

**Orchidland Community Association, Inc.**  
**Unapproved minutes of the General Membership Meeting**  
**April 26, 2014**

**Call to Order:** By President Marti Morishige at 9:01 a.m.

**Directors Present:** Marti Morishige, Ariel Murphy, Bob Dexter, Armon Collman, Shelden Raiter, Nikhil Inman-Narahari, Ralph Boyea, Dennis McCarten

President Morishige introduced Sherri Carden acting as our parliamentarian and our time keeper. Ralph Boyea introduced Janell Adams our acting Recording Secretary.

**Lot Owners Present:** David Sill, Lisa Johnson, Sharon McCartin, Dennis McCartin, Dennis Roark, Richard Kelly, Ralph Boyea, Sherri Carden, Art Molter, Cheryl Sanderhill, Nelia Killmer, Terry Love, Julie Coster, Lavonne Spence, Armon Collman, Michele Lamkin, Gene Lamkin, Nikhil Inman-Narahari, Karen Doom, L. Jose, Douglas Anderson, Loyal Archuletta, Myron Akana, Sheldon Raiter, Tas Gunter, Surgee Gunter, Janis Carman, Ariel Murphy, Bob Dexter, Stephen Ling, Mahie Bricker, Gary Bricker, Theresa Latoski, Steven Sawyer, James Helms, Elisabeth Erker, Gilbert Barbo, Yen Chin, Shirley Mendoza, Barbara Gantt, Ben Beltran, Evangeline Beltran, Anthony Verdu, Ric Wirick, L Braley, G. Akana, Samuel Chu, Dale Dinsmore, Charles Vary.

**Guests:** Tiffany Hunt, Frannie Pueo, Tom Law

**Announcements:**

President Morishige welcomed all members present. She went over the Rules of Order for the meeting. She asked everyone to come up to one of the two microphones to speak, and asked that they identify themselves before speaking. She requested that those speaking in favor of a motion go to the left side of the hall, those opposed go to the right side. The rules of order were displayed and read. [See attached slide #5]

**Reading of previous Minutes dated 11-16-2013.** 3 minutes to review. **Minutes accepted as read.**

**Reading of Special Meeting Minutes dated 3-1-14.** 3 minutes to review.

**Makayla Lampkin:** Correction to dropping Option 2 on Page 10 of 18. Group did not agree and the change did not pass.

**Minutes accepted as read.**

**Upcoming Elections:**

[See attached slide #7]

**Sheldon Raiter:** We need people on the Board. We need people to run for the board. Please volunteer to be nominated. Requests a short biography for nomination. At the end of the meeting I will be outside, please come talk to me. Need to send an announcement to the membership about who would like to be on the board. All nominations need to be submitted by 5-10-14.

**Election Results:**

[See attached slide #8 and #31]

**Ralph Boyea:** Legal Women Voters counted 373 Ballots, 17 were voided due to nonpayment of dues. 356 ballots counted for a total of 447 votes due to multiple TMKs. \$300 road maintenance fee failed by 137 yes, 125 no. The \$150 road maintenance fee failed 166 yes, 222 no, 59 didn't vote. \$85 will remain in effect.

**Question:**

**Teresa Latoski:** received ballot late and tried to call the hotline, no one answered and no one called me back.

**Ralph Boyea:** Received call, did try to call back on the 15<sup>th</sup> and no one answered, there was no answering machine.

**Financial Report:**

[See attached slide #9]

**Marti Morishige:** Take two minutes to review the Financial Report.

**Sheldon Raiter:** Interim Treasurer: According to the bylaws, anyone who doubts this information or questions anything on it can write a letter to the president and within 10 days can review the books. All the books are open to any member. The Balance sheet and Profit and Loss come from an Accountant, not yet audited. Proposed budget, we may have questions. I question that our administrative costs are 50% of our budget.

**QUESTIONS:**

**Cheryl Sanderhill:** Thanks all Board Members.... What is an administrative cost? Where is it broken down?

**Sheldon Raiter:** Right Column is income. On the left column under administrative costs, it lists office expenses, supplies, paper, postage, printing, facility rentals.

**Cheryl Sanderhill:** Thank you. My key question is under financial record keeper for \$20,000, who is that and what do they do?

