

Meeting Minutes

A Special Meeting of the Board of Directors was convened and came to order at 10:04 am on November 30, 2023 at the Wind River Valley Art Guild, 20 Stalnaker St, Dubois WY 82513 with the President presiding.

Quorum Verification:

| <i>DIRECTOR</i> | <i>PRESENT IN DUBOIS</i> | <i>PRESENT REMOTELY</i> | <i>ABSENT</i> |
|------------------------------|--------------------------|-------------------------|---------------|
| Eriks Goodwin, President | X | | |
| Larry Wilke, Vice President | X | | |
| Peter Tattersall, Treasurer | | X | |
| Mark Bowers, Asst. Treasurer | | X | |
| Matt Neuerburg, Secretary | X | | |

Minutes Approvals

- Minutes of Special Meeting of the Board on October 3, 2023 – Unanimously Approved
- Record of Action Without a Meeting, completed on October 13, 2023 – Unanimously Approved
 - During a conference call between the Board and the Association’s attorneys (Codie Henderson and Catherine Young of Davis & Cannon, LLP), Counsel advised the Board that there are enough problematic provisions in the 2019 original Bylaws that they need to be rewritten due to inconsistency with Wyoming law and that time needs to be allowed to do so prior to the Annual Meeting.
 - * Action Taken: Based on advice of Counsel, the Board unanimously agreed to authorize drafting of new Bylaws by Counsel so as to eliminate inconsistencies with Wyoming law present in the 2019 original Bylaws
 - * Action Taken: Based on advice of Counsel, the Board unanimously agreed to delay the Annual Meeting until January, 2024 to allow time for the drafting, review, and distribution of the new Bylaws to owners in advance of the Annual Meeting
- Record of Action Without a Meeting, completed on October 13, 2023 – Unanimously Approved
 - Action Taken: Postponement of the Annual Meeting of the Upper Little Warm Springs Association from October 14, 2023 to convene at 10:00 AM on January 20, 2024 in the Town Council Chamber of Dubois Town Hall.

Adjournment

Motion to Adjourn:

| <i>DIRECTOR</i> | <i>MOTION BY</i> | <i>SECONDED</i> | <i>YAE</i> | <i>NAY</i> |
|------------------------------|------------------|-----------------|------------|------------|
| Eriks Goodwin, President | | | X | |
| Larry Wilke, Vice President | X | | X | |
| Peter Tattersall, Treasurer | | | X | |
| Mark Bowers, Asst. Treasurer | | | X | |
| Matt Neuerburg, Secretary | | X | X | |

ADJOURNED AT 10:51 AM

Certification and Attestation of Minutes:

I certify that these Minutes are exactly as approved by the Board of Directors:

BY: *Matthew Neuerburg*
Matthew Neuerburg, Secretary



I attest that these Minutes represent the Official Record of the Board of Directors of the Upper Little Warm Springs Association:

ATTESTED: *Eriks Goodwin*
Eriks Goodwin, President