

Eastsound Water Users Association

Board Meeting

Minutes taken by Cory Harrington and Carol Ann Anderson
12/05/2023
Location: Senior Center

Attending Board Members:

- Jim Nelson
- Ron Claus
- Carol Anderson
- Teri Nigretto
- Michael Cleveland

4:00 PM Calling to Order

1) Approval of previous meeting minutes.

Motion: Ron Claus to approve 10/4/2023 meeting minutes

Second: Mike Cleveland

Vote: Unanimously passed in favor

Motion: Ron Claus to approve 10/17/2023 meeting minutes

Second: Mike Cleveland

Vote: Unanimously passed in favor

2) Welcome our new Board Members.

Jim Nelson welcomed Teri Nigretto and Carol Ann Anderson to the Board, elected by ballot during the October 2023 election.

3) Review and sign Acknowledgement of Fiduciary Duties and Responsibilities document.

A document titled “Acknowledgement of Fiduciary Duties and Responsibilities,” was discussed. Rochelle Doyea, NWUA legal counsel, stated that the document was not a Non-Disclosure Agreement. This document explains what the fiduciary responsibilities are as a board member. She also indicated that the law says you’re not supposed to use any information that you received for your own personal gain or for purposes outside the board obligations. The customers want their information to be protected. That’s why the clarification is in there.

Motion: Carol Anderson motioned that the document should not be a permanent item and that the board may go ahead and sign Acknowledgement of Fiduciary Duties and Responsibilities today, as long as it is a temporary document and is valid until February 15th, 2024. By then the new By-Laws addressing this issue will be in place.

Second and Vote: Carol, Mike, Teri, Jim in favor
Ron abstains.

Note: Signed documents are currently completed and maintained by the Board Secretary.

4) Officer Nominations. Proposed Slate:

- President: Teri Nigretto
- Vice President: Jim Nelson
- Treasurer/ Secretary: Carol Anderson

Officers as proposed above were approved unanimously by the board.

5) Filling of open Board Seat Nominations

Teri Nigretto: Nominations should be placed on hold. Janet does not have authorization to be appointed because she doesn't have her authorization from Driftwood Condos. We can't bring Jim on and create 6 positions. By-laws state that there must be 7 board members.

Carol Ann Anderson: Suggested that rather than voting on the members slated to be voted on today we consider other nominees and open it up to the public.

The Board will take this under advisement and develop a plan to resolve the issue. Information shall be available by the next general board meeting in January.

6) Review Board Packet

Dan reviewed the Board Packet which included actual vs. budget expenditures through October 2023, Water Consumption charts, Membership repair activity & newly approved Water System Plan. It also included information on the Hilltop Tank, Clark Well, Aviator AC Replacement and an update on the By-Laws rewrite and the revision of the employee handbook.

7) Board Project Updates

- Bylaw Update – in process
- Handbook Update – in process
- Employee Review Update for GM – in process

Motion: Carol Ann Anderson motion to adjourn

Second: Mike Cleveland second

Vote: Unanimously passed in favor

6:00 Call to Close Regular Meeting