**Ralph Boyea:** Lisa Johnson's job is to keep track of all expenses, all billing, and collections. Takes in all funds.

**Cheryl Sanderhill:** Who is Accounts PR Clerk?

**Ralph Boyea:** Karen Doom receives all checks, processes checks, receives all invoices, and gets approval and signatures from directors. All paid time.

**Cheryl Sanderhill:** Has it been considered that these two jobs be combined?

**Sheldon Raiter:** Yes, we have gone through these line items again and again. Come to the board and help, we have worked this through over and over.

**Cheryl Sanderhill:** Looks like you have \$81,000 proposed for next year...and the administrative costs were \$65,000 from last year. I would like to help you comb through this and reduce this.

**Sheldon Raiter:** If we reduced admin expenses 50% we would have \$45,000.

**POINT OF ORDER**

**Bob Dexter:** We have gone through this line by line, we have a lot of slides to get through today. We will probably be at the same administrative costs no matter of what we do. Cost of keeping business together is \$81,000.

**Marti Morishige:** Cheryl please talk to the treasurer directly.

**Ralph Boyea:** I'd be happy to go through this with anyone; I have been working with the treasurer on this for 5 years. It has been stated that our administrative costs are 50% of our budget. We are budgeting at \$85 @ 75% compliance. If we got the \$300 the administrative costs would go down to 16%. The Administrative percentage of budget is proportionate to how much money we bring in.

**Teresa Latoski:** I was just noticing there were other line items such as insurance, director's liability, lien expenses, contingencies, when I add these up that is \$56,900.

**Road Report:**

[See attached slides 10-20]

**Dennis McCarten:** This year we're focusing on lake filling on side-roads, have hired Johansson Contracting; they have a Class A license so they can also do paving. Two years ago, we counted lakes. Previously purchased \$45,000 of gravel. Put down more than 190 loads of fill. Labor and equipment costs come out to about \$4200 a day. Original costs underestimated what it was going take to get this done. Revising costs to what it takes Johansson to do and material costs, revising based on the number of lakes out there, with a priority of the worst streets. Next up is 37<sup>th</sup>, 38<sup>th</sup> and 40<sup>th</sup> Streets. One section 35<sup>th</sup> doing a 140' concrete section. Next up is the chip seal on Orchardland Drive.

Some of our dedicated volunteers: Art Smith, Yen Chin Gerald Akana, Sherri Carden, Dennis and Sharon McCartin. A lot of people taking care of these streets.

**MOWING:** The Kubota tractor is fixed and the mower is fixed. Bob Dexter has brought a lot of energy to mowing. Armon working a ton on community lot. He's been cleaning out a lot of the brush.

**QUESTIONS:**

**Bob Dexter:** If anyone is wondering why the sections have been mowed first, it's only because I live there and that where I started with the tractor. The rocks on the side of the road are problematic; also tossed tires get stuck in the tractor. Old rubbish also gets caught. What people could do to help is pick up the rubbish in their area.

**Dennis McCarten:** Been using the bucket placing drains, problem is that we don't have swails. The grass is higher than the pavement. Going to have to cut in the road so the water drains. Trash pickup: we have tires picked up and I suggest quarterly the community can get the bigger rubbish can be collected and picked up by Business Services or another company at the community center. Leave a message on the Hotline to coordinate.

**Speed Limit Enforcement:**

[See attached slide #17]

**Dennis McCarten:** In order for the police to write tickets the roads/signage have to be up to code. County speed enforcement has to go through two readings in front of the council.

Signage: Bob Arthurs picked up 35 new stop signs and hoping to get more. People are actually taking them down. There is \$10,000 budgeted for getting more signs installed.

We need Volunteer Road Captains, Thank you to those who are already volunteering.

**QUESTIONS ABOUT ROAD MAINTENANCE:**

**Marti Morishige:** : If you want to ask specific questions, the Road Maintenance Meeting is held at Blaines Drive-in on 2<sup>nd</sup> Tuesday of every month at 5:30pm. We will take 3 questions about the Road Maintenance please keep it down to 3 minutes.

**Yen Chin:** Dennis you laid out a ton of work for the next year. The budget for fiscal year 14/15 had \$70,000 available for Road Maintenance, how much is spoken for and how much is left?

**Dennis McCarten:** \$83,000 currently in Road Funds, of that, \$37,000 already encumbered to do work on the roads. That leaves less than \$50,000 left to pay for requests for gravel as well as a few more sections of the side road lake filling to be done by the end of the year. Should have \$20,000 worth of saving left for next year.

