

Minutes of
Grapetree Area Property Owners Association, Inc.
SPECIAL MEETING
January 16, 2010

Location: Surf Room, Divi Casino, St. Croix, USVI

Quorum: A quorum of 25 members was met

Meeting called to order by Evlyn Carlin, President, at 4:56 PM

1. Purpose and Requirements of Special Meeting – Evlyn Carlin explained that the purpose of the meeting was to vote on the adoption of the Second Amended and Restated By-Laws of Grapetree Area Property Owners Association, Inc. She said the requirements of the meeting were that only Active Members of GAPOA could vote (an Active Member is a member of the Association who has paid all dues or assessments owing, at least through 2009), one vote per paid-up assessed plot, and for adoption, at least 25 Active Members present with a “FOR” vote of two-thirds of such members.
2. Vote – It was explained that the By-Laws call for a voice vote but allow a ballot vote if the majority agrees, and the Board recommended a ballot vote because of the importance of the issue and the fact that there were many proxies. Patricia Roberts moved for a ballot vote. Second Bob Carlin. Motion carried. During discussion, Doug Brady expressed concern about Article 6, Section 11 (Meetings Held at Times of Public Distress) regarding proxies to Directors. After much discussion, Doug moved to strike Article 6, Section 11 from the amended By-Laws. Second by Rosaria Ambrosi. Motion defeated. Evlyn explained that since there would be a ballot vote on the amended By-Laws, that per the By-Laws, she was required to appoint a committee of three who act as “Inspectors of Election” and certify in writing the results of the voting. She appointed Debra Tryon, Roger Rothwell and Dave Werner as Inspectors of Election. Ballots were distributed (including proxies), the ballots were collected, the Active Member requirement was verified, the legal ballots were counted by the Inspectors of Election, and 30 minutes later during the cocktail party following the Special Meeting, the written certification was delivered to Evlyn. She announced the results of the vote: 58 FOR, 4 AGAINST. The Second Amended and Restated By-Laws were adopted.

Stuart Taylor moved to adjourn the meeting. Second by Judy Huettig. Motion carried unanimously. Meeting adjourned at 6:00 PM.

Respectfully submitted,
John Roberts, Secretary