



Pinto Point Owners' Association

Priest Lake, Idaho

Vacant-Chairman (Acting Chairman – Denny Christenson) / Jim Bell-Vice Chairman/ Jeff Christenson / Bryan Dearden / Jim McLean / Dave Tewe / Melanie Mikkelsen / Jim Bell / Jan Tewel - Secretary

PINTO POINT OWNERS ASSOCIATION

SPECIAL BOARD MEETING MINUTES

Sept. 1, 2019 10:00 am

**325 Pinto Point
Road, Coolin, ID**

- 1. Meeting called to order by Jim Bell.** Board Members present – Jim Bell, Bryan Dearden, Jeff Christenson, Jim McLean, Dave Tewel and Jan Tewel.
- 2. Approve PPOA Special Board Meeting Minutes – 7/7/2019.** Minutes approved as written.
- 3. New Business**
 - a. Bylaws Amendment – Discussion/Approval: The proposed Bylaws changes dated 8/21/19 were discussed. After discussion, proposal was made by Jim Bell to retain the Bylaws as written and approved by the Board prior to the 8/21/19 suggested changes, ensuring that the paragraph regarding indemnification is included and the Amendment approval by majority vote of the Board of Directors. A Motion was made, discussion requested and vote taken. Jim Bell's suggestion was approved.
 - b. CC&R Amendment – Discussion/Approval: Jim McLean voiced his concerns regarding amendments to the CC&R's being presented to the Members prior to incorporation. He referenced the Idaho Non-profit Corporation Act and gave his opinion that this document states that CC&R changes can only be made after PPOA has been approved by the State of Idaho for incorporation.

Jim Bell requested a Motion to accept the CC&R Amendments as proposed. A Motion was made and vote taken. Five Board Members approved and one Board Member opposed. CC&R Amendment approved.

- c. After discussion of both the proposed changes to the PPOA Bylaws and proposed changes to the PPOA CC&R's, Jim Bell proposed a 3 Step Action:
- 1) Email proposed PPOA Bylaws, as approved during this meeting, to Members for approval.
 - 2) Submission to Lake City Law for a request to the State of Idaho for approval of Incorporation.
 - 3) After Non-profit incorporation approval from State of Idaho, CC&R Amendments, as approved by the Board during this meeting, will be emailed out with written Ballot for approval.

Jim Bell requested a Motion to approve this 3 Step Proposal. A Motion was made and vote was taken. All Board Members approved.

Jim McLean also suggested that the Board discuss obtaining indemnity insurance. Jim Bell stated that that topic would need to be discussed during the next PPOA Board Meeting.

4. Adjournment: Meeting adjourned at 11:30am.