**Maureen Vicker:** Brings to board's attention that on 39<sup>th</sup> Avenue, going down Orchidland have to veer around on apron at the intersection, there is a huge pothole / lake...are there any comments about that?

**Dennis McCarten:** Someone put cold patch in it one day and it broke up. We put gravel and people just drove it out. We keep putting more and more gravel in it. It is Orchidland's responsibility. Orchidland Dr all the way to the highway is our responsibility. Talks have been started with the owner of the commercial property owners to pave that section.

**Bob Dexter:** Currently in negotiation with commercial owner. Owner disagrees what is fair regarding the fee for the road. It is 90 times the residential rate. Difficult for the board to negotiate what was a fee in the past and what the new agreement should be. We told the owner if he pays his past due fees now, the money would go directly to paving that section of road when we resurface OL Drive.

**Barbara Gant:** After I noticed some roads were done, there was so much trash everywhere. It would be great whoever does road work if they could have someone following to clean it up.

**Bob Dexter:** That was me. Just didn't have enough strength to pick everything up by myself. As we drive around we pick up as we see it.

**Barbara Gant:** What is being done about the trees in the power lines in the easement property? [Barbara was notified that a slide is coming up on that subject.]

**Rick Wyrec:** Ric reads a statement he has prepared: As property owners we should join together and demand that the primary purpose of this association and the fees that are collected be used for proper repair and maintenance of the roads. Lower Orchidland Drive was not prepared properly, was not built on a proper road base, and that is why the road is falling apart. As a member of this Association I request that we, and board, take the time to review these established road policies, procedures and standards set within our bylaws. Spending over \$200,000 of Orchidland road fees for resurfacing a failing road is a waste of our road fees. Let's do Lower Orchidland Drive right this time and follow the road repair and maintenance guidelines set by our bylaws.

#### **Orchidland Community Center:**

[See attached slides #21-23]

**Bob Dexter:** There's about \$6000 in the fund for the Community Center. Armon doing a lot of work there, the Community Center has a lot of potential but we need someone to champion for this. Would be nice to have a community center for events, meets and as an emergency gathering place.

**Marti Morishige:** Just a note you don't have to be on the board to champion for the community center.

#### **Puna Connectivity/ Emergency Response Plan:**

[See attached slides #24-26]

**Bob Dexter:** Puna connectivity wants to connect several roads to the subdivision. They are looking at improving Points of connectivity. Sent out letter for comprehensive plan, there is concern if only did a few roads than we would have to contend with bottle necks or major thoroughfares. There will be a meeting on April 28<sup>th</sup> @ Keonepoko School 530pm – 730pm.

#### **Tree Removal:**

**Bob Dexter:** Contacted HELCO regarding cutting trees under power lines. HELCO stated they plan to come out and cut the trees all the way to the ground.

**Webpage Update:**

**Nikhil Inman-Narahari:** The website: we had to move rapidly to reestablish orchidland.org. We now have about 70% content up. Would appreciate any input on functionality or content, please email [support@orchidland.org](mailto:support@orchidland.org).

**Recess for 10 minutes**

**New Business**

**Marti Morishige:** There are 35 lot owners present, we have a quorum. This is an opportunity if anyone on the floor has a motion or any comments.

**Yen Chin:** Dislikes that he has to spend an hour listening to all these reports, suggests reports be moved to after the meeting, or on paper or on the website. .. States \$85/year cannot sustain any meaningful road maintenance according current system unless people do their own maintenance. Are we going to figure out how to do \$85 or are we going to get more money? As a community we have to resolve this.

**Teresa Latoski:** Has a motion. New here, feels weird. Wants more transparency at meetings, thinks there should be audio recordings of meetings and audio recordings of the past meetings. Where can we find that?

**Ralph Boyea:** We record the meetings and produce minutes, I spent 15 hours to do it for the March meetings. We are supposed to pay someone because people want it so detailed. I brought some audio recordings to upload to the website, and I will give it to Nikhil for the website. The minutes are also posted on the website, once they are approved. The minutes and audio recordings of the membership meetings will be posted.

