

Special Membership Committee Meeting

January 17th, 2022

7:00 PM – 8:54 PM

Committee Members Present: Nick Hanna (Committee Chair), Marlin Sanvick, Jason Hohenstein, Bonnie Harvey, Dennis Dahlblom, Jon Jones, Trudy Kjenstad, Mel Neuberger, Diana Saenger, George Fletcher (Ex-Officio)

- Prior to the meeting, committee members were provided with the Attorney's (Aaron Hall) responses to questions submitted by the committee to Jessica Joly who facilitated the video call.
- Nick asked the committee for any thoughts and questions regarding the Attorney call, discussion points followed:
 - We need to have a meeting.
 - It does not need to be within 90 days, but it is best practices to do so.
 - It must be in person or by video (zoom) according to bylaws.
 - We must have proxy forms, and the form can require a notary. Consensus was that all community proxy voting forms going forward should be notarized. One of the complaints was regarding voting discrepancies.
 - It was determined that ID should be required to receive a ballot. If someone does not have an ID, a utility bill showing their name and property address in the community would be accepted. No exceptions, whether they are a known community member or not, not all members are known by those who will be giving out ballots. This will be included in the notice, and we will need to allow a reasonable amount of time for them to return home to get their ID prior to the first vote. An email should be sent out on the Friday before the meeting, reminding members of the meeting & ID requirement.
 - Eligible voters will be as decided in previous committee meeting – any member in good standing prior to November 1st is able to vote.
 - We do not need to send the whole packet.
 - Regarding filling the position of president, original petition stated that it would be until the board fills the position.
 - It was noted that for some questions answered by the attorney, there was two answers, or a lot of "grey" area. Strong consensus that we need to update bylaws as the attorney recommended.
 - Items need to be voted on one at a time. We will need to have separate ballots – 1. Do you support resolution. 2. Removal of president. 3. Replacement of president with treasurer. 4. Banning of future positions.
- Once it was determined that a meeting would need to take place the following items were discussed:
 - Date: Best practices would be to have the meeting on February 6th, 90 days from the receipt and call for a meeting. Bylaws do not have a set timing requirement, and state statute is not triggered. Consensus is to keep with best practices and have the meeting on February 6th.
 - Mailing: To ensure that members receive the meeting notice 10 days prior to the date of the meeting, it would be best to have everything mailed out on Monday, January 23rd. Must be received by January 27th.
 - Nick requested a Board Meeting for Sunday, January 22nd
 - Review the draft of mailing, allow for revisions.
 - Approve funds for copies, envelopes, postage
 - What needs to be included in mailing (main points were discussed, Mel & George to draft actual notice)

- Per the Attorney, the bylaws state what is required to be in the written notice which is as follows : Section 4 - Written notice of a special meeting of members stating the time, place and subject thereof, shall be mailed to the last known address of each member, postage prepaid, at least 10 days before such meeting to each meeting entitled to vote thereat.
 - Meeting Notice:
 - Subject: Notice of special meeting of the Coon Lake Community and Senior Center
 - Notice: In accordance with section 4 of the bylaws of the organization, the board of directors hereby gives notice of a special meeting which will take place on February 6th at 7:00PM at Coon Lake Community and Senior Center
 - Purpose: Summarize why the meeting is being called – Complaint was received by the Board of Directors- Summary of complaint. A resolution was proposed by petitioners and denied by the board of directors. A modified resolution (to be) put forward by Board of Directors. Meeting is to address concerns and allow membership to vote on how the board moves forward.
 - Agenda: Mel & George to draft agenda for the meeting to include in the mailer. Use annual meeting format – Introduce each board member, maybe combine with roll call and have the member stand. Some members may not be familiar with all board members. Include the items the committee agreed on that should be voted on (pending board approval at Sunday Meeting). No other business to be discussed at the meeting except what is in meeting notice agenda as stated in bylaws. Any concerns brought up following will need to be addressed at the next board meeting, encourage members to attend.
 - Voting Items:
 - #1 – New resolution (include resolution in mailing) If item number 1 passes with a majority of membership votes, no further votes required. (Board should read resolution in full out loud, provide copies at door, and have on projector) If it does not pass then:
 - #2 – Removal of the president (If Yes Then)
 - #3- Replacement of the president with treasurer (yes or no) If no then default to bylaws, VP stands in for president until the board appoints.
 - #4- Ban removed president from future board positions for 2 years (yes or no)
 - Proxy form and instruction sheet.
- Additional discussion:
 - Ballot counters – Ballots will be counted following each vote. The committee discussed possible members that the general membership would be comfortable with. Ballots to be counted in open in front of all members. If necessary, counted out loud.
 - We should the items referenced available to view on the website/in email. Including:
 - Meeting Notice
 - Complaint
 - First Resolution presented to board
 - Modified Resolution drafted/approved by board.
 - When drafting new bylaws, include something regarding a policy of treatment/respect of the CLCSC organization.

- We should not have to rely on state statutes, our bylaws should direct our organization clearly.
- Discussion on process of approving bylaws and how that occurs.
- Discussion on future of committee – Once this meeting is complete, minutes are approved or amended, the business of this committee has been completed. Recommend that a committee should be created of solely members (no board members) to help oversee the board of directors, meet once quarterly, and report to the board with member concerns, etc.