WALKER LAKE SHORES LANDOWNERS ASSOCIATION
General Membership Meeting Minutes
Hybrid Meeting: Club House/Zoom

May 17, 2025

Office is open Wednesday and Saturday 9:00 a.m. to 2:00 p.m. Window service only; located on the side of building by salt shed.

Call to Order:
The Board of Directors General Membership meeting of the Walker Lake Landowners Association was called to order at 9:00 a.m. on May 17, 2025, by President Michael DeVita.

Salute to the Flag

Roll Call:
Secretary conducted roll call. The following members were present: Michael DeVita, President; John Rolando, Vice President; Carol Gillen, Treasurer; Carolyn Kalinich, Secretary; Mario Aieta, Director; Daniel Duggan, Director; Valerie Mitchell, Director; Dan Murphy, Director; Alla Piltser; Director; Carol Reynolds, Director (via Zoom); Andrea Rhiel, Director; James Walter, Director; and John Weber, Director.

Closing of Vote:
All proposed amendments to the Constitution passed the second vote of the membership (a written ballot as required in the amendment procedure as follows:

Proposal #1

ARTICLE VI(2) (OFFICERS AND DIRECTORS)

Current: The Directors shall consist of the last Past-president, the incumbent Vice-president, and 15 elected Directors. Of the fifteen (15) Directors, fourteen (14) shall be designated as At-Large Directors and elected in accordance with the procedures set forth in Article VIII. One (1) landowner in Hinkel Estates shall be designated by Hinkel Estates Property Owners Association to represent it on the Walker Lake Landowners Association Board of Directors as the Hinkel Estates Director. Hinkel Estates Director shall be designated by Hinkel Estates. Only members of the Walker Lake Landowners Association shall serve as an officer of the Association.

Proposed: The **Board of** Directors shall consist of **fourteen 14 members in total - the four (4) elected Officers, and ten (10) Directors. Of the ten (10) Directors, nine (9)** shall be designated as At-Large Directors and elected in accordance with the procedures set forth in Article VIII. One (1) landowner in Hinkel Estates shall be designated by Hinkel Estates Property Owners Association to represent it on the **Walker Lake Shores Landowners Association** Board of Directors as the Hinkel Estates Director.

Only members of the **Walker Lake Shores Landowners Association** shall serve as an Officer of the Association.

ARTICLE VIII (3)(4) and (6) (ELECTIONS

(3)***Current:*** Normally five Directors shall be elected each year for a three-year term. Additional Directors may be elected to fill vacancies caused by resignations.

(3)***Proposed***: Normally **three (3) At-Large Directors shall be elected each year for a three-year term, the number elected each year being determined by the number of vacancies caused by the terms expiring. Interim Director Appointments may be made at regular Board of Director Meetings to fill positions until the next regular election.**

(4)***Current:*** A nomination committee appointed by the President shall nominate candidates for the positions of Officer and At-Large Director. The nominations of the nominating committee shall be posted in the Clubhouse three weeks prior to the Annual Meeting. The nominations of the nominating committee together with nominations from the floor at the May General Membership Meeting shall constitute the official ballot. All nominees must be Regular Members. The Presidential nominees must have served at least one (1) year as a member of the board of Directors, as Secretary or as Treasurer.

(4)***Proposed:*** **The President shall ensure that the nomination committee is sufficiently staffed. The nomination committee** shall nominate candidates for the positions of Officer and At-Large Director. The nominations of the nominating committee shall be posted in the Clubhouse **and on the Walker Lake Shores Landowners Association official website** three (3) weeks prior to the Annual Meeting. The nominations of the nominating committee together with nominations from the floor at the May General Membership Meeting shall constitute the official ballot. All nominees must be **~~Regular~~ Members in good standing.** The Presidential nominees must have served at least one (1) year as a Board Officer or At-Large Director.

(5)***Current:*** Officers shall be elected by a majority of the regular members present and voting. If no candidate receives a majority, a run-off between the two candidates receiving the largest vote will be held.

(5)***Proposed:*** Officers shall be elected by a majority of the **~~regular~~** members present and voting. If no candidate receives a majority, a run-off between the two candidates receiving the largest vote will be held.

(6)***Current***: For the election of Directors, each regular member shall have as many votes as there are Directors to be elected, and the Directors elected will be the five (or more than five if there are more than five to be elected) persons receiving the largest number of votes from members present and voting.

(6)***Proposed:*** For the election of At-Large Directors, each ~~regular~~ member shall **receive one ballot. Each ballot will list the candidates. Only one vote per candidate is permitted. Only one vote per open position is permitted. If there are more candidates running than there are open positions, those candidates receiving the largest number of votes will be elected.**

Proposal #2 ARTICLE VIII (1)(8)(9) and (10) (ELECTIONS

(1)***Current:*** Officers and Directors shall be elected at the Meeting of the Membership. Terms of office shall become effective at the September Board of Directors and Membership meetings.

(1)***Proposed***: Officers and Directors shall be elected at the **Annual Meeting in July**. Terms of office shall become effective at the September Board of Directors and Membership meetings.

