

Mike Williams

From: Mike Williams [REDACTED]
Sent: Monday, April 10, 2023 7:59 PM
To: [REDACTED]
Subject: RE: Annual Meeting

Our emails just passed each other. Sorry.

Re [REDACTED]. Do you need it set up now or can it wait until I am back.

Re Article 6, has the Board sought advice regarding the interpretation of the Bylaws as a whole? The Bylaws specify how business is to be conducted and article 6 only empowers owners to make amendments to the bylaws.

By your rationale, the board would be able to make amendments to the CC&R's by a simple majority vote of the Board as well since the bylaws and CC&R's do not explicitly prohibit the Board from making amendments there.

I agree that reducing the quorum will be beneficial, since turn out has not been the best, however I think it needs to be done the correct way.

Mike Williams
Technology Administrator

Meadow
Crest

From: [REDACTED]@meadowcrestnampa.com>
Sent: Monday, April 10, 2023 7:42 PM
To: 'Mike Williams' [REDACTED]
Subject: RE: Annual Meeting

You're correct

30-30-511. QUORUM REQUIREMENTS. (1) Unless this act, the articles, or bylaws provide for a higher or lower quorum, ten percent (10%) of the votes entitled to be cast on a matter must be represented in person, by proxy, by mailed written ballot, by absentee ballot, or by means of remote communication to the extent authorized by the board of directors at a meeting of members to constitute a quorum on that matter.

(2) A bylaw amendment to decrease the quorum for any member action may be approved by the members or, unless prohibited by the bylaws, by the board.

(3) A bylaw amendment to increase the quorum required for any member action must be approved by the members.

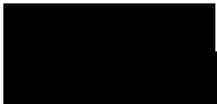
(4) Unless one-third (1/3) or more of the voting power is present in person, by proxy, by mailed written ballot, by absentee ballot, or by means of remote communication to the extent authorized by the board of directors, the only matters that may be voted upon at an annual or regular meeting of members are those matters that are described in the meeting notice.

History:

[30-30-511, added 2015, ch. 243, sec. 78, p. 982; am. 2021, ch. 191, sec. 1, p. 520.]

Is still in effect. Since article 6 of our bylaws do not prohibit, the Board can vote to make that change.

Thanks,



Meadow
Crest

Meadowcrest HOA – Nampa, ID
www.meadowcrestnampa.com

From: Mike Williams [REDACTED]
Sent: Monday, April 10, 2023 7:22 PM
To: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Subject: RE: Annual Meeting

Interesting. I was not aware of new legislation. Can you point me to it? I thought I.C. 30-30-511 was still in effect since the Association is a non-profit corporation. That law specifies the board can only amend the bylaws if the bylaws does not prohibit the board from doing so.

Mike Williams
Technology Administrator
Meadow
Crest

From: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Sent: Monday, April 10, 2023 6:58 PM
To: 'Mike Williams' [REDACTED]
Subject: RE: Annual Meeting

Hi Mike,

Yes, we are having an amendment recorded prior to the meeting. This doesn't require a vote per a recent Idaho legislation that allows the Board to vote on a reduced quorum requirement, it requires a vote with a quorum from the HOA at large when increasing the quorum requirement only. We are getting all of our prior resolutions formalized and recorded, as amendments to the CC&Rs and bylaws.



Meadowcrest HOA – Nampa, ID
www.meadowcrestnampa.com

From: Mike Williams [redacted]
Sent: Monday, April 10, 2023 2:05 PM
To: [redacted]@meadowcrestnampa.com>
Subject: RE: Annual Meeting

Ok. Thanks for the update.

When you say an amendment, do you mean a proposed amendment for the members to vote on at the annual meeting? In that case a quorum and huge turnout will be even more important for this meeting because the bylaws require 65% approval of the members (103 lots) to amend the bylaws (Article 6).

Mike Williams
Technology Administrator



From: [redacted]@meadowcrestnampa.com>
Sent: Monday, April 10, 2023 1:33 PM
To: Mike Williams [redacted]
Subject: RE: Annual Meeting

Hey Mike,

Actualy We are having an amendment to the bylaws recorded that reduces the quorum requirements.

I'll clarify further when I have better writing conditions.



Sent via the Samsung Galaxy S10, an AT&T 5G Evolution capable smartphone

----- Original message -----

From: Mike Williams [REDACTED]
Date: 4/10/23 12:45 PM (GMT-07:00)
To: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Cc: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Subject: RE: Annual Meeting

Hi [REDACTED]

Two follow-up questions, did you want me to include a notice that due to votes taking place that a quorum is required?

If so, do you also want me to include the disclaimer that if the 50% quorum (80 lots) is not met, the meeting may be adjourned with a new meeting being held immediately following where only a 30% quorum (48 lots) will be required?

The bylaws do say that the disclaimer must be contained in the original notice, so having it posted on the website and/or social media sites would just be an additional safeguard to ensure all members are aware of the requirements and hopefully drive attendance.

