

ALWA Board of Directors

Meeting Minutes

27 December 2011

1. Call to order

David Hoffmann called to order the regular meeting of the **Ames Lake Water Association** at **7:04PM** on **December 27, 2011** in the Association's business office.

2. Roll call

The following board members were present: David Hoffmann, Jack Praino, Mike Hickey, Merlyn Blue, Matthew Rodger and Mark Freeman. Also present was: Richard Jonson, Counsel.

3. Changes or Additions to Agenda

Michael asked to discuss health care benefits. Richard asked to discuss retirement plans.

4. Business from the Floor

None

5. Approval of minutes from last meeting

November 22, 2011 regular Board meeting minutes and December 12, 2011 special Board meeting minutes were reviewed. Merlyn moved that November 22 minutes be approved; Matt seconded. The motion was approved unanimously. December 12 minutes were reviewed and changes were made. Mike moved that December 12 minutes be approved as amended; Matt seconded. The motion was approved by all but Merlyn, who abstained.

6. Financial Reports and Membership Count

a) Membership Approval

Matt moved to approve the membership list. Merlyn seconded. All approved.

b) Aging accounts

The Board discussed proposed changes to long-term payment plan by Ulrich in response to her cash out offer. Decision was tabled until more historical information is acquired and further legal analysis.

c) Check List

Merlyn moved to approve the check list. Michael seconded. All approved.

d) Water Loss Adjustment

The Board reviewed water loss adjustments. No changes were made.

7. Old Business

a) **Vista Project**

After reviewing ALWA financials, the Board reached a consensus to fund the Vista project. Warren's proposal for contract administration costs was also reviewed. Formal voting would be held via email when David presents the final quotations for the both the contractor and engineer.

b) **Pear Luna Payments**

The Board agreed to release payment to Pear Luna for SP2, SP3, SP5 and SP6.

The board agreed to allow payment for SP1 upon receipt of electronic copies of SP1 deliverables.

Mark moved to authorize David and Jack to make payment of up to \$6950 to Pear Luna to close out their SOW #2. Mike seconded. All approved.

c) **New Office Manager**

David reported that Kristina Meyers accepted ALWA's employment offer and will start work on January 3. The Board discussed a list of early goals for the first month on the job.

The interim bookkeeper will be retained for quarterly reviews of the books.

The Board discussed changes to allow staff to create checks from the Petty Cash account. **Action item:** Matt will provide recommendations by the next regular board meeting.

d) **Employment Policies**

Richard briefly reviewed the set of policy documents prepared by PearLuna and noted that the first priority is for the Board or a subcommittee of the Board to review and edit the employment policies. **Action items:**

Matt will review the proposal in relation to financial policy. The Personnel Committee will review the proposal with regards to personnel policy. Their recommendations will be presented at the next regular board meeting.

Michael brought up the need, to be discussed in a future board meeting, to update ALWA benefits, potentially including: 401(k)/IRA and Disability.

8. **New Business**

David proposed a written communications policy between ALWA staff and the Board be created. It was consensus of the Board that a policy should be created to be taken up in a following board meeting.

9. **Consultant Reports**

Richard reported on a contact received from counsel for Susan Stevens.

Discussion followed concerning the security of employee records. He noted that Mr. Pancoast was engaged in discussions with the Overdale system regarding the purchase of its water right but there were complications. It was agreed that Mr. Pancoast should propose a budget for his work because it was apparent the discussions could continue over an extended period of time.

10. **Next Meeting**

Next regular session: **January 24, 2012, 7:00 PM**

11. Adjournment

David Hoffmann adjourned the meeting at **9:57 PM**.

Minutes taken by: Mark Freeman and Richard Jonson