

DRAFT – SUBJECT TO BOARD APPROVAL

HUTCHINS LAKE IMPROVEMENT ASSOCIATION

Minutes of the Regular Quarterly Board of Directors Meeting

Held: April 21, 2015, 6:30 p.m. at Fennville Public Schools

Call to Order:

President Loren Barnes called the meeting to order at 6:31 p.m.

Roll Call:

Secretary Randy Vogelzang called the roll of HLIA (“Association”) Board members:

John Lindahl	1	Anne Irwin	VP
Jill O’Connor	2	Loren Barnes	Pres
Bill Busscher	3	Randy Vogelzang	Sect
Maureen Sysmsma	3B	Scott Clark	7
John Lerg	4	John Burmeister	8
Jim Baird	5	Denise Grimaldi	9A - Treas
Todd Moore	6A	Janice’ Rowland	9B
Martha Kautz	6B	Gary Holton	10

gholton1941@gmail.com

Board Members Present: John Burmeister, Loren Barnes, Gary Holton, Anne Irwin, Jill O’Connor, Martha Kautz, John Lerg, John Lindahl, Todd Moore, Maureen Sysmsma, Denise Grimaldi, and Randy Vogelzang.

Board Members Absent: Bill Busscher, Jim Baird, Scott Clark and Janice Rowland

Agenda Approval:

Randy Vogelzang moved to approve the Agenda. Seconded.

Agenda approved (12-0) See Attached.

Reading and Approval of Minutes:

Randy Vogelzang provided copies of the December 2, 2014, Board meeting minutes for review, discussion and approval. Although a Board meeting was noticed for January, 2015, there was no quorum for the meeting, and therefore no minutes. There were no questions or recommended modifications to the proposed December minutes. John Lerg moved to approve the December 2, 2014 quarterly Board meeting minutes. Seconded.

Minutes approved (12-0) See attached.

DRAFT – SUBJECT TO BOARD APPROVAL

Correspondence

Kieser & Associates: The Board received an April 16, 2015, letter addressed to John Lerg, who has interfaced for the Association with Kiese. See Attached. This matter was discussed later in the meeting under New Business.

Treasurer’s Report and Submitting of Bills to Treasurer Denise Grimaldi

Treasure Report – Denise Grimaldi presented the Treasurer’s Report. She stated that the Association has 166 members and took in \$200 more this year than last year. She explained, however, that there were 85 riparian subscriptions budgeted for \$1,000, and the cost was \$1,020. She also pointed out that the Association received reimbursement of the \$90 CMLP expense from the Lake Board. She noted postage and other expenses. She also provided a trend analysis of the expenses and receipts since 2009, and it illustrated that the liquid asset balance of the Association has gone down from about \$10,000 to currently about \$5,851. John Lindahl moved to approve the Treasurer’s Report. Seconded .

Treasurer’s Report approved (12-0)

Committee and Representative, and Area Board Reports

CLMP: John Lindahl. John provided notice that he has taken lake samples for many years and he does not want to do it in the future. This involves reading a submerged disc once a week for the summer to mark water clarity, and phosphorus testing twice a year using two bottles. Loren stated that there may be some Fennville school teachers who have the expertise and likely interest in conducting the tests and he will check with the school on whether they would be willing to do it

Chamber of Commerce: Bill Busscher. No Report. Loren noted that Bill may not continue on the Board and he may have to be replaced

Membership: Denise Grimaldi updated the membership records and has the most recent information. She is working to keep the roll of members up to date. Currently there are 116 members.

Public Relations: John Baird. No report

Directory: Bob Renzema. No Report. Jill O’Connor will check on advertizing revenue coming in. There was a discussion about who would serve on this committee and Gary Holten, Bob Renzema and Denise Grimaldi were on the past committee. A new committee of Maureen Sysma, Gary Holten and Martha Kautz will serve for this year. Bob Renzema has stated that he is willing to work on the directory, and the committee will check with him.

Discovery Camp: John Lindahl. No report.

