

**HOLLEY-NAVARRE WATER SYSTEM, INC.**

49<sup>TH</sup> Annual HNWS Board Meeting Agenda

January 15, 2019 – 7:00 AM

**HOLLEY-NAVARRE WATER SYSTEM:**

**7:00 a.m. Call Meeting to Order Board President Will Goulet**

PRAYER

PLEDGE OF ALLEGIANCE

ANNOUNCE QUORUM (Must be 10 members present)

ANNOUNCE **“AUDIO AND VIDEO RECORDERS IN USE”**

**“PLEASE SILENCE ALL CELL PHONES”**

**1. 2019 Annual Budget and Audit**

**Description:** Discussion of the HNWS annual budget and audited financials.

At the December Board meeting, the annual budget for HNWS was approved. It was later determined by HNWS attorney, Keith Kilpatrick, the vote to approve the budget may not have complied with HNWS bylaws. **“Article IX Section e: To order, at least once each year, an audit of the books and accounts of the corporation by a competent certified public accountant. The report prepared by such accountant shall be submitted to the members of the cooperation at their annual meeting, together with a proposed budget for the unsung year. Copies of such audits and budgets shall be submitted to any parties as may be required by other agreement.”** The annual audit will be posted on the HNWS website where members will have access to view and/or print or can be requested at the main office.

**Fiscal Impact:** NA

**Legal Review:** It is Keith’s position that the Board passed and approved the 2019 budget at the December meeting. After reviewing the bylaws the Board has not been compliant with the bylaws as it requires the budget to be approved at the annual meeting of the members which is in January.

**Staff Recommendation:** Approve annual budget as presented.

**2. 2019 Board of Directors Election**

**Description:** Barbara will read the names of the candidates, seats, and terms and explain the voting procedures prior to recess of the meeting for the election.

Joseph “Joe” Aguirre  
Joseph Genovese  
Yvonne Harper  
Jennifer Jones  
Mike Kennedy

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Kevin B Lanier  
Doug C Larson  
Fred N Terasa

***Fiscal Impact:*** N/A

***Legal Review:*** N/A

***Staff Recommendation:*** Information only

**\*\* Recess the Annual Meeting for Voting \*\***

**7:00 p.m. Call meeting from recess.**

**3. Announce number of members in attendance.**

***Description:*** Rob announces the number of members present per the member sign in sheet.

***Fiscal Impact:*** N/A

***Legal Review:*** N/A

***Staff Recommendation:*** Information only

**4. Proof of public notice of Annual Membership Meeting**

***Description:*** Rob shows proof of the public notice published in the Navarre Press on October 4, 2018 "Notice of Annual Membership Meeting"

***Fiscal Impact:*** N/A

***Legal Review:*** N/A

***Staff Recommendation:*** Information only

**5. Approval of the Meeting Minutes**

***Description:*** Discussion of January 2018 AM and PM Annual Meeting Minutes and transcripts

***Fiscal Impacts:*** N/A

***Legal Review:*** N/A

***Staff Recommendation:*** Approval of the minutes and transcripts

**6. Membership update**

***Description:*** Rob provides December membership update.

***Fiscal Impacts:*** N/A

***Legal Review:*** N/A

***Staff Recommendation:*** approval of the December New Memberships (301) and transfers (0) - Cancelled Memberships (281)

**7. Financials and Audit Update**

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**Description:** The December Financials and the 2018 YTD unaudited financials will be presented at the February Board meeting. The 2018 Annual Audit is underway with an expected completion date and presentation to the Board at the April 2019 meeting.

**Fiscal Impact:**

**Legal Review:** N/A

**Staff Recommendation:** Information only

## **8. Election Results announced**

**Description:** Board President, Will Goulet, will read the election results into the record.

**Fiscal Impacts:** N/A

**Legal Review:** N/A

**Staff Recommendation:** N/A

## **9. Outgoing Board recognition**

**Description:** Recognition of board members for their service to HNWS.

**Fiscal Impacts:** N/A

**Legal Review:** N/A

**Staff Recommendation:**

## **10. HNWS Board Reorganization Special Meeting**

**Description:** Discussion of the Board Reorganization Special Meeting scheduled for Tuesday, January 22 at 9 am.

**Fiscal Impacts:** N/A

**Legal Review:**

**Staff Recommendation:** approve the January 22, 2019 date for the Board Reorganization Special Meeting.

## **11. Unfinished Business:**

## **12. New Business:**

## **13. Member Forum:**

## **14. Adjourn meeting:**

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