

Christmas Lake Homeowner's Association Board

Meeting Minutes

Meeting date: September 19, 2021

Directors present:

Paul Cossette	Anne Gavin	Mary Shaw
Gregg Elliott	Roger Norberg	Joe Shneider
Todd Erickson	Doug Punke	Ed Szalapski
Harley Feldman		

Directors absent:

Aaron Peterson

- With a quorum achieved, the video meeting was called to order by President Todd Erickson at 7:04 pm. Paul Cossette joined the call late. Todd Erickson acknowledged that the Board was meeting electronically as allowed under Article V, Section 8 of our bylaws.
- Ed Szalapski moved to approve the draft minutes from May 11, 2021. Gregg Elliott seconded the motion. **Passed Unanimously**
- Potential Amendment to the CLHA bylaws:
 - Todd Erickson discussed the comments received from CLHA members regarding the potential changes to the bylaws following a detailed overview of the proposed changes provided to the residents via email.
 - Only one property requested a meeting for further discussion. Given the lack of demand for a meeting, the Board decided not to hold a general membership meeting, but to have Todd Erickson and Ed Szalapski follow up privately with the homeowners who requested a meeting.
 - Todd Erickson reviewed his document containing a summary of the significant comments received.
 1. Re: the proposed new Friends of the Lake membership category – The Board decided to retain this proposed category as defined.
 2. Re: a concern that the CLHA does not have a permanent address or P.O. Box – The Board decided that this is not needed.
 3. Re: a concern for perhaps having tiers of membership tied to different levels of giving – The Board decided not to move forward with a tiered structure other than the membership categories proposed.
 4. Re: a concern that we may need to have a Member of Record for properties with easements – The Board agreed that a Member of

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Record should be established. Procedurally, the property will have the responsibility to communicate the Member of Record to the CLHA Secretary, and the CLHA Secretary will confirm receipt back to the property.

5. Re: a concern for having the bylaws call out an Election Committee with specific approaches to Director elections – The Board agreed to move ahead with the proposed bylaws and its new wording for the Election of Directors section, but not to call out anything more specific in the bylaws.
6. Re: a concern for increased controls to roles of persons on the Board and increased financial controls – The Board agreed that all 3 officers must be separate individuals, that 2 signatures are required for disbursements over a specified amount (amount TBD), that officers are not limited to any specific membership category, and that conflict-of-interest attestations must be made at every meeting of the Board.
7. Re: the need for a census of existing and planned easements – The Board agreed that a census is not required at this time or to be included in the bylaws.
8. Re: a concern that membership and Board meetings may continue after a quorum is lost – The Board agreed that the loss of a quorum simultaneously eliminates the remaining members or Directors from taking any actions that will bind the membership or Board. The persons remaining after a quorum is lost can only adjourn the meeting.
9. Re: eliminating confusion about “voting members” of the Board - The Board agreed that since all Board members are voting members, the word “voting” will be removed.
10. Re: potential confusion in determining the maximum percentage of non-owner members on the Board - The Board agreed that in the event a Board member is an owner member and has access via an easement, their owner status will take precedence in the calculation.
11. Re: a concern for Board actions without meeting (email votes) where not all Board members vote. Does any more need to be clarified in these instances? - The Board agreed it was fine as worded.
12. Re: a call for a Membership meeting to review the proposed changes - The board concluded on this concern earlier in the meeting. See notes above.
13. Re: concern that the bylaw amendments may want to address properties owned by a corporation, e.g., Resthaven, LLC, with more

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than one household – The Board agreed that any property with multiple owners will need to specify a Member of Record.

- Joe Shneider moved that based on Member comments, CLHA is better served by not having a Membership meeting to discuss the proposed bylaw changes, that Ed Szalapski and Todd Erickson meet with Resthaven LLC to discuss their concerns, and that the proposed bylaws be updated with the input from this Board meeting. Ed Szalapski seconded the motion. **Passed Unanimously**
- Reports from Standing Committees of the Board:
 - Budget Committee (Harley Feldman reporting)
 - During a discussion of beaver trapping, it was noted that we need to get a Certificate of Insurance to the trapper.
 - The Board agreed that Todd Erickson will send a notice of recognition to anyone who contributed to the last capital campaign, or who donated to the CLHA above their dues level.
 - As of the meeting it was noted that 43 properties have not paid dues, and this is consistent with the annual payment rate of approximately 75%.
 - The Board agreed that a capital campaign in the short term is the best way to get sufficient runway for the point in time when our Endowment is funded and provides a backstop for our lost grant revenues. Mary Shaw, Paul Cosette, and Harley Feldman agreed to lead this capital campaign.
 - Discussion on the recent CLHA survey
 - The survey review team led by Kris Hayes provided a summary that highlighted the major concerns and wishes of lake residents. Importantly, the most frequent comment was that residents approved of the work being done by the Board and wanted the Board to continue doing what it is doing.
 - Todd Erickson will report back to the membership on the survey results; over 130 separate survey responses. Households could submit more than one response.
 - The summary noted there was a tremendous amount of input to the survey.
 - The areas where the respondents would like to see the Board do more include water safety, boating and lake etiquette, helping the CLHA be better shoreland and lake stewards, and gain more engagement via social media.
 - Reports from Standing Committees of the Board (continued):
 - AIS Committee (Joe Shneider reporting)

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- Regarding a potential arrangement with Moorhouse Motorsports, the Board advised that we clarify the provided tri-toon trailer can we used for transports to off-landing locations. The Board agreed that we can move forward with these negotiations.
- Ed Szalapski noted that the Board needs to resolve whether to fund the beaver trapping in 2022 before January so he can communicate this to the trapper who can then get his permits in line for trapping in the spring.
- Several Board members moved simultaneously to adjourn the meeting. Gregg Elliott seconded the motion. **Passed Unanimously**
- The meeting was adjourned at approximately 9:30 pm.

Respectfully submitted by:
Joe Shneider, Secretary

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