Newsletter: Anne Irwin. Anne sent word that the newsletter was finished and was going out. She sent out a draft via email, red is not certain, black is what she knows is correct. She is looking for material to include in the newsletter, and has received

DRAFT – SUBJECT TO BOARD APPROVAL

some material from John Lerg. She also wanted to include election information in the next mailing, and will hold off distributing until that information is available. The Board provided input for the newsletter. Jill will check into water safety class to be held at the school.

Lake Board: John Burmeister: John reported on the Board's March meeting that Progressive A&E has a contract that has been renewed year after year without open bidding. There was discussion at the last meeting that this management contract be opened for bidding, and that John believed it would be prudent for open bidding to see what is out there. The board was opposed to re-bidding the contract. But since John had suggested otherwise, the issue was put off for decision until another meeting in July. In the meantime, John asked for the Board's input since this contract does affect Association members. The consensus from the Board members was open bidding seemed to be reasonable and that John could represent that consensus of the HLIA Board. A motion will be considered later in the meeting under New Business. Finally, John stated that the Lake Board has a balance of over \$49,000 in assessments that it has collected in taxes from the Hutchins Lake residents and should be available for use on the lake.

Unfinished Business

Proposed Recreation Drain: John Burmeister reported that Mr. Jeff Green has concerns about water runoff and water quality of that lake due to the new drain that is being considered, as discussed at the December meeting. Loren advised that he talked to the drain commissioner and the county is still in engineering phase.

Bylaws Committee: John Lindahl –John reported that his committee had met again (and many times in the past) to discuss changes in the bylaws, and he presented a marked-up copy of the current bylaws showing the committee's proposed changes. He reviewed the changes that are proposed. The primary substantive changes proposed would 1) restrict voting of members in the future only to those who have paid their dues (currently owners of property on the lake and with legal access to the lake can be voting members, regardless of dues payment), 2) clarify that members who own more than one lake property can only vote once (no change, just clarification), 3) specify that annual dues are payable beginning January 1 and removing the February 15th delinquency date, 4) specify that committee reports be presented at the next regular Board meeting, and 5) some non-substantive changes to address gender, names of elected offices and the order of Board business. John advised that the committee considered specifying an Election Committee be codified in the bylaws, but it was decided that such a committee could be established by the President which would be more flexible and easier to manage. There was discussion about making changes to the bylaws to allow for membership by volunteers to the Board who serve the Board well but do not qualify as voting members, but no motion was made. Several Board members proposed that the voting rights of renters be eliminated from the bylaws. There was discussion over what may have been the intent of the drafters of the current bylaws that long-term renters, although not owners of lake property, were invested in the Lake by living there and should not be discouraged from participating in the Association. However, there was further discussion by the Board that ownership of the property was a better test. John Burmeister

DRAFT – SUBJECT TO BOARD APPROVAL

moved that the phrase under Section 2 of Article III allowing renters to be voting members be removed. He further moved to proceed to have bylaws presented to the membership with proposed changes. Seconded.

Motion To Have Bylaws With Changes From The Bylaws Committee As Modified By The Board Above Be Presented To The Membership For Approval (Approved 11-0)

Keiser Projects – John Lerg- The Keiser letter John Lerg received for the Association since its last meeting proposed continuing water quality sampling, assessing whether Purple Loosestrife is present and, if so, the extent of its growth, and present those 2015 findings to the HLIA at one of its meetings. The letter outlined the estimated costs for water quality and sediment monitoring at \$4,770 and asked the Association to approve the proposal. There was discussion about the Lake Board paying for this Keiser work, and John reported that the Lake Board agreed to reimburse the HLIA for the Kaiser proposal if the HLIA agrees with Kaiser to allow them to implement their proposal. The Board members asked Lerg a number of questions about exactly what Keiser proposed, how it compared to last year and why the costs had increased. Lerg answered the questions that he could, explaining that Keiser has use of a Petite Ponar dredge to improve sample collections and will be using lake volume in its calculations which is more accurate. However, he did not have enough information to answer all the questions, especially about the increased costs. There was discussion that a motion should be made to sign the letter, but after discussion a consensus of the Board developed that more information was needed before the agreement could be signed. Loren asked John Lerg to obtain the information needed to answer the open questions and report back to the Board. The proposal was therefore tabled.