**Teresa Latoski:** The board meetings are not recorded?

**Ralph Boyea:** The board meetings are recorded for the board secretary to do the minutes.

**Teresa Latoski:** Any reason the board meeting isn't general information?

**Ralph Boyea:** The minutes of the Board meetings are posted on the website.

**Sheldon Raiter:** Point of order. The bylaws of this organization do not require this. Neither do Robert's Rules. The bylaws and Robert's Rules simply require getting business done. Simply requires motions to be made and 2nded. If we want to maintain records we have to vote on change of by- laws and cost. I would vote against this because in the past when we sent the meeting off to get transcribed, it came back and made very little sense. If anyone wants to volunteer for that task that would be great, we have space on the board.

**Teresa Latoski:** I appreciate that the general membership being recording. I am a bit distressed that the board doesn't want transparency.

**Gary Bricker:** Celebrating my 32<sup>nd</sup> year in Orchidland, we've been on the board before so appreciate what you are doing. We voted down both of our proposals. It's ridiculous to run on that small amount of money. I think our mistake was allowing people to say no. Can repropose the money?

**Ralph Boyea:** The people here are people who want to get things done, who are reasonable and we appreciate it. You can make another motion, yes. You can do whatever you want. You have the right to as a member to propose whatever you want to propose

**Armon Coleman: Moves into place Orchidland Estates into Receivership for lack of sufficient funding from the membership.** 1. Membership has been unresponsive to the Board's recommendations. 2. \$65, \$85 or \$0 is not enough money to support serious efforts to bring our roads up to an acceptable level building, repair or maintenance. 3. The majority general

membership seems to be apathetic. 4. Orchidland Estates does not seem to comply with the notion community means shared values. 5. Membership believes regardless of the task someone else should be responsible. **2nded by Sheldon**

**Sheldon Raiter:** I second it meaning we can discuss it, not that I necessarily agree with it.

DISCUSSION:

**Bob Dexter:** I would like to suggest send out membership ballot with two choices: either vote \$150 or take to receivership for lack of sufficient funding. Receivership means a judge will appoint someone, a custodian, they will get paid, they'll tell you what the fee is and the judge will make you pay. It's sad that we don't have more involvement, but I'd like to think we could send out a ballot and make the choice.

**Marti Morishige:** Armon, do you agree with the amendment?

**Armon:** Personally, no I wouldn't. I would agree to the \$300 figure. It would be more in line with our 5 year plan that would really move us forward as a community. Anything less than that would be unacceptable.

**Marti Morishige:** **Amendment Not Accepted.**

**Teresa Latoski:** I was earlier during the meeting excited about the road report and what we could do with volunteer work and community. I was excited to be a road captain. After the discussion about the motion I brought up and the way some people on the Board communicated, I feel an unfriendly way. This motion seems aggressive or forced. I'm really for the community center and these meetings seem to be ripping the community apart.

**Marti Morishige:** So you are against the motion?

**Teresa Latoski:** Yes.

**Doug Anderson:** Does the membership at these meetings have the authority to make a decision or does it have to be a ballot to the whole subdivision for vote?

Board [several inaudible]: It goes out to ballot.

**Marti Morishige:** The motion was to put it on the ballot. Are you saying you are in favor of the motion?

**Doug Anderson:** I just needed clarification so I can make a decision.

**Ric Wirick:** Please provide a detailed explanation of what a receivership would mean?

**Sheldon:** A court, in a judicial proceeding brought to dissolve a corporation, may appoint one or more receivers or one or more custodians to manage the affairs of the corporation. The court shall hold a hearing after notifying all parties to the proceedings and any interested persons designated by the court before the court appointed receiver or custodian. The court designated custodian would have exclusive jurisdiction over the corporation. And all its property, wherever located. The court may appoint an individual or domestic or foreign business or non-profit corporation authorized to transact business in this state as a receiver or custodian. The court may require the receiver or custodian to post bond, with or without [inaudible]. The court shall describe the powers and duties of the receiver or custodian in its appointing order, which may be amended from time to time. In addition to other powers, the receiver may dispose of all or any parts of the assets of the corporation, where ever located at a public or private sale; if authorized by the court provide the receivers' power to dispose the assets of the corporation, shall be subject to any trust or other restrictions; sue or defend in the receiver's name (we can't do that); the custodian may exercise all powers of the corporation through or in place of the board of directors to the extent necessary to manage the affairs of the corporation in the best interest of its members and creditors. There's nothing it can't do but sell our deeds.

