

Stonycreek Valley Development Corporation
Board of Directors Special Reorganizational Meeting

Date: January 6, 2023

Directors in attendance: Shelley Glessner, Marcia Rogish, Brad Meneilly, Derrick St.Clair, Randy Weaver, Stacy Reid

Directors absent: none

Guests: D. Dively, G. & C. Norris, J. Glotfelty, D. Flamm, M. Jenkins, J. Bandstra, L. Rosage, C. Coleman, M. Cvitkovic, J. & P. Picoulas, S. & MK Kohut, L. & L. DelSignore, S. Stoltz, J. & N. DelSignore, P. Mishko. J. & C. Weir, C. Weaver, J. Blough, T. Warshel, K. & L. Gardner
There were about 16 guests attending via Zoom

The meeting was called to order by Secretary Shelley Glessner at 6:00 pm

S. Glessner welcomed the guests. She read a prepared statement in regards to the Special Meeting and the recent resignation of 5 Board Members, including 3 officers. She stated that tonight's meeting was to elect officers and assign check signers.

B. Meneilly stated that under the advisement of our Solicitor, the voting for Dan Dively to be seated on the Board from the last meeting would need to be re-done. Brad asked for a nomination. M. Rogish made a motion to re-nominate Dan Dively; seconded by S. Glessner; the vote was 3 in favor; 3 opposed; motion failed.

Brad discussed a letter sent to Attorney Leventry by R. Weaver in regards to the previous month's election of Mr. Dively. He also discussed Attorney Leventry's response to the letter in regards to a majority vote and abstentions. Brad stated that a good faith error occurred while counting the votes. Brad explained that under Roberts Rules abstentions do not count for or against a motion; There were 5 in favor, 3 opposed and 2 that abstained. Under Roberts Rules a majority would have been 5 of the 8 Board members who voted. Mr. Dively got 5 votes and under Roberts Rules would have been elected to the board. However, under our Bylaws a majority vote is "a majority of the Board members present" at the time of the vote. In this case with 10 Board members present a majority is 6 votes

S. Glessner asked for nomination for Board President. M. Rogish made a motion to elect B. Meneilly; seconded by S. Glessner; the vote was 3 to 3; motion failed; R. Weaver made a motion to elect D. St.Clair; seconded by S. Reid; the vote was 3 to 3; motion failed. S. Glessner asked for any other nomination for President; There were none.

S. Glessner asked for nominations for VP; S. Reid nominated D. St.Clair; seconded by R. Weaver; the vote was 3 to 3; motion failed. B. Meneilly nominated M. Rogish; seconded by S.

Glessner; the vote was 3 to 3; motion failed. S. Glessner asked if there were any other nominations. There were none.

S. Glessner asked for nominations for Treasurer; B. Meneilly nominated S. Glessner; seconded by M. Rogish; S. Reid nominated D. St.Clair; seconded by R. Weaver; S. Glessner asked if there were any other nominations; There were none. The vote was tied 3 to 3 for each candidate; motions failed.

S. Glessner read from a letter from Attorney Leventry in regards to the Treasurer position. "In the event the board cannot elect a treasurer given you are the only elected presiding officer; it is my opinion you could serve and handle the duties of the treasurer until another treasurer is elected."

B. Meneilly made a motion to have S. Glessner be a check signer; seconded by M. Rogish; all were in favor; motion passed.

S. Glessner talked about the issue of electing board member to resolve the issue of a tie, receivership, and the possibility of having an early (lot owner vote) Board election.

An attempt to answer questions from guests resulted in chaos.

M. Rogish moved to adjourn; seconded by B. Meneilly; all were in favor; meeting adjourned 6:22pm.

Respectfully submitted; Lynette Fleegle

Next Meeting is January 19, 2023

The zoom recording of this meeting will be posted on the website