MINUTES

Rock Creek Overlook HOA

Annual Members Meeting

November 12, 2014

The meeting was called to order by the President at 7:37 p.m.

Proof of Notice of Meeting was submitted.

Members signed in; the record of attendance is attached to the Minutes.

A quorum was established with 11 homes present, and 4 homes by proxy.

President's Report

HOA Board President, Julia Pitkin-Shantz, gave the President's Report:

* The HOA met on site with representatives from Reserve Advisors, and the field work was completed for the Reserve Study.

Minutes

The Meeting Minutes of the Special Meeting held on June 25, 2014, were approved as presented to the Members.

Discussion of Proposed Bylaw Amendment

The Board recommends the approval of two Amendments to the Bylaws, the rationale for which was detailed on the Notice of the Meeting:

1. Reduce the number of Lots required to be present in person or by proxy to constitute a quorum for meetings of the members from 50% to 30%.
2. Require that all Directors be Class A Members of the Association.

Discussion was held about the number of Lots needed to reach a quorum, with the Association's legal counsel and management both acknowledging that the RCO HOA Bylaws have a higher than typical percentage required. The Board’s Motion was amended, seconded, and approved to reduce the quorum requirement from 50% to 36% or 11 homes.

There was no dissent or discussion about requiring that Directors should be Class A Members of the Association, in good standing.

All Members present approved the Amendments, in writing. Due to the change in the quorum percentage, the proxy holders felt uncomfortable using their authority to approve the Amendment. There were not enough votes/consent of the Members to pass the Amendments at the meeting. Additional votes will be solicited and presented to the Secretary, in writing. For the Amendment to be adopted, 16 homes must approve the change.

Election of Directors

Kris Sollid and Justin Temple were nominated for re-election. No other candidates were nominated in advance or at the meeting.

Kris and Justin were both elected to a three-year term by acclamation.

There being no further business before the Association, the meeting was adjourned at 8:45 p.m.

Minutes submitted by Lisa Ringler

Chambers Management Company