

Regular Annual Meeting of the Dona Ana Mutual Consumers Association Membership

Annual Meeting 4/29/2014

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5	REGULAR ANNUAL MEETING OF THE
6	DOÑA ANA MUTUAL
7	CONSUMERS ASSOCIATION MEMBERSHIP
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11	Tuesday, April 29, 2014
12	Doña Ana Elementary School
13	5551 Camino De Flores
14	Las Cruces, NM 88007
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17	REPORTED BY: Mayela Lopez, CSR #8259
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MR. JACQUEZ: We still have a few people
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2
   signing in.
 3
                 On behalf of the Dona Ana Water Board, okay,
   we'd like to welcome everybody. Thank you for showing up.
   If you think that we -- or I look a little shaky and
 5
   stuff, it is. This is the first time we come before so
   many members. But thank you for the interest. That's a
   very, very positive thing for us because that's what we've
   always been shooting for is to have active participation.
   Okay. We'd like to go ahead and start.
10
                 Is the agenda up?
11
                 MS. HORTON: You know how to work that
12
  machine? Would you like to? I have no idea how to work
13
  it. We rented it so I --
14
15
                 MR. JACQUEZ: We also need a
16
  parliamentarian. The guy that said "Shut up" a little
   while ago that would work. We could hire that guy.
                 Okay. Thank you. Sound better? Okay.
18
19
                 We're running a little bit late. Somebody
20
   give me a time.
                 MS. HORTON: Seven o'clock.
21
22
                 MR. JACQUEZ: At seven o'clock, okay,
   officially we'll call the meeting to order.
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24
                 Rosanne.
                 MR. CROWLEY: Mr. Chairman, point of order.
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Can you all hear me?
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AUDIENCE: Yeah.

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MR. CROWLEY: Point of order and question of privilege affecting this assembly. In particular to the conduct of officers and employees --

MR. PETERS: Mr. Crowley --

MR. CROWLEY: -- and to the accuracy of published reports and proceedings.

MR. PETERS: In order to make a proper transcript of this proceeding, would you go to the microphone and state your name so we can get that down on the record.

MR. CROWLEY: I will do that.

I just made a point of order. My name is 15 Bob Crowley and I'm a member.

We have questions as to whether this meeting can proceed absent clarification of what the bylaws of the water company are and who are its duly elected board 19 members.

Mr. Chairman, if you'll allow me to 21 continue, I'd like to read a statement into the record as 22 I want no uncertainty as to what I said. I'm also giving each board member -- or you will get one -- each board 24 member, the meeting recorder, selected members of the 25 audience and the medias a copy of my statement with

exhibits.

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I represent a group of members that believes that the meeting cannot proceed due to several irregularities that have occurred since October 2013. This meeting cannot proceed until we know what the correct 6 bylaws of the water company are that will govern this meeting and who the valid directors are to sit at this meeting. Specifically, first the bylaws that were amended at the November 7, 2013, special members' meeting are invalid for three reasons. 10

Reason one. We believe that there was an Open Meetings Act violation since there was no vote to approve minutes of the January 2013 meeting as required by law. This fact was pointed out to the board during the 15 meeting and the meeting continued anyway. In my package 16 if the board -- when the board gets it, it's Exhibit 1-A.

Reason two. The water company has been unable to produce proof of a quorum at this November 7th 19 meeting, Exhibit 1-B.

Reason number three, and most importantly, 21 the November 7 meeting notice mailed out October 25th, 2013, to 3,131 members contained proposed bylaw language to be voted on at the November 7th meeting. That's Exhibit 1-C. However, the proposed bylaw language 25 distributed and actually voted on at the meeting was