Conflict of Interest Policy – Randy Vogelzang. At the last meeting there was discussion about whether it appeared proper for Board members to have contracts with the Association for which they were paid. Vogelzang explained some of the issues of such conduct, including that excess compensation to Board members could jeopardize the tax exempt status of the Association, and at a minimum jeopardizes the integrity of the Association. He offered to present a conflict of interest policy that the board could consider. At this meeting he reviewed the policy and explained that it is a generic, typical conflict of interest policy that basically prohibited Board of Director members or their businesses, family members, etc., from personally profiting from the Association by reason of their participation in the Association. Marth Kautz moved to approve conflict of interest policy. Seconded

Motion to Approve Conflict of Interest Policy Approved (11- 0). John Lindahl abstained

New Business

2015 Budget – Loren Barnes – Loren presented the 2015 budget (attached). He pointed out some changes and possible risks. John Lindahl moved to approve the budget as presented. Seconded.

Motion To Approve 2015 Budget Approved (12-0).

DRAFT – SUBJECT TO BOARD APPROVAL

2015 Election Nomination Committee. Loren Barnes – Loren noted that the bylaws require that he appoint members for the Nominating Committee. He asked if anyone was interested before making the appointments. Martha Kautz, Scott Clark, Jim Baird were appointed.

2015 Election Committee. Loren Barnes – Loren explained that he also would be appointing an Election Committee for this year’s election and was interested in who would be willing to serve. After input from those willing to serve, he appointed John Lindahl, Jill O’Conner, Gary Holton and Anne Irwin.

Lake Board Motion: Based upon the discussion under John Burmeister’s Lake Board report above under Committee Reports and the Lake Board’s question about not opening up the bidding for the management contract with Progressive A&E, the Board discussed the wording for a motion to support open bidding by the Lake Board for this contract. Randy Vogelzang made the following motion: HLIA believes that open bidding by the Hutchins Lake Board for a contract providing lake management that is now with Progressive A& E is in the best interests of the HLIA and its members, and the HLIA requests that the Lake Board seek open bidding for the next contract. Seconded.

Motion for Lake Board Open Bidding Approved (12-0)

Buoy Contract – The question was raised about whether the Association should open for bids the contract that it now has with John Lindahl through a company he created and operates. There was concern that since it was almost May there would be no time to ask for open bids to place the buoys in time for opening of the lake since the buoys had not been placed yet. Because the contract was not open for bids, there is no actual indication that the contract rate is excessive. There was consensus that we would need to complete the contract with Lindahl for this year, but that the contract should not be continued automatically next year but opened for bids. Motion by Loren Barnes that the Board complete the contract with Lindahl’s company called Two Men and a Boat to place buoys for this year and that next year the contract be opened for bids. Seconded.

Motion to Open Bids for Buoy Placement Contract for 2016 Approved (12-0)

Articles of Incorporation – As part of the bylaw review, Randy Vogelzang explained that the Bylaw Review Committee discovered that the current Articles of Incorporation were inconsistent with the current bylaws. The difference was the statement of purpose which contained the prior statement of purpose from the original bylaws that have now been replaced in the current bylaws. It was recommended that the Articles of Incorporation be amended to be consistent with the current bylaws. John Lerg moved that the HLIA Articles of Incorporation be amended and modified to be consistent with the current bylaws. Seconded.

Motion to Amend Articles of Incorporation to be Consistent with Current Bylaws Approved. (12-0)

DRAFT – SUBJECT TO BOARD APPROVAL

Annual Meeting - Hutchens Lake Board next meeting is the annual meeting scheduled for June 27 at 10:00 am at Fennville School – the same location as the Board meetings.

Public Input

Several members attended the Board meeting but no presentations were made.

Adjournment:

Randy Vogelzang moved to adjourn. Seconded.

Adjournment approved. (12-0)

Adjourned: 9:14 p.m.

Submitted by Randy Vogelzang
Secretary, Hutchins Lake Improvement Association