. Motion seconded by M. Schultz (Lot 46). Vote taken by show of hands/cards, 27 in favor, 19 opposed, motion carried.
 - Motion was made by Lot 69 "To use cards as ballots, with members writing names of the two candidates they wish to elect [as directors] on the back of the cards." Multiple seconds from the floor, and carried by unanimous assent.
 - f) **Ballot Results** – Resulting tally of 61 ballots returned votes (after addition of 12 Board proxy ballots, and with 2 votes per ballot a total of 122 votes) –were as follows: R. Anderson 22 votes; N. Bakko 34 votes; C. Kucharski 16 votes, S. Los 41 votes, and F. Ruesch 9 votes. (Note: Board proxies were evenly distributed among the top 4 member vote candidates).
 - g) **Announcement of New Directors** – F. O'Brien announced that the two (2) directors thus elected to serve 3 year terms (from 2010 through the annual meeting in 2013) were: Nate Bakko, and Steven Los.
7. While voting ballot cards were being collected and tallied, President entertained various questions and discussion ensued concerning various Association topics, but no actions were undertaken.
 8. N. Bakko moved to adjourn Annual Meeting of Members. Seconded by Lot 76 (Zborek). Unanimous assent by voice vote. Meeting adjourned at 1:59PM

2010 Mariner Hills Property Owners Association Special Meeting of Members

Immediately following the adjournment of the regular Annual Meeting of Members, President F. O'Brien called the Special Meeting of Members to order at Association Pool Property on 2010-05-29, at 2:00 PM.

Secretary noted for the record that only one member having left the premises & returned voting card (Lot 63) without assigning a proxy, and with no recess nor mass exit of members being observed, a quorum of members still existed.

Proceedings:

1. President noted that the Special Meeting contained only one item of business, the removal of a previously elected Director.
2. President indicated that he would entertain a motion to remove a Director.
3. N. Bakko rose to state:

"I offer a motion to remove Director Mary Schultz from the Board of Directors, effective immediately. And request the new Board to consider options to pursue the added cost of legal and administrative costs, which we the Members incurred, for her unprecedented attempt to oust 75% of the Association Officers." Motion was seconded by L. Schauer.
4. Brief discussion ensued, and President called for a vote by show of hands (cards). Final vote count for removal 37 in favor, 21 opposed, motion carried.
5. N. Bakko moved to close and adjourn the Special Meeting, L. Schauer seconded, motion carried by unanimous voice vote.
6. Special Meeting adjourned at 2:17 PM.

Reconvened MHPOA Board Meeting of 2009-05-23 (continued from page 1)

1. **Board Meeting was Reconvened** at 2:20 PM by President Frank O'Brien.
 - a) Directors Present: W. Miller, F. O'Brien, L. Schauer, N. Bakko
 - b) Directors Absent: S. Los, A. Dietenberger (resigned)
2. **Acknowledge newly elected/re-elected directors** – the board expressed its congratulations to director N. Bakko on his re-election, and to S. Los on his election.
3. **Resignation of A. Dieteberger** – Board acknowledged resignation of A. Dietenberger as a Director, effectively immediately during the Special Meeting.
4. **Delay of Officer Elections** – President suggested that with two vacant director positions, and the absence of newly elected Director S. Los that the election of Officers be postponed until the next Board Meeting, and that current officers to continue in their roles until that meeting; all agreed.
6. **Motion to Adjourn:** W. Miller moved to adjourn, and all agreeing, the meeting adjourned at 2:27PM.
7. **Upcoming Regular Board Meetings:**
 - a) July 17th – 10:00 AM at the home of L. Schauer.
 - b) September 18th – location TBD.
 - c) December 4th – location TBD.

Minutes submitted by Warren L Miller, Secretary

Signatures of acceptance and certification of above attached minutes:

Secretary

Date

President (or Vice President, or other Director)

Date