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   materially different than what was previously mailed out
   to the entire membership. I'm going to repeat that for
   you. The proposed bylaws language distributed and
   actually voted on at meeting was materially different than
   what was previously mailed out to the entire membership.
                 MR. PETERS: Mr. Crowley, let me interrupt
   you here. My name is Lee Peters. I'm counsel for the
   association. You've raised a point of order that is to
   raise an issue in the rules. You are going far beyond
10 that and raising issues of --
11
                 MR. CROWLEY: I raised a question of
   privilege. I raised a question of privilege.
13
                 MR. PETERS: I did not interrupt you.
14 Please don't interrupt me. Okay? Point of order is
15 regarding rules that the meeting is to be held under. You
16 are raising legal issues that have been raised by your
   counsel and have been addressed and they go far beyond a
   point of order at this meeting.
181
19
                 MR. CROWLEY: I did not. I raised a point
201
   of order and a question of privilege.
21
                 MR. PETERS: And are -- you're going to read
221
   a speech into the record. There'll be a time --
23
                 MR. CROWLEY: I have about two pages.
24
                 MR. PETERS: There'll be a time for you
25 to -- to put that in the record. If you want to put it in
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Regular Annual Meeting 04-29-2014 Page 6 of 94
   in written form or read it, there'll be a time for that.
 2 But your point of order is out of line.
 3
                 MR. CROWLEY: All right. Then I have a
   question of privilege then. I -- I read my question of
 5 privilege. That stops the meeting.
                 MR. PETERS: What is your point of
 7
   privilege?
 8
                 MR. CROWLEY: I just read it to you.
 9
                 MR. PETERS: Okay. You're done. Thank you.
10 Please sit down.
                 MR. CROWLEY: No, I'm not. Now I'm -- now
11
12 I'm telling you what the conduct is.
                 MR. JACQUEZ: No. A point of order is not
13
14 debatable, you're debating the point.
15
                 MR. CROWLEY: I'm not debating a point of
16 order.
17
                MR. JACQUEZ: You're out of order,
18 Mr. Crowley.
19
                 MR. CROWLEY: I would like to take a vote of
20 the people here --
21
                MR. JACQUEZ: You're out of order,
22 Mr. Crowley.
23
                 MR. CROWLEY: -- as to whether they want me
24 to continue or not to point out the transgressions that
25 took place in the last 60, 90, 120, 180 days.
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MR. JACQUEZ: Mr. Crowley, you're --
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 2
                 UNIDENTIFIED AUDIENCE MEMBER: Continue.
 3
                 MR. JACQUEZ: -- you're out of order.
                 (Audience discussion off the stenographic
 5
   record.)
                 MR. JACQUEZ: As the chair I expect -- we
7
   never got to the chance of a little bit of behavior.
   Please conduct yourself appropriately. There's no need
   for yelling and screaming.
10
                 Mr. Crowley, we'd be glad to give you some
   time if you need it and we'll give it to you under public
11
121
   input. Okay?
13
                 MR. CROWLEY: I guess so as long as that's
14 on the record. Thank you.
15
                 MR. JACQUEZ: Okay. And I remind you that
16 we do have an agenda. Let's get through this and then if
17 we need to deal with other things, other information,
   we'll be glad to do it. Okay? We want this to be a
18
19 productive meeting. We want this meeting to be
20 constructive. We don't want to divide people up. We
   don't want to -- this place to turn into a yelling and
21
   screaming place. Okay? So please assist the chair with
22
   that and the board.
23
                 Proof of notice of the meeting. Jennifer?
24
25
                 MS. HORTON: You want it?
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Regular Annual Meeting 04-29-2014 Page 8 of 94
                                                                  8
 1
                 MR. JACQUEZ: Just report.
 2
                 MS. HORTON: Yeah, it's been mailed. It was
 3 mailed by Go Direct.
                 HEARING OFFICER: So it was -- it was done?
 4
   Okay. Thank you, Jennifer.
 5
 6
                 We'll move on to proof of quorum.
 7
                 Rosanne, number that we needed for a quorum.
 8
                 MS. BALDERRAMA: 41.
 9
                 MR. JACQUEZ: 41. Do we have a quorum?
10
                 MS. BALDERRAMA: We do.
11
                 MR. JACQUEZ: We do.
12
                 Secretary/treasurer, do you verify that we
13 have a quorum?
14
                 SECRETARY: We do.
15
                 UNIDENTIFIED AUDIENCE MEMBER: How many do
16 we have? We want to know.
                 MR. JACQUEZ: Let her get finished.
17
   quorum that we accomplished was 41. We needed to have
18
19 that and we did it. We'll get a total here in a minute.
20 You know, we've got a lot of people, let us get that
21 total.
22
                 Rosanne, as soon as you get that total,
23 please let me know.
                 Okay. We'll move on to introductions.
24
25
                 Okay. Board of directors. Jim Melton, Kay
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Trujillo, Aggie Balizan, Emma Garcia. Our attorney Lee
Peters, association attorney. Jennifer Horton, executive
director.
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Okay. We'll move on to the procedures.

The procedures conducted at this meeting, these will be set agenda items only discussion -- only discussed individually as listed on the agenda. The chair will recognize the agenda items, call for a motion to accept the agenda on the item, call for a second. Any agenda item for discussion -- I'm sorry -- the second -after the second it is open for discussion. Okay? So by saying that we need a motion for the agenda item and a second, a discussion comes afterwards. Okay? After discussion the vote for the agenda item will be taken.

Voting. We can do acclamation, show of hands, voice or ballot. Acclamation. If anyone disagrees we'll go to the ballots. Okay? And we have a procedure in place for that.

