

**STILLWATER HOMEOWNERS ASSOCIATION
MEETING OF THE BOARD OF DIRECTORS**

**Minutes of August 4, 2009 Meeting
Held at 8151 Stillwater Circle**

MEMBERS PRESENT: Mark Lawrence (President), Dave Newson (Vice President), Kim Hoegh (Treasurer), Cathy Hendricks, Michael O'Donnell, and Tom Greenholtz (Secretary)

MEMBERS UNABLE TO ATTEND: None.

Quorum established.

I. OPEN SESSION: No Members were in attendance.

II. START OF MEETING: Mr. Lawrence called the meeting to order at 7:10 P.M.

III. OLD BUSINESS:

1. None.

IV. NEW BUSINESS:

1. Amendment to By Laws Regarding Notification of Changes: The Board considered and voted upon a proposal to amend Article XIV, § 2 of the Stillwater Homeowner's Association By Laws relating to the notification of changes to the By Laws. The Board believed that mandatory notification to the Members of By Laws changes is essential for the governance of the Association. However, the Board also considered that the present notification system is cumbersome and could be handled more efficiently for the benefit of the membership and at a lower cost to the Association. The change considered was to amend the final sentence of Article XIV, § 2 to read:

All Members shall receive notice of any amendments adopted by the Board in any manner deemed appropriate by the Board, including, but not limited to, through regular mailing, announcement in a newsletter, publication on the Association's website, and/or electronic mail notification to Members who have an email address on file with the Secretary.

The measure was adopted unanimously by the Board on a vote of 6-0, and the vote was certified by Secretary Tom Greenholtz.

2. Declaration of Delinquency: In preparation for the Annual Members Meeting scheduled for Thursday, August 20, 2009, the Board considered declarations of delinquency pursuant to Article II, § 6 of the Association's By Laws. The Board voted unanimously to declare as delinquent all Members against whose properties a notice of lien has been recorded with the Hamilton County Register's Office as of August 20, 2009. While recognizing that the vast majority of Members are not delinquent, the Board formally declared that, pursuant to Article VIII, § 1(c)(2) of the Association's By Laws, these particular Members shall not be recognized as being Members in good standing with the Association for purposes of voting at the Annual Members Meeting.

3. Annual Meeting Agenda: The Board discussed the agenda for the Annual Members Meeting to be held on Thursday, August 20, 2009, including topics related to recognizing new Members; discussing the growth of the Association; recognizing important volunteer work and individual volunteers; reviewing accomplishments and goals of the present Board; presenting financial information and standing for the Members; considering and voting upon proposed changes to Association gas lamps; voting for officers, at-large directors, and members of the Design Review Board and Code & Covenants committees; and conducting an open session for Members' concerns, questions, and other topics.

4. Members' Initiatives: Mr. Greenholtz announced that he has received no proposals from Members for amendment to the By Laws or other Association Rules and Regulations. Mr. Lawrence also indicated that he has received no such Member proposals.

5. Advanced Nominations for Officers or Directors: Mr. Greenholtz announced that he has received only one advanced nomination for an at-large director. Although no other advanced nominations for any office have been received, nominations for officers, at-large directors, and members of the Design Review Board and Code & Covenants committees will be taken from the floor at the Annual Members Meeting.

V. NEXT SCHEDULED MEETING:

1. This being the final meeting of the elected and appointed officers and directors of the Stillwater Homeowner's Association prior to the regular Annual Members Meeting, the Board scheduled no further regular meetings.

VI. ADJOURNMENT:

The meeting was adjourned upon motion at approximately 8:40 p.m.

The Board of Directors of the Stillwater Homeowners Association, Inc.