

Missouri River & Eagle Canyon Landowners Corporation  
BOARD MEETING MINUTES  
11/13/2019

**I. Call Meeting to order**  
**18:03 (6:03pm)**

**II. Members Present:**

Mark Pieloch, Dennis Greany, Don Woody, David Brandt  
and Rebecca Panitzke

**III. Existence of a Quorum**

(3 Board members) Yes

**IV. Approval of last meeting minutes**

Note: The last meeting was recorded by Marie Crittenden, no minutes were provided. Approved the substance of the meeting events.

Motion to approve last meeting minutes substance ;

1A) Who made the motion; Dennis

1B) Who second the Motion; Mark

1C) Who voted for the Motion; Rebecca, Dennis, mark, Don, David

1D) Who voted against the Motion; None

1E) Motion Passed or Failed? Passed

**V. Old business needing resolution:**

a) Current status of Quickbooks setup.

b) Corporate filing with SOS.

c) Corporate change with IRS (TIN)

d) Finalized copies of bylaws and covenants.

e) Legal representation of the corporation.

f) Dennis signed a representation

g) Summary of Discussion;

Dennis signed a representation agreement with Christensen & Prezeau, as well as a conflict of interest agreement regarding the representation of Mark Pieloch (individually).

Although Mr Pieloch has graciously volunteered to cover the initial legal fees for the corporation, the board needs to develop a strategy that will set the corporation on the path to covering its own legal fees.

h) Questions still outstanding:

1. Does the board have the authority to change bylaws, or make recommendations to the landowners for a full vote by membership?

2. Does the board have the authority to change covenants, or make recommendations to the landowners for a full vote by membership?

3) Is the board restricted to enforcement of the current covenants?

- 4) Are the board's actions restricted by the current bylaws?
- 5) Who should be named principals on the SOS filing? Wade, Jim Lane and the JB trust should be removed.
- 6) Who will the LOC use as a service agent?

**V. Current Business** Future business issues:

- 1) Future business issues.
  - a) Covenant enforcement.
  - b) Who?
  - c) How?
  - d) When?
  - e) Who?
- 2) Road priorities. A road committee was established at the last board meeting, consisting of Wade Crittenden, Jim Panitzke and Richard Kollar. It is recommended that the board defer addressing road priorities until after the road committee provides its report and recommendations.
- 3) Dues assessment. Does the board have the authority to change dues or must this be voted on by the entire membership. Can a special assessment be levied?.
- 4) Issue of Landowners not using toads and wanting to be exempt from dues.
- 5) Summary of discussion;  
All landowners, either class B or class A, purchased their land knowing it was a part of the community. The Bi-Laws will have to be legally researched for proper handling of this issue and will be discussed at a later meeting. Roads will be assessed so repairs can be started as soon as possible.
- 6) Motion to approve going forward;
  - 1A) Who made the motion; Dennis
  - 1B) Who second the Motion; Mark
  - 1C) Who voted for the Motion; Rebecca, Dennis, mark, Don, David
  - 1D) Who voted against the Motion; None
  - 1E) Motion Passed or Failed? Passed

**VI. Any old business or ideas for next meeting**

Beka; No  
Mark; No  
Dennis; No  
Don; No  
David; No

**Adjourn the meeting**  
**19:36 (7:36pm)**