

## **November 9, 2014 2:30pm @ the Heritage Farm Pavilion: 31 Total Attendees**

- Doug Fulton, President of the POA, called the meeting to order.
  
- Doug kicked off the meeting with a summary of where we are, as a board, and why we convened for the special meeting. Doug discussed the overall economic malaise that has impacted many neighborhoods, in a negative way, and described this as a driving factor for our board to re-evaluate our neighborhood finances. Doug explained that we were working to secure a new "pool loan" but had initially been denied, due to our current Articles of Incorporation not being suffice.
  
- The Heritage Farm POA retained the services of Ellis Law Firm (Bucky Ellis) in the winter of 2014 and announced this at the bi-annual board meeting. Doug explained, in detail, the structure of our governing documents including; the Bi-Laws, Articles of Incorporation, and Bill of Assurance. The only doc(s) that Mr. Ellis changed are those that legally establish WHO we are as a POA (Articles of Incorporation & Bi-Laws). Doug explained these were needed because initial developers, such as Larry Black, had signed over all governing powers with the selling of the final developable property within Heritage Farm.
  
- Doug spoke about our annual dues and the amenities of our neighborhood (POA) the dues help to establish and maintain. He iterated that while it includes the visible amenities (pool, pavilion, playground, etc...), it also includes many other great things.
  
- At this time, Doug opened the meeting up for questions from the residents in attendance:
  - \* Paul Ames asked for an explanation about the 75% requirement of votes to resolve an issue or pass a motion..... Doug explained the new Articles of Inc. would require a 2/3's vote, of residents in attendance, instead of 75% of total residents.
  
  - \* Paul Ames expressed a concern about the board having too much power/control and the neighborhood becoming too strict. He referenced the POA of Miller Cove as an example. Doug assured him this was not the case, and explained the Bill of Assurance was not effected by these new documents.
  
  - \* Resident (I did not get his name) again asked if the new "Articles" would require 2/3's of overall residents or 2/3's of the residents in attendance, at meetings, to carry a vote..... Kay Ruch read from the "Amended Articles" and explained that day-to-day business requires 2/3's of present members @ meeting.
  
  - \* Resident (I did not get his name) asked if we are to approve the new documents today, will we be able to secure the new pool loan..... Doug answered, yes we will.
  
- Doug explained that we would have to vote twice, once for each of the new documents (Articles of Incorporation and Bi-Laws).

- Doug asked for a vote on the Articles of Incorporation and it carried with a 100% YES vote....

- Doug then asked for a vote on the Bi-Laws, and it too carried with a 100% YES vote....

- Paul Ames asked the board to look in to adding an "Absentee Vote Clause" to the new document(s) and Doug assured him we would do so.

- Doug advised that all documents would be sent to Mr. Ellis immediately, to be filed, and we will re-engage the bank to move forward with the new pool loan ASAP.

- Doug adjourned the meeting.

Attendees: I will send their addresses and phone numbers tomorrow.

Frank Baptist  
Gregory House  
Stan Fox  
Robert McKim  
Ruby Jordan  
Jeff Haughee  
Bob Gaddis  
Hollis Bray  
Tom Olson  
Steve Ruch  
Gregory Treadway  
Mike Titsworth  
Nick Barner  
Paul Ames  
Robert Gage  
David Roberts  
Joe ?  
James Carlisle  
Jenny Carlisle  
Julie Arp  
Kim Lawson  
Pam Hollingshead  
Wendall Phyllen  
Judy Phyllen  
Charles Messley  
Joanne Messley  
Bruce Dean  
Audra Murphy  
William (Joe) Grant  
John Busch  
Patsy Culp