[inaudible]

**Marti Morishige:** Ok. Dennis, were you for or against?

**Dennis McCarten:** What you are seeing up here is disappointment from the ballot measure. A lot of time went into trying to figure out where we are going and what should be the cost. The body still decides, how much are you willing to pay, because when you look at the increase, it's a big increase. You are looking at the 65% who have been paying for years while the rest are getting a free ride. Until we turn collections to an attorney and put liens process in place, we got more than \$600,000 to collect, and we can do a whole heck of a lot with that. Receivership, to me, there is no benefit. The whole focus for this organization is the roads, if we want a community center, again we need to set up a non-profit for the community center funding. That's what it's going to take.

**Charles Gunther:** Hearing what I heard today.....and after hearing the definition of receivership, what does that mean for the maintenance of the road?

**Sheldon Raiter:** The receivership sets fund fees for road maintenance, hires crews to maintain the roads. If he doesn't benefit, then any of us can go to court. I haven't had enough time to check with people at HPP to see what the procedure was. But their fees are going up. The receiver sets up the fees, hires people to mow the sides of the roads lawns.

**Charles Gunther:** I look back at the whole picture, doesn't see that 65% who voted, 35% who didn't get it passed.

**Board:** 65% didn't pay, 15% voted.

**Charles Gunther:** That is disheartening. Receivership would do us a better job.

**Marti Morishige:** Ok. We will hear a few more from against because I don't see many lined up for the motion.

**Barbara Gant:** Against the motion because ties our hands in making our own decisions and working as a team.

**Ariel Murphy:** I am for receivership. I have been on the board for a year, she never has seen an organization so divided all about what to do with the roads and a lot of us have vested interest. It got so bad that some people were campaigned and doing counterproductive stuff and nothing was going to happen. I thought, if we went for receivership we could focus on our community center. Instead of fighting over roads.

**Nikhil Inman-Narahari:** Can't say I'm full heartedly for receivership, but it is reality right now based on our history. To move forward it is going to require serious changes. If we continue as is, it's really doing nothing. If we want to move forward, we need to consider this, if not people need to step up and propose alternatives. Whether that is voting more assessments on the ballot. In absence of anything vital, I think we will have to move forward with receivership.

[inaudible]

**Doug Anderson:** I am against for two reasons: 1) Doesn't like being told what to do. 2) States he is cheap but counteracts by helping with the road maintenance. I think if we are going to down this road with \$85 we should focus on maintaining the paving, chip seal and volunteer. Once people get tired of doing the work themselves, maybe something will change. If nothing changes, receivership is the only way to get things done. That would be the goal if we can't get any more money. If you want to go for another membership vote down the road, the only one I see is paying the \$300 or we're going to go as a board towards receivership.

**James Honens:** I am not really here for yes or no, just a question: How does receivership ever end? When will it end.

**Sheldon Raiter:** Good question. Not sure, the court doesn't want to rule things forever. They make good money, it's profitable.

**Sheldon Raiter: POINT OF ORDER.** We have two documents that are important. One is Articles of incorporation and the Bylaws. When the people did the bylaws, they didn't include anything about dissolution. They didn't want Orchidland to dissolve. But here's what the court says: Dissolution by directors, members, creditors, unless this chapter in any other state law, the articles, bylaws or the board directors or members acting pursuant to any other section require a greater vote or voting by class, dissolution is authorized if it is approved: 1. By the board, all by itself. By the members, by 2/3rds of the votes passed or majority of voting power, whichever is less. If the board seeks dissolution approved by members at the membership meeting the corporation gives notice to members at the membership meeting. The notice should also state the purpose of the meeting is the dissolution of the corporation at the meeting. We have not done that, but I want you to know we are bringing it out in front. It can also be done by just the board. At the moment it is being brought to meeting to vote here, to vote if we should bring it out to vote to the membership. I believe that is what we are required to do because we don't have anything in the bylaws

**Marti Morishige:** Thank you for the clarification. Next speaker.

**Sherly Mendoza Josephson:** Well, I am sad at outcome of vote. May be realistic to go into receivership....heard how much went into this plan. My feeling is after speaking with neighbors, people in the neighborhood didn't fully understand or comprehend what was being voted on and acted on feelings on facts that weren't even true. So the PR part, if there's any votes taken on by the membership, it's important to convey the full picture to as many people as possible. If it's done at a meeting like this, people out of state wouldn't quite understand.. It's not a reality what the fee increase would be or understand the long range implications. I have a great feeling of gratitude for the work being done by the board.

