

Glastonbury Landowners Association

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Official Complaint Form

Name of Complainant Debbie Newby Date 6/14/2019

Mailing Address Po Box 568 59027

Phone 406-580-4109 Email debsweb@gmail.com

Your Parcel/Lot No. 39-D NG SG X

Name of Individual Involved Charlotte Mizzi & Andrea Sedlak Both Board Members

Statement of problem Board Members Advocate Bylaw Violation
in June 2019 Special Meeting —
attached 2 pages.

Desired outcome - See attached 2 pages.

Any Covenant Involved Bylaws Article VI, paragraph E, Vacancies

Attempts made to resolve

Landowners can only suggest and hope that
board members are familiar with Bylaws and will
not violate them until such time they are changed by
a Special Meeting vote of landowners. (Article XII)

Date Received Date reviewed

Date acknowledged to complainant 30 Day status given

Complaint Committee recommendations

Board decision

Date complainant notified and case closed

GLA Official Complaint: GLA Board Members advocate Bylaw Violation in June 2019 Special Meeting

From: D. Newby, SG 39-D

When: The Special Meeting held June 10, 2019 to fill 2 North Glastonbury (NG) vacant board seats (Excerpt 1, below, Agenda Item 2.1)

Statement of Problem: Landowner Claudette Dirkers specifically applied for the vacancy left by Ron Price whose term ended December 2020. Prior to voting to fill this vacancy, two board members, both on the Governing Documents Committee: Charlotte Mizzi and Andrea Sedlak, lobbied to shorten the term of that vacancy from December 2020 to December 2019 in violation of Bylaws Article VI.E, Vacancies. That paragraph specifically states: “Each person so elected shall be a member of the Board of Directors for the remainder of the term of the member whose term he is filling...” (Excerpt 2, below, Bylaws VI.E Vacancies).

Facts from Voice Recording of the Meeting: Charlotte Mizzi announced that the GLA Governing Docs Committee was proposing a change that “any board member only serves to the next election and let the people decide”. President Dennis Riley said he didn’t know what the Bylaws said. Charlotte responded that “it doesn’t say anything”. Claudette reminded the board that the postcard sent out to all NG landowners (Attachment 1) offered both terms with no stipulations, suggesting it was not wise to change terms midstream. Andrea Sedlak contradicted Claudette, while backing up Mizzi’s suggestion, saying she “pulled up the postcards announcing the vacancies saying the term ends Dec 2019. And that’s all it says.” Claudette yet again told the board she remembered reading both terms on the postcard. Yet Sedlak wouldn’t admit she had pulled up the wrong version on her computer until a landowner was able to produce the physical postcard sent out (Attachment 1), offering 2 positions with different terms.

Desired Outcomes:

1. All board members, especially those on the Governing Documents Committee, become familiar with the GLA Bylaws.
2. All board members support the GLA governing documents and stop conducting ad hoc discussions promoting/advocating violation of any governing document – Master Plan, Covenants or Bylaws. Kevin Newby was the only Board Member to stand up for completing the term of the vacant position’s prior member during the entire discussion.
3. The GLA Board realize that their Rule Making capability (Excerpt 3, below, Bylaws XI.A) does NOT transcend any provision of the Covenants, Articles of Incorporation or these Bylaws. Any Rules and Regulations must abide by and be consistent with all of our governing documents.

Excerpt 1: Special Meeting Agenda Item 2.1, New Board member selection:

**Glastonbury Landowners Association, Inc.
Board of Directors - Meeting Agenda
June 10, 2019 – 7:00 pm**

1. Call to Order, Pledge of Allegiance, Prayer and one minute of silence (7:00 p.m.)
2. Commence Special Meeting - DR
 - 2.1 New board member selection
 1. Term ending December 2020
 2. Term ending December 2019

Excerpt 2: GLA Bylaws Article VI, paragraph E, Vacancies:

E. **Vacancies.** Vacancies in the Hoard of Directors between Annual Meetings, caused by any reason, shall be filled by a vote of a majority of the remaining members of the Board at a Special Meeting of the Board held for that purpose, even though the members present at such meeting may constitute less than a quorum. Each person so elected shall be a member of the Board of Directors for the remainder of the term of the member whose term he is filling and until his successor shall be elected and shall qualify.

Excerpt 3: GLA Bylaws Article XI, paragraph A, Rule Making:

ARTICLE XI

ENFORCEMENT POWERS AND PROCEDURES

A. **Rule Making.** The Association, acting through the Board of Directors, may make and enforce Rules and Regulations as provided from time to time in the Covenants or as may be further provided herein, provided they are not inconsistent with any provisions of the Covenants, Articles of Incorporation or these Bylaws.

Attachment 1: GLA Postcard announcing 2 NG board vacancies:

GLA Board Opening

If you are a North Glastonbury landowner interested in being considered for one of the open GLA Board position vacated by John Carp and Ron Price, please send us a letter or email (info@glamontana.org) stating your desire to be considered, your parcel number, and your skills and vision.

John's term ends Dec. 1, 2019 and Ron's ends early Dec. 2020. The board meets a minimum of once a month and director duties are spelled out in the GLA Bylaws.

There are a number of Committees on which you may serve such as Project Review, Governing Docs, Budget, Road & Weed. If you are interested, please attend the June 10th board meeting to give a short presentation to the board and answer any questions the board may have.

Thank you for giving this your consideration!

