

QUINCY WATER ASSOCIATION
SPECIAL MEETING MINUTES
May 5, 2010

A special meeting of the shareholders was called to order at 6:30 PM by board president Mike Roberts. In addition to Mike Roberts, board members Kim Bunnell and Jim Malisch were present. Mike Seely arrived 5 minutes after the meeting started. Bernie Reinbold was absent. Notice of this meeting was published in the local newspaper ten days in advance and also was posted on the new Quincy Water Association website.

This meeting was called by the Secretary of the board in response to a shareholder petition with more than the required number of signatures on the document. The purpose of the meeting was to amend Article IX, Section 1 (J) of the bylaws.

From:

The board of directors shall be responsible to communicate to the entire membership (in a timely manner) any major problems, concerns, plans, requests for studies, or any other major issue that concern the membership. Notice of all meetings must be published in the local newspaper. (Added 2010)

To:

The board of directors shall be responsible to communicate to the **members** (in a timely manner) any major problems, concerns, plans, requests for studies, or any other major issue that concern the membership. Notice of all **monthly board meetings will** be published in the local newspaper. **Work sessions and committee meetings are not subject to this requirement as long as all voting takes place at a published meeting.** (Added & Amended 2010)

Mike Roberts explained to the shareholders that this bylaw that was voted into the Association bylaws in March of 2010 was being interpreted to mean that a public notice was required for any and all meetings of the board members, including work sessions. Further, that public notice took too much time for the board to conduct the business required in a timely manner.

Mike Roberts spoke about the efforts underway to communicate with the membership, including newsletters and the new web site. He explained that the proposed amendment was not about holding secret meetings, but about the board being able to operate the association business and execute any project for a new well.

When Mr. Roberts called for a vote on the amendment of Article IX, Section 1 (J), Shareholder Cheryl Malisch stated the last sentence of the proposed amendment was not necessary and should be removed. Discussion among shareholders ensued regarding Roberts Rules procedures for amending the amendment.

After a motion and a second was made to adopt the bylaw amendment as proposed in the petition, another motion was made and seconded to amend the proposed amendment by dropping the final sentence (Work sessions and committee meetings are not subject to this requirement as long as all voting takes place at a published meeting). This motion to drop the last sentence was passed by a clear majority.

Mike Roberts then called for a vote on the original motion as amended, which also passed by a clear majority.

The amended change or Article IX, Section 1 (J) to be as follows:

The board of directors shall be responsible to communicate to the members (in a timely manner) any major problems, concerns, plans, requests for studies, or any other major issue that concern the membership. Notice of all monthly board meetings will be published in the local newspaper.

The meeting was adjourned at 6:47 PM.

Respectfully submitted, May 24, 2010

Jim Malisch, Secretary/Treasurer of the board.