

BRUNNER HILL WATER ASSOCIATION
 BOARD OF DIRECTORS SPECIAL MEETING MINUTES
 Tuesday, December 11th, 2023

1. The President, Danny woods called the meeting to order at 6:03 p.m.

2. BOARD MEMBERS PRESENT:

President	Danny Woods
Vice President	
Board Members	Richard Hazel, Shaun Dubois, Shawn Hargett
Superintendent	
Secretary	Angela Johnson

3. BOARD MEMBERS ABSENT:

Willie Stone, Vice President; Ted Applegate, Superintendent

4. MEMBERS OF THE AUDIENCE:

Carol Russell, Carol Lee, Richard Geib, David Phillips

5. NEW BUSINESS:

Topic: Proxy Vote Form
Discussion: Danny presented the board with the Voter Proxy form prepared by Mr. Roger Morgan of Sanders, Morgan, & Clarke, PLLC, Attorneys at Law. The form is a Member Proxy designation giving BHWA Board majority the authority to cast/use the member's vote for any issue requiring a member vote over the subsequent 11 months. Danny said Mr. Morgan says this is the only way. Shawn Hargett expressed his concerns over giving the board a "blank check" regarding the upcoming member election and to making changes to the Bylaws. Shawn wants to make the proxy form specific to issues or to express to the members what the board intends to change. Otherwise, the board could use any proxy votes to potentially change any part of the Bylaws. There was much discussion over Shawn's point, about the lawyer saying this is the only way, about doing nothing, or sending the form to all members. The comment was made that regardless of what is sent to each member, it is not likely that enough notarized forms will be returned to hold a valid election or to make changes to the Bylaws.
Conclusion: Shaun Dubois motioned to send the form out to each member of the association. Richard Hazel seconded. Shawn Hargett dissented. The motion carried. The form will be mailed to every active member of Brunner Hill Water Association.

6. PUBLIC FORUM:


Carol Russell suggested submitting an amendment to the bylaws in the manner elections and changes have been submitted in the past. Have the members present vote and move forward. Shawn Hargett noted that now the Board knows better and must conduct business in accordance with the Bylaws. The previous elections and changes stand, but moving

forward, we must follow the Bylaws. Discussion continued over the purpose of the form. The President of the Board also verified it was the Board, not the attorney, who decided the form needed to be notarized.


7. ANNOUNCEMENTS:

- a. The next regular board meeting is scheduled for December 19th, 2023, at 7:00 p.m. at the water office, subject to change.
- b. The annual general membership meeting will be held on Saturday at 10:00 am, January 6th, 2024, at the Rodney/Jordan Fire Department.

8. ADJOURNMENT: Shaun Dubois motioned to adjourn; Richard Hazel seconded. Motion passed. The meeting adjournment time was 6:39 p.m.



Angela Johnson, Secretary



Danny Woods, Board President

BRUNNER HILL WATER ASSOCIATION

SIGN-IN SHEET FOR BOARD MEETING: DATE 12-11-2023

SIGN NAME:

PRINT NAME:

1. Carol Russell

Carol Russell

2. Carol Lee

Carol Lee

3. RICH GEB

RICH GEB

4. DAVE PHILLIPS

DAVE PHILLIPS

5. Shawn Hargrett

Shawn Hargrett

6. _____

7. _____

8. _____

9. _____

10. _____

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14. _____

15. _____

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18. _____

19. _____

20. _____

**MEMBER PROXY OF BRUNNER HILL
WATER ASSOCIATION, INC.**

Comes now the undersigned and, for good and valuable consideration, states as follows:

1. That the undersigned is a member of the Brunner Hill Water Association, Inc.

2. That the undersigned, pursuant to Article VII, Section 4 of the By-Laws of Brunner Hill Water Association, Inc., hereby appoints the Board of Directors of Brunner Hill Water Association, Inc as the undersigned's general proxy to vote on any and all matters requiring a vote of the members of said Association.

3. That, upon execution of this proxy by the undersigned, said proxy shall be filed with the Secretary of Brunner Hill Water Association, Inc.

4. That this proxy shall remain in effect until the first of the following events to take place, to wit:

a) The revocation of the proxy by the undersigned;

b) The termination of the undersigned's membership by cessation

undersigned member's interest in the property; or


c) Eleven months from the date of the execution of this proxy.

Dated this ____ day of _____, 2023.

STATE OF _____)
)SS:
COUNTY OF _____)

On this day before the undersigned, a Notary Public within and for the County and State aforesaid, duly commissioned and acting, appeared _____ personally known to me, who acknowledged that he/she executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal this _____ day of _____, 2023.



Notary Public