

San Miguelito Mutual Water Company
Minutes of the Special Meeting of the Board of Directors

9:00 A.M. Wednesday, April 29, 2020

I. CALL TO ORDER AND ROLL CALL

Meeting called to order by Board President Marvin St Pierre at 9:08 a.m.

Board Members Present:	Marvin St Pierre, John Delchant, Michael Nordstrom, Rob Rossi, Martin Suits (left at 10:42), Rick Koon
Board Member Absent:	Gary Garcia
Staff Members Present:	Michelle Edson
Consultants Present:	Tim Carmel, Legal Counsel
Guests:	Indian Hill Resident: Heather Nelson, Kingfisher Resident: Robert Campbell, Heron Crest Resident: Larry Bittner, Bob Pusanik

II. PUBLIC/SHAREHOLDER COMMENT – Robert Pusanik proposed placing a bylaw amendment in the Annual Meeting mailer changing a section of the bylaws. Larry Bittner had a list of comments, President St Pierre requested the list to be submitted in writing. Robert Campbell suggested that any irregularities in ballots be presented to the Board of Directors in closed session.

III. REVIEW and APPROVAL OF MINUTES –

a. December 13, 2020 Special Meeting Minutes and February 21, 2020 Regular Meeting Minutes Motion to approve both made by Rob Rossi seconded by John Delchant. Motion passed 5-0, Garcia absent, Koon abstained.

IV. DISCUSSION AND CONSIDERATION TO ESTABLISH MAY MEETING DATES, TIME, RECORD DATE FOR CLOSE OF BUSINESS DATE AND MAILER – After a brief discussion between Directors and Shareholders the Board directed Shareholders to send their proposal for bylaw amendment by May 1st to the office so it can be included in the Annual Meeting mailer. Motion to set the Annual Meeting date on May 22, 2020 at 2:00pm with the record date for end of business day on April 30th and to also move the Regular Meeting to the same day May 22, 2020 at 9:00am made by Martin Suits seconded by Michael Nordstrom. Motion passed 6 -0, Garcia absent. Motion made to contract with a third party for counting of the votes and to also have Luz Santos, office personnel present for verification purposes made by Marvin St Pierre seconded by Michael Nordstrom. Motion passed 5-1, Suits opposed, Garcia absent

V. CLOSED SESSION: PERSONNEL – (9:45am) Motion to accept the resignation of Rick Koon as an employee made by Michael Nordstrom seconded by Rob Rossi. Motion passed 4-1, Delchant opposed, Koon abstained, Garcia absent

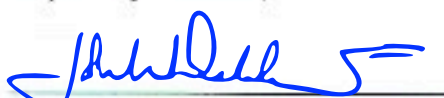
Motion to accept Brad Hagemann as Interim Manager contracted as a consultant for the rate of \$125.00 per hour for approximately 5 hours per week made by Martin Suits seconded by Michael Nordstrom. Motion passed 5-0, Koon abstained, Garcia absent.

Motion made to retain Rick Koon as a consultant through Project Services, Inc. to help with transition as needed. Billing rate to be \$125.00 per hour made by John Delchant, seconded by Rob Rossi. Motion passed 4-0, Koon abstained, Suits and Garcia absent.

VI. ADJOURNMENT: Motion to adjourn made by John Delchant seconded by Rob Rossi. Motion passed 5-0, Suits and Garcia absent. Meeting adjourned 10:47am

Proceeding reported by:
Michelle Edson, Accounting and Administrative Manager

Respectfully Submitted,


John Delchant, Financial Officer

Approved:


Marvin St Pierre, President