(8)***Current:*** Each absentee ballot will include a plain, non-identifiable envelope (in which the completed ballot will be placed and sealed) as well as an outer envelope, which must show the name and address of the voting member. Absentee ballots must be postmarked and/or received by the Nominations Committee no later than one week prior to the July General Membership (Election) Meeting. The Nominations Committee will check the outer envelope to determine eligibility and authenticity. The sealed inner envelope containing the ballot will be opened and counted along with the ballots cast at the General Membership (Election) Meeting by a volunteer group of members in the presence of the Community Manager and Nominations Committee Chair.

(8)***Proposed***: Each absentee ballot will include a plain, non-identifiable envelope (in which the completed ballot will be placed and sealed) as well as an outer envelope, which must show the name and address of the voting member. Absentee ballots must be postmarked and/or received by the Nominations Committee no later than one week prior to the **Annual Meeting in July**. The Nominations Committee will check the outer envelope to determine eligibility and authenticity. The sealed inner envelope containing the ballot will be opened and counted along with the ballots cast at the **Annual Meeting** by a volunteer group of members in the presence of the ~~Community Manager and~~ Nominations Committee Chair **and the Secretary**.

(9)***Current:*** Members who request an absentee ballot may not later rescind the request and vote at the General Membership (Election) Meeting.

(9)***Proposed***: Members who request an absentee ballot may not later rescind the request and vote at the **Annual Meeting in July**.

(10)***Current:*** A quorum at the July General Membership (Election) Meeting will consist of those voting members attending the meeting. Only one ballot will be issued per membership household.

(10)***Proposed:*** A quorum at the **Annual Meeting in July** will consist of those voting members **who attend the meeting.** Only one ballot will be issued per membership household.

Proposal #3 INDEMNIFICATION

Current: ARTICLE VI(4) (OFFICERS AND DIRECTORS)

Officers and Directors shall have no personal liability with respect to any contract or commitment made by them in good faith on behalf of the Association. The Association shall indemnify and hold harmless each Officer and Director against any and all liability to others on account of such contract or commitment. This responsibility of the Association will be supported by adequate insurance coverage.

Proposed: **ARTICLE IX (INDEMNIFICATION)**

Indemnification is available in accordance with Pennsylvania Non-Profit Corporation Code 15Pa.C.S.A. 5741 Subchapter D.

Proposal #4 MEMBERSHIP

Current: ARTICLE III (MEMBERSHIP)

1) There shall be three classes of membership: Regular, Junior, and Associate.

2) A person is eligible for regular membership if he or she owns 50% or more of a property which carries deeded lake rights or is the spouse of a regular member. Special cases shall be resolved by the Board of Directors.

3) A person eligible for regular membership becomes a regular member upon application for membership and payment of all applicable fees.

4) Sons, daughters, grandchildren, and foster children of a regular member, who are not themselves property owners, are automatically Junior Members if they are under 21 years of age

and are automatically Associate Members if they are 21 or older.

Proposed: ARTICLE III (MEMBERSHIP)

~~**1) There shall be three classes of membership: Regular, Junior, and Associate.**~~

1) A person is eligible for ~~**regular**~~ membership if he or she owns 50% or more of a property which carries deeded lake rights or is the spouse of a ~~**regular**~~ member. Special cases shall be resolved by the Board of Directors.
2) A person eligible for ~~**regular**~~ membership becomes a ~~**regular**~~ member upon application for membership and payment of all applicable fees.
~~**3) Sons, daughters, grandchildren, and foster children of a regular member, who are not themselves property owners, are automatically Junior Members if they are under 21 years of age and are automatically Associate Members if they are 21 or older.**~~
3) Property owners paying only the Maple Park Pro Rata Share, which provides for limited access via West Shore Beach consistent with Maple Park deeds, are not eligible for membership.

Current: ARTICLE IV (PRIVILEGES AND DUTIES OF MEMBERS)

2. Only regular members have voting rights, with the provision that there can only be one vote for each annual dues payment.

Proposed: ARTICLE IV (PRIVILEGES AND DUTIES OF MEMBERS)

2. Only ~~**regular**~~ members have voting rights, with the provision that there can only be one vote for each annual dues payment.

Reminder that no video or audio recording of this meeting by any of the attendees is permitted.

Approval of the May 17, 2025 Agenda:
The Agenda was unanimously approved as distributed.

Member opportunity to speak on Agenda items only.

President's Remarks:

- Whether a member is attending the meeting via Zoom, or physically present at the Club House, all non-board members need to hold their comments until the end of the meeting.
- Nominations from the floor for the positions of President and Vice President.

- The election will be held on July 19th from 8am to 9am. Absentee Ballots are available from June 2nd until July 12th and must be returned or postmarked by the 12th.

Member Comments:
There were no member comments

The Election and next Annual/General Membership Meeting will be held on July 19, 2025. Polls open at the Club House from 8 a.m. to 9 a.m., followed by the General Membership Meeting at 9 a.m.

A motion was made, seconded, and carried to adjourn the meeting at 9:10 a.m.