Let me know how you would like to proceed.

Mike Williams

Technology Administrator



From: Mike Williams [REDACTED]
Sent: Monday, April 10, 2023 12:15 PM
To: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Cc: [REDACTED] <[\[REDACTED\]@meadowcrestnampa.com](mailto:[REDACTED]@meadowcrestnampa.com)>
Subject: Annual Meeting
Importance: High

Hi [REDACTED],

I just got the notice from Northern Star about the Annual Meeting. Did you want me to post the information about the meeting on the website now or do you want me to wait after I get back from my vacation. If you want it done now, please provide me with the zoom information, meeting room name and any other information you want listed. I will have a placeholder for the official meeting notice once it comes out.

Let me know how you would like to proceed.

Thanks,

Mike Williams

Technology Administrator

Meadow
Crest

Randy

From: Janet Gilbreath Signature <janet@meadowcrestnampa.com>
Sent: Thursday, April 6, 2023 10:16 AM
To: Ross Lamm
Cc: Randy
Subject: Re: FW: quorum requirements

I vote yes.

Janet Gilbreath
Secretary

On 2023-04-06 11:25, Ross Lamm wrote:

> I vote yes.

>

> On Thu, Apr 6, 2023, 7:56 AM Randy <Randy@meadowcrestnampa.com> wrote:

>

>> With Janet seconding the motion, I vote yes.

>>

>> Randy Rieken

>>

>> Vice President

>>

>> Meadowcrest HOA – Nampa, ID

>>

>> www.meadowcrestnampa.com [1]

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>> From: Randy <Randy@meadowcrestnampa.com>

>> Sent: Thursday, April 6, 2023 7:22 AM

>> To: 'Randy' <randy@meadowcrestnampa.com>

>> Subject: FW: quorum requirements

>>

>> Good Morning Board,

>>

>> According to the Idaho State Legislature, we have the option to lower
>> the quorum requirements for voting.

>>

>> I am making a motion to lower the quorum to 30% from the current

>> 50%??

>>
>> 30-30-511. QUORUM REQUIREMENTS. (1) Unless this act, the articles,
>> or bylaws provide for a higher or lower quorum, ten percent (10%) of
>> the votes entitled to be cast on a matter must be represented in
>> person, by proxy, by mailed written ballot, by absentee ballot, or by
>> means of remote communication to the extent authorized by the board
>> of directors at a meeting of members to constitute a quorum on that
>> matter.
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>> (2) A bylaw amendment to decrease the quorum for any member action
>> may be approved by the members or, unless prohibited by the bylaws,
>> by the board.
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>> (3) A bylaw amendment to increase the quorum required for any member
>> action must be approved by the members.
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>> (4) Unless one-third (1/3) or more of the voting power is present in
>> person, by proxy, by mailed written ballot, by absentee ballot, or by
>> means of remote communication to the extent authorized by the board
>> of directors, the only matters that may be voted upon at an annual or
>> regular meeting of members are those matters that are described in
>> the meeting notice.
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>> History:
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>> [30-30-511, added 2015, ch. 243, sec. 78, p. 982; am. 2021, ch. 191,
>> sec. 1, p. 520.]
>>
>> Section 30-30-511 – Idaho State Legislature [2]
>>
>> Section 2.8 Quorum. Except as otherwise provided in these Bylaws,
>> the Articles or Declaration, prior to the Class B Member Termination
>> Date, the presence in person or by proxy of the Class B Member shall
>> constitute a quorum. After the Class B Member Termination Date, the
>> presence in person or by proxy of the Members representing at least
>> thirty percent (30%) of the total votes of the Association shall
>> constitute a quorum. The Members present at a duly called or held
>> meeting at which a quorum is present may continue to do business
>> until adjournment. notwithstanding the withdrawal of enough Members
>> to leave less than a quorum is not present, the Members present may
>> adjourn the meeting and immediately hold another meeting in order to

>> conduct business with (20%) quorum or voting power. In the original
>> notice it must say if quorum is not reached we will hold a subsequent
>> meeting immediately following with all persons present or by proxy,
>> and entitled to vote, where a reduced quorum is required.
>> At such second meeting, the presence of Members representing no less
>> than twenty percent (20%) of the quorum required at the preceding
>> meeting shall constitute a quorum. Except as otherwise provided in
>> the Declaration. decisions and resolutions of the Association shall
>> require an affirmative vote of the Members representing a majority of
>> the total voting power present at an annual or special meeting of the
>> Association at which a quorum is present.

>>

>> Randy Rieken

>>

>> Vice President

>>

>> Meadowcrest HOA – Nampa, ID

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>> www.meadowcrestnampa.com [1]

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> Links:

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> [1] <http://www.meadowcrestnampa.com/>

> [2]

> <https://legislature.idaho.gov/statutesrules/idstat/Title30/T30CH30/SEC>

> T30-30-511/