

**HVLA Board Special Meeting Minutes**  
**29 June 2015**

**1. Call to Order:** Gerard Daly (Lot 143) called the meeting to order at 7:04 PM

**2. Roll Call:** Gerard conducted a roll call of the HVLA Board Members.

Board Members:

Board Member	Gerard Daly	PRESENT	Lot 143
Board Member	Thomas O’Loughlin	PRESENT	Lot 4
Board Member	Martin Apprich	PRESENT	Lot 50
Board Member	Joe Glaser	PRESENT	Lot 120
Board Member	Troy Fluckey	PRESENT	Lot 116

Note: Board Member status is listed above. Although Troy Fluckey’s position was identified in the 5 June 2015 Annual Meeting as up for election; the election did not occur. He remains listed as a Board Member pursuant to Article III, Section 2 of the HVLA By-Laws which states that “Each Director shall serve for the term elected or until a successor for him or her is elected or appointed.”

**3. Approval of minutes from last meeting:** The Minutes of the HVLA Annual Meeting, 5 June 2015 which lasted 2 hours and 4 minutes are still in the process of being transcribed. Martin Apprich reviewed his notes and preliminary transcription from the meeting.

**4. Special Meeting Topic – Election of HVLA Board Members.** The HVLA Board met to discuss election issues that were raised during the 5 June 2015 Annual Meeting. The following facts were established:

a. Martin Apprich’s position on the HVLA Board will not be vacated until 2016. He was appointed to that position by action of the HVLA Board and Members present at the 2013 Annual Meeting – a motion was made on the floor to continue Martin in that position as all other nominees had withdrawn. The Motion was seconded by Bill Conley (Lot 99). A vote was taken and the motion carried to retain Martin in that position.

b. Troy Fluckey’s position on the HVLA Board is the position to be vacated in 2015. HVLA Annual Meeting records indicate that a motion to continue Troy as an incumbent was introduced as there had been no additional nominations submitted. A vote was taken and the record indicates that there were no opposed votes so the motion carried to continue Troy to another term.

c. Bill Conley (Lot 99) was nominated and accepted the nomination for the HVLA Board position to be vacated in 2015.

d. There were no other nominees for the 2015 HVLA Board position to be vacated by Troy Fluckey.

e. Elections to the HVLA Board of Directors are not the same as the election of officers. These are two separate procedures as identified in the HVLA By Laws. Pursuant to Article II, Section 5 states the manner in which Directors are elected and Article IV, Section 2 states the

manner in which the Directors elect officers.

f. The HVLA Board agreed that there was not a quorum of residents present at the HVLA Annual Meeting on 5 June 2015 in order to conduct and election.

The HVLA Board Members present discussed matters related to the election process. Troy Fluckey clarified that at this point there were two residents that have been nominated to fill the 2015 vacancy. Those two nominees were Troy Fluckey (Lot 116) and Bill Conley (Lot 99). Troy Fluckey had contacted Bill Conley and Bill stated that if Troy were to accept the nomination, that Bill would remove his name from the ballot provided some conditions were met.

The HVLA Board discussed the resident's concern over the Board's lack of transparency and issues that arose during the 5 June 2015 related to the manner in which the Board conducts business; lack of regularly scheduled meetings, and transacting business by text messaging and electronic mail. The HVLA Board Members present agreed that the Board needs to conduct regularly scheduled meetings. Additionally, Troy Fluckey stated that unless the Officers change positions, there was a sentiment from within the resident population that the Board will remain scrutinized for a lack of transparency.

Tom O'Loughlin recommended that the HVLA Board post a "Question and Answer" section of the HVLA Website. In this venue, post the questions that were raised by residents during the Annual Meeting of Members and provide answers.

Joe Glaser introduced a discussion related to the By Laws, Covenants, and Safety Rules and the processes related to changing the documents.

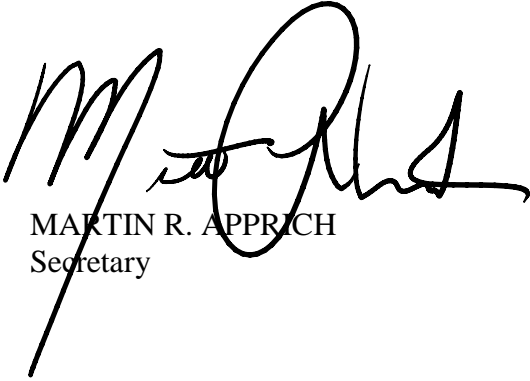
Troy stated that he would accept the nomination to fill the 2015 provided there was a conscious effort on the part of the HVLA Board Members to implement measures to make the Board's actions more transparent and amenable to the requests of residents. A discussion ensued regarding transparency actions to be considered by the HVLA Board.

On behalf of the HVLA Board of Directors, Troy Fluckey will contact the only other nominee for this position, Bill Conley (Lot 99) to see if he is still interested in the nomination.

**5. Other Business.** No other business was raised.

**6. Motion to Adjourn was made at 7:40.** Troy Fluckey will notify HVLA Board Members after he contacts Bill Conley. Based upon the outcome of that contact, the Board will determine the next step.

OFFICIAL:

A handwritten signature in black ink, appearing to read 'M. Apprich', written over the printed name and title.

MARTIN R. APPRICH  
Secretary