



Pinto Point Owners' Association

Priest Lake, Idaho

Chairman - Jim Bell, Vice Chairman – Melanie Mikkelsen / Secretary - Jan Tewel / Jeff Christenson / Bryan Dearden / Jim McLean / Dave Tewel

PINTO POINT OWNERS ASSOCIATION

FALL BOARD MEETING

The Grand Hotel, 333 W. Spokane Blvd.

Small Dining Room

Spokane, WA 99201

NOVEMBER 9, 2019, 9:00 am

- 1. Meeting called to order** – by Denny Christenson, Acting Chairman, at 9:15am. All Board Members were present, except Melanie Mikkelsen who called in to participate. No Members in attendance.
- 2. Spring PPOA Board Meeting Minutes 4/23/19 & Special Board Meeting Minutes 9/1/19**
– approved as written.
- 3. Old Business**
 - a. Non-profit Status – the next step is for PPOA Articles of Incorporation to obtain notarized signatures so they can be submitted to Lake City Law, along with the PPOA Bylaws, for request to register as a Non-profit Organization with the State of Idaho. Jan will give the Board Members the point of contact at the Downtown Umpqua Bank to go in for notarized signatures.
 - b. PPOA Bylaws member vote results – the PPOA Bylaws were approved by Members – 70% approved, 16% disapproved & 14% absent ballot - approved Bylaws. Bylaws will be available on the website (pintopointsd.com, Owners' Assoc. tab).
 - c. **Nomination/selection of President** - Interim President Denny requested nominations for President. A nomination was made for Jim Bell as President, motion to approve & vote taken. Jim Bell was approved as the new PPOA President/Chairman. Denny will become a non-voting consultant for the PPOA. A nomination was made for the vacated Vice President position for Melanie Mikkelsen, motion to approve & vote taken. Melanie Mikkelsen was approved as the new PPOA Vice President. The Board thanked them for their offer to serve.

4. **New Business –**

a. **Submission of draft Articles of Incorporation and Bylaws to attorney -**

Jan has made arrangements with Breanne Duncan at the downtown Umpqua Bank to obtain notarized signatures. Breanne will keep the documents there & notify Jan when all have signed. Breanne or Courtney will be available from 9:00am to 5:00pm weekdays. Jim Bell suggested that we make a deadline for signatures. Board Members will need to go in to sign the Articles of Incorporation by 11/29/2019.

b. **Submission of Articles of Incorporation & Bylaws to Lake City Law –** the next step to file for nonprofit incorporation will be the submission of the signed/notarized Articles of Incorporation and the signed Bylaws to Lake City Law to file with the State of Idaho for registration as a nonprofit organization.

c. **PPOA CC&R Amendment –** once PPOA is registered as a nonprofit incorporation, the CC&R Amendment will be emailed out to the members for approval. This amendment was approved by the members during the Member Meeting on July 20, 2019, with the Construction Standards and Use Restrictions changes added to Article 3. However, we did not have 34 cabins represented during that meeting. Therefore, a new vote is required to approve this amendment with at least 67% member approval. This amendment has also been approved as written by the Board Members. Jim McLean cautioned about changing the CC&R's from the originals mandated by IDL if we would like to become a part of the multi-neighborhood HOA, which is being discussed as a possibility by the Priest Lake Cabin Owners Assoc. (PLCOA). Jim also suggested that we have an attorney with experience with HOA CC&R's review the amendment.

Denny gave the Board an update on that subject. PLCOA has formed a committee to investigate that possibility. Denny feels that the PLCOA would most likely use the PPOA CC&R's, as amended, since no other neighborhoods have met to form Owners Associations or approve CC&R's. Since the CC&R's state that amendments

to CC&R's can be voted for approval during Member meetings or by written consent, Jim Bell suggested that we send out electronic ballots to members to vote for approval, once we are registered with the State of Idaho. The Members can choose to email back their ballots for printing/file copies or mail their printed ballot back to the PPOA. The Board agreed to this suggestion after some discussion.

d. **Purchase Group Indemnity Insurance –** requested by Jim McLean – Table until Spring 2020 Board Meeting. The CC&R's as written by Lake City Law include an indemnity paragraph. The Bylaws state that the Board may obtain insurance. Jan received an estimated verbal quote for \$2,000/year from Safeco Insurance to provide indemnity

coverage for the PPOA Board Members. The Board requested that Jan get written quotes for the Board to select an insurance company to provide Indemnity Insurance. Denny Christenson & Jim Bell offered to the PPOA the first year's premium in order to obtain indemnity insurance prior to voting on the CC&R amendment. Once the Members have voted to approve PPOA Annual dues, the PPOA will reimburse Denny & Jim Bell.

e. **Other New Business** – further discussion regarding an overall HOA managed by the PLCOA. Jim Bell asked what benefits the PPOA would receive by becoming a part of a larger PLCOA HOA. Jim suggested that this may not necessarily be a good idea since all neighborhoods will have unique requirements for some CC&R items. Denny believes that the PLCOA would still allow the individual neighborhoods to have their own specific items. Once the PLCOA committee has decided on proceeding, the individual neighborhoods would be able to participate with the writing of the CC&R's and would be given the chance to decide if they would like to become a part of the overall PLCOA HOA.

Denny suggested that the PLCOA HOA might be able to help with the collection of Dues and enforcement of the CC&R's. The Board was also reminded that IDL has veto Rights for the CC&R's and may not agree with the overall PLCOA HOA CC&R's.

5. Action Items –

Board Members will sign the Articles of Incorporation at the Umpqua Bank at 707 W. Main, by 11/29/2019.

Jan will submit the signed/notarized Articles of Incorporation and PPOA Bylaws to Lake City Law for request for registration as a Non-profit Organization with the State of Idaho. Jan will obtain written quotes from insurance companies for Indemnity Insurance to present at the Spring Board Meeting.

6. Adjournment – 11:30 am