**Marti Morishige:** The motion was not amended. Should Orchidland be placed into receivership? In favor...

[inaudible]

**Nikhil Inman-Narahari:** As Sheldon pointed out, the motion as it reads is not possible. The law requires the motion to essentially state that we provide notice to general members that this is going vote at next meeting? Don't we need to amend?

**Marti Morishige:** It would not be decided today, it would be decide at the fall membership meeting...

**Ralph Boyea:** **The motion needs to be amended to say "Armon Coleman moved to notify the members of Orchidland Estates that the board seeks to move into receivership for lack of sufficient funding from the membership"**

**Todd Gunther:** Question. Nothing is stated in the amendment about putting it up to vote in the future.

**Marti Morishige:** Ralph, please revise.

**Ralph Boyea:** Amends motion to read: move to notify membership that we will seek their approval to move into receivership for lack of sufficient funding.

**Question [name not stated]:** Can it be more specific? The words vote needs to be in that amendment and that we will vote in the fall?

**Marti Morishige:** Take a few minutes to write this...

**[Name not stated]:** I think you are going to have the same outcome, if you ask for money they are going to say no. If you vote to go in the receivership, they will say no. You should give the option of receivership or go up to \$300. That is giving them an option.



**Marti Morishige:** If you have comments you need to go to the mic. Ralph, are you ready? Armon, do you want to retract your previous motion?

**Armon:** My original intent was to do what you are saying but there is a whole process involved. We have to communicate what the negative and positive. I agree, the \$300 is the only option, but we can't talk about \$300 at the same time as receivership because it's either one or another. My assumption is that when this comes up as a vote, we're going to have to give people options...they can pay \$0, \$65, \$85, \$300 or receivership. It's up to us as a body to decide that. If receivership is the vehicle to bring this community together, then receivership is the way I see it.

**Marti Morishige:** He didn't withdraw the motion, any amendments to the motion?

**Ralph Boyea:** The motion is now being offered to be revised to read: **"OLCA will notify membership to seek their approval by ballot to all lot members to move into receivership for lack of sufficient funding from membership"**

**Armon:** Acceptable

**Marti Morishige:** I have a question, what if it's no?

**Sheldon Raiter:** If it's no, until we change the bylaws, the board has right to do it itself.

**Marti Morishige:** We need to call the vote.

**Ralph Boyea:** Revised motion to read **"OLCA will notify membership to seek approval by ballot to all lot owners to move Orchardland Estates into receivership for lack of sufficient funding from membership"**

**Marti Morishige:** We need to call to vote.

**Nikhil Inman-Narahari:** This is the main motion? I agree, in order to have the results meaningful.....it makes sense to have an option, and that is either we go to \$300 or the other option is receivership. On the ballot, that would be more meaningful. **Move to amend motion to include two options, the fee to go to \$300 a year or enter receivership. 2nded by Richard Kelly and other members.**

**Marti Morishige:** I'll give Ralph a moment to compose. If you have a comment, please come up.

**[Name not Stated]:** Because the board has the right to make this decision themselves, they should let the membership know that.

**Question [Name not Stated]:** Dennis mentioned collections, if we pursued the liens could we avoid this receivership?

**Nikhil Inman-Narahari:** The process is too slow, it'd be insufficient.

**Ralph Boyea:** As the fees go up, the percentage of people who pay go down. Close to 65% of people pay. Against motion, it's very coercive; the \$300 figure is a high figure, more people voted for the lower figure.

**Nikhil Inman-Narahari:** Agrees with Ralph, it's an unfortunate situation. Not coercive, it's a statement of reality. Spending 40% of what is coming in on overhead, it's not an efficient way. I would be open to amending the amendment or motion to include \$150 as long as we are fully disclosing what exactly that means and the inefficiency that entails.

**Steven Clant:** This process seems vindictive to me. We already voted against this, the board wanted the \$300, we voted it down and now going into receivership. This makes me trust the board less. Don't threaten to dissolve everything just because you don't get your way.

**Marti Morishige:** Directors will get the blame for not repairing the roads, we can't win. Nobody wants to be on the board. We can't feel good about the meetings if we can't take care of the problems. We really need to wrap this up.

