

PRAIRIE GRASS HOME OWNERS ASSOCIATION SPECIAL MEETING

Wednesday, July 10th, 2012

6:00 PM

Franklin City Hall

MINUTES

George asked if there were any proxy votes being held in the audience advising that they needed to be turned in prior to the meeting to be considered in the election.

The meeting was called to order at 6:00 PM.

While waiting for the voting to close at 6:30, George walked Membership through the By-Law change steps that were completed and outlined in the 06/27/2012 email (copy attached), highlighting that while completing a final legal review, it was determined that Section 9 of the DECLARATION OF RESTRICTIONS FOR PRAIRIE GRASS PRESERVE restricts us from making some By Law changes at this time, specifically changing the number of members on the Board.

A plan that would allow us to complete the necessary steps required to move forward with Deed Restriction and By Law changes was discussed outlining the specific process that will need to be followed to modify the Deed Restrictions, and then eventually, the proposed By Law document changes.

Specific steps that were outlined to make this happen and get the appropriate changes completed before the next election include:

Between July and October meeting

- a: Clearly communicating the necessary steps required to move forward with Deed Restriction changes
- b: Soliciting Member's input on potential Deed Restrictions changes (same process as we did for the By Laws)
- c: Doug, George and Christine will consolidate Member's input on Deed Restrictions changes

Between October and March

- d: Obtain the sixty notarized signatures required to follow to modify the Deed Restrictions.
- e: Obtain City of Franklin Common Council Approval
- f: Vote on proposed By Law changes

May meeting

- g: Vote for the new Board (# of Members to be determined by By Law vote)

Membership then had a lengthy discussion on the By Law discussion document. Subjects ranged from the size of the Board (5 was preferred by most), new proposed Board member titles (see if alternatives other than "Member at Large" were available), term limits, architectural guidelines, and chain link fences.

2012 Board of Director Election Results

George and Rick Kadile completed counting the submitted ballots.

George reported the election results to membership (see attached):

Christine Bialk 26

Christine Hutson 28

Two votes were not counted since the proxy was received after the start of the meeting.

The Board and Membership welcomed Christine to the Board and thanked Tony for his past two years of service to the Association.

Special Meeting Request

After announcing the results of the election, Membership was advised that the Board had been served with a letter by Basil Ryan, signed by ten members of the Association (representing 16 properties) requesting a Special Meeting to remove the Board. Membership was advised that all efforts on the above subjects would be put on hold while the letter was reviewed by Council and the appropriate next steps were determined.

The meeting was adjourned.

Respectfully submitted

George T. Lambe
Prairie Grass Preserve Homeowners Association
Secretary & Treasurer

2012 PGP Homeowners Association Annual Meeting Ballot

Election of one Board member to a two (2) year term.
Tony Thrasher's Board position is up for election in 2012.

Christine Bialk ||||| - 26
26

Christine Hutson ||||| - 28
54

54 *Elke 7/10/2*

_____ (write in name)

CS
07/10/2012

Fellow PGP Neighbors and Members,

This eMail is a follow-up from our 05/10/2012 communication. The four action items from that eMail were as follows:

1. Solicit suggestions/recommendations from Membership at large for By-Law changes

This action has been completed. We even accepted feedback after the requested June 12th deadline to include in the proposed changes to the By Laws

2. Consolidate the potential changes to the By Laws

This action has been completed. The proposed document incorporating suggested By Law changes has been compiled. Membership can review the proposed changes at the following links or by going to our webpage and selecting the document under the By Laws tab.

Proposed New By Laws in final form:

http://www.pgpassoc.com/By%20Laws/2012_06%20PGP%20Bylaws%20Final%20Revisions.pdf

Proposed New By Laws showing detailed changes in red:

http://www.pgpassoc.com/By%20Laws/2012_06%20PGP%20Bylaws%20Redlined%20Revisions.pdf

Unfortunately we are not going to be able to vote for these changes at the July meeting as we had planned. While completing a final legal review, it was determined that Section 9 of the DECLARATION OF RESTRICTIONS FOR PRAIRIE GRASS PRESERVE restricts us from making these changes at this time. However, we think we have a plan that will allow us to make these changes, plus some other desired changes as well in the near future. We'd like to discuss this options in detail at the July meeting.

3. Solicit any additional members interested in running for the Board if it is expanded

This action has been completed. Several members were identified who would be interested in joining the Board if and when it was expanded to 5.

As stated above, we will not be able to expand the Board by July due to the deed restriction document. Therefore, we will have the run-off election between Christine Bialk and Christine Hutson to replace Tony. The potential candidates who offered their services will be advised and will need to wait for next years election in May where we will be electing either two or four Board members depending on how Membership decides to go forward as we pursue the By Law and Deed Restriction changes.

4. Send out the formal special meeting notice, the By Law and Board Ballots

The Board of Directors would like to invite you to a Prairie Grass Preserve Home Owners Association Special Meeting on July 10, 2012, 6:00 PM @ Franklin City Hall. Agenda items will be limited to two orders of business.

First, we will be holding a runoff election between Christine Bialk and Christine Hutson to break the tie that occurred on May 1st.

Second, we will also be holding an open forum to specifically discuss the necessary steps required to move forward with Deed Restriction and By Law changes, the specific process that will need to be followed to modify the Deed Restrictions, and feedback on the proposed By Law document.

A hard copy invitation, agenda and Board ballots will be sent out later this week.

Next Steps

We believe that we can still achieve some of the objectives/goals that were discussed at the May meeting. To make this happen and get the appropriate changes completed before the next election, we need to complete the necessary steps required to move forward with Deed Restriction and By Law changes. These next steps include:

Between July and October meeting

- a: clearly communicating the necessary steps required to move forward with Deed Restriction changes
- b: Soliciting Member's input on potential Deed Restrictions changes (same process as we did for the By Laws)
- c: Consolidate Member's input on Deed Restrictions changes (same process as we did for the By Laws)
- d: Obtain the sixty signatures required to follow to modify the Deed Restrictions.

Between October and March

- e: Obtain City of Franklin Common Council Approval

Timing TBD

- f: Vote on proposed By Law changes

May meeting

- g: Vote for the new Board (# of Members to be determined by By Law vote)

See you at the July 10th meeting. We're looking forward to a great conversation as we decide how to move forward.

If you have any questions, let us know and we will get back to you ASAP.

The Board of Prairie Grass Preserve Homeowners Association

Doug Milinovich
President

Tony Thrasher
Vice President

George T. Lambe
Secretary & Treasurer