

# **Rotonda West Association, Inc.**

## **Board of Directors/Election Committee**

### **Minutes**

**January 9, 2025 @ 1:00 pm**

**Present:**

Board of Directors: Karen Harvey, David Kelly, Deb Orchard, Peter Traverso, Jerry Eldred and President Van Scyoc

Absent: Sam Besase

Committee Members: Election Committee: Chair: Dale Jensen, Nancy Ward-Snyder, Tom D'Abrosca, Brian Armen, RoseAnne Woodliff

Management: Derrick Hedges, RWA Manager

Members: Joe Harris, Annette Casteel, Denise Huffman, Paul Slovinski, Karen Hoover, Suzanne Dobbs (Via Zoom) Brian Armen, David Kelly

The Pledge of Allegiance to the United State of America was said.

**1. Board vacancy replacement process discussion:**

Chair Dale Jensen opens the workshop to address the Board vacancy replacement process for Board of Director's position when a vacancy occurs. He brought it to the board of directors' attention that the by-laws do not state one process or the other. The election committee provided a write up of how they think of the next person with the most votes in the last election. The alternative process was the method the board of directors chose in the last open Director's position, but it is up to the board to select which process they would like to proceed with. The process needs to be stated and formalized and address which way the board wants to proceed when members move out of the community leave for health reasons or any other circumstance that might prohibit the Board member from fulfilling their term. Previously, when an election was held the person with the most votes would fill the position, but if another Director of the board could not fulfill their term the next candidate with the second highest votes would be the next member to obtain the Directors position. The latest Directors position was chosen by an election. Each candidate submitted their qualification and information to run for the position. Some candidates addressed the Board at the BOD meeting, then the Board members voted for the new Director in a closed ballot from the submission. The board would like to have the replacement only serve the end of the year term if a Director of the Board cannot fulfill their term. Director Traverso joined the discussion and spoke about how it was before, that in the old by-laws' method used in which the member with the second highest votes would obtain the next opened Directors position. Mr. Armen said that these people will be considered as a replacement, but the Board of Directors have the right to work within the By Laws discretion and a background check must be done within 90 days. The Board members stated their thoughts and views in the workshop. They would like to see an open application process with the Board having the last vote after reviewing all candidate background checks and qualifications for the open candidate position in a closed vote by the Board of Director.

**2. E-Voting discussion- Overview & Action Items**

Chair Jensen addressed the members by stating the RWA needs to move into the 21<sup>st</sup> century by going with electronic voting. Members will have the opportunity to opt out and receive a paper ballot if they cannot vote electronically. This process would bring monetary savings in the future. Mr. Jensen had spoken to the Attorney, and she said to create a resolution then adopt it, the members would have the option to vote electronically or by paper ballot. We would have to check in to hiring a vendor for this process. Members of the board express their thoughts as follows:

President Van Scyoc that he supported it 100%. Director Eldred questioned if members could still use paper ballots if they opt out to which Dale Jensen responded, yes. Director Eldred stated that he likes the idea, so long as security is in place, he would not want to see the system hacked. Director Traverso stated that there will be cost savings once the system is up and running. He explained why the RWA has a secret ballot election due to how the way members voted in the past and wanting the votes public from members votes. Director Harvey questioned Dale Jensen about how the members will know if an email was sent to them from the RWA and it goes to spam. She stated that the members will have to be educated on how the new electronic voting system will work. Mr. Jensen explained that members could sign up for the RWA Constant Contact email system, which a lot of members did. They should have the email already in their contacts or they can add it to their contacts to make sure it does not go to the spam file. RoseAnne stated that Mr. Jensen and the election committee would like to get a resolution to research all the software and get started with the process.

President Van Scyoc stated he entertained a motion to move forward. Director Traverso motioned the Board to instruct the Attorney to draft a resolution document for electronic voting. Director Eldred 2<sup>nd</sup> the motion. The motion was Unanimously Approved.

Dale Jensen thanked the board for their time, then President Van Scyoc adjourned the board.

**Adjourn 1:51**