**Bob Dexter:** Whether it's the \$300 or the \$150, one of the major issues is that we will be unable to get insurance unless roads are maintained. There are a lot of responsibilities to maintain our insurance. It could get done with \$150/year and volunteer work. **Offer amendment to vote to do a ballot for receivership and follow up with a 2<sup>nd</sup> vote of alternative fee. Vote today for receivership or x amount of fees. Either we raise the fee or the board has the authority to go into receivership. We just will need to decide \$300 or \$150. Send out a ballot you vote for the increase or the board will send into receivership. Then the next vote will determine are we going to do \$300 or \$150. We vote here today.**

**Armon Collman:** Agrees to this amendment.

**Marti Morishige:** Ok we will vote on whether we send notice regarding receivership. The ballot sent to all lot owners would be receivership or higher maintenance fee. The higher maintenance fee will be voted here today that will go out on a different ballot. A whole new motion, a whole new vote.

**Ralph Boyea:** The Motion was revised to read "The Board will offer membership the option of selecting a new road maintenance fee to be determined here today or if that fee is rejected, notify membership that the board will take action to go into receivership."

**2nded by Doug Anderson**

**Those in Favor: 26; Opposed: 8; Motion Carried.**

#### **Motion Regarding Fees:**

**Bob Dexter:** Moved that the fee should be \$150/year for 3 years.

**2nded by Gene Lampkin**

DISCUSSION:

**Barbara Gant:** I was thinking to make a motion a little different, I would like to make an option to make fees \$225 for 5 years or 3 years? A different Option?

**Bob Dexter:** Amendment to my motion. I would like an and/or, by show of hands \$150 or \$300 for 5 years. That was the two options before that were on the ballot, so we know what the reality of those two options are.

**Ralph Boyea:** Not sure how we are going to do that. Because that option is either or and we have to chose something. Let's try this, \$85 MRMA Base, then \$50 for Paving, \$50 for chip seal surfacing. **Offered a friendly amendment to request \$185 for 5 years or we go into receivership.**

**Bob Dexter:** Accepts.

**Armon Coleman:** Wants to amend to \$300/year for 5 years. One of the problems as a board, we haven't communicated well enough. Really need to get information needs to go out to membership. We spent many hours putting together a five year plan setting what will work.

**Bob Dexter:** Declines change. If you look at the votes a majority were ok for \$150. We are going to get by at \$185. Wants to stick to \$185.

**Teresa Latoski:** Seems like the receivership thing is maybe just getting what you want because you didn't get the vote you wanted. ....I'm just trying to say I am willing to be a road captain and volunteer and I don't like the feeling of having things shoved down my throat, this doesn't feel like community to me.

**Marti Morishige:** Okay. Vote to choose the \$185 as a choice opposite to the other choice of going into receivership. Raise your card in favor of putting in the option \$185/year for 5 years .

**IN FAVOR:** 26; **OPPOSED:** 7; **Motion carried.**

**Ralph Boyea:** A couple of days ago, everyone wanted to resign from the board. Only two people elected. We need people on the board. Please consider that.

**Motion to Adjourn.**

**Meeting adjourned at 12:00 pm**

Minutes submitted by:

Janell Adams, Recording Secretary

Ralph Boyea, Corporate Secretary

**Motions Log 4-26-14**

**Reading of previous Minutes dated 11-16-2013. Minutes accepted as read.**

**Reading of Special Meeting Minutes dated 3-1-14. Minutes accepted as read.**

**Armon Coleman: Moves into place Orchidland Estates into Receivership for lack of sufficient funding from the membership. 2nded by Sheldon Raiter**

**The Motion was revised to read "The Board will offer membership the option of selecting a new road maintenance fee to be determined here today or if that fee is rejected, notify membership that the board will take action to go into receivership." 2nded by Doug Anderson**

**Those in Favor: 26; Opposed: 8**

**Motion Carried.**

**Bob Dexter: Moved that the fee should be \$150/year for 3 years. 2nded by Gene Lampkin.**

**Ralph Boyea: Friendly amendment to request \$185 for 5 years or we go into receivership.**

**Bob Dexter: Accepts.**

**Those in FAVOR: 26; OPPOSED: 7**

**Motion carried.**

**Motion to Adjourn. Meeting adjourned at 12:00 pm**