The ballots. I need to announce that we 20 have them. I would like to request the membership. We might -- our procedure is if we have an item, we go and we have to sign, receive our ballots, bring them back and vote and then count. We have several items. If they do not pass, then they will have to be brought for a vote. With your permission we'd like to discuss them and then

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10
   vote for them all together on the ballot. Okay? If they
 1
   don't pass, then they don't pass; if they pass they pass.
 3 Is that agreeable with everybody?
                 UNIDENTIFIED AUDIENCE MEMBER: Are you
 4
 5
   saying you're going to vote on all of these at one time?
                 MR. JACQUEZ: If you have something -- I
   haven't gotten to the procedure about the microphone,
   ma'am. If you have anything to say, you guys, you need to
   approach the mic, state your name, member/nonmember, and
   then whatever your -- your question is.
10
                 UNIDENTIFIED AUDIENCE MEMBER: Clarify,
11
12
   please.
13
                 MR. JACQUEZ: For voting. We have several
   items to vote on. We can vote on them individually and
15 it'll take a long time. Our procedure is we go and get a
16 ballot, sign for it, we vote, pick up the ballots, count
17 the ballots and then give the results of the vote. Okay?
   I'm asking, with your permission, if we have several items
18
19 to vote for, if we can go through the items and then come
20 back and vote for them individually on the ballot, you
21 | will have -- if it's three things, you will vote for three
   different ones "yea" or "nay." You want to vote for them
   that way? It makes it easier. If not we'll be here
231
24
   forever. If not we can vote for them individually if you
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want.

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11
                 UNIDENTIFIED AUDIENCE MEMBER: Individually.
1
 2
                 MR. JACQUEZ: You need to come up, please.
3
   I hate to make it an inconvenience, you guys.
                 Rosanne, what's the count?
 4
 5
                 MS. BALDERRAMA: 118.
                 MR. JACQUEZ: 118.
 7
                 I'm sorry. Go ahead.
                 MS. TOM-NELSON: Point of clarification. My
   name is Cheryl Tom-Nelson. I'm a member. I still -- can
10
  you not hear me. All right. Point of clarification. I'm
   still not understanding. Are you saying that these
12
   ballots that you have have all of the items on them and
   that every item is voted for individually, but we would be
13
   discussing them before you hand out the ballot --
141
15
                 MR. JACQUEZ: Yes.
16
                 MS. TOM-NELSON: -- so that we discuss all
   of them? So the question you're asking is -- or the --
17
18
  the approval you're asking us to do is say can we do all
  the discussion before we go line up to get the ballots.
20
   Is that correct?
                 MR. JACQUEZ: Yes. To vote on one ballot
21
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22 instead of having to vote on four different ballots.
23 MS. TOM-NELSON: But are all of the

24 questions on the same ballot?

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MR. JACQUEZ: Yes.

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Well, I stand corrected. Two for the
1
   minutes -- one ballot for the minutes and one for the open
   meeting and the bylaws. So we're going to vote twice.
   I'm sorry. I misunderstood.
 5
                 MS. TOM-NELSON: Okay. So then what you're
  asking us to do is discuss everything at once and then --
 7
                 MR. JACQUEZ: Individually and then go on to
 8
   the next one.
                 MS. TOM-NELSON: And then we would -- then
 9
10 we would get two ballots or how does that -- how are you
11 planning to do this, please?
                 MR. JACQUEZ: Okay. We'll talk about the
12
13 minutes, get a ballot. And then we'll come back with the
14
   amendments, bylaws and then go from there.
                 MS. TOM-NELSON: And get a second ballot.
15
16
                 MR. JACQUEZ: Get a second ballot.
17
                 MS. TOM-NELSON: So -- so when you're asking
18 us to line up twice instead of --
                 MR. JACQUEZ: Possibly five times. Is that
19
20 agreeable?
21
                 MS. TOM-NELSON: That -- that's my question.
22 That's my clarification, I needed --
23
                 MR. JACQUEZ: I'm sorry. I didn't explain
24 it clear enough for you.
25
                 Is that acceptable with everybody?
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13
 1
                 UNIDENTIFIED AUDIENCE MEMBER: No.
                                                     Line up
2
   five times?
 3
                 What's wrong with a hand vote?
                 MR. JACQUEZ: Yes, sir.
 4
                 MR. PONTERI: My name is Ray Ponteri and I'm
 5
   also a member.
7
                 I believe under Robert's Rule of Order, each
   item has to be handled separately in a separate vote and I
   understand that would be a time-consuming process,
   especially if you do it by a written ballot. I think an
10
   alternative to that might be where there's a show of hands
11
   and an accurate count made. That would certainly save a
12
   lot of time with everybody as a member -- a member. But I
13
   completely oppose to lumping minutes together and having
14
   one vote on it and lumping bylaws together. In the Open
15
16 Meetings Act, I think they're separate issues with those
17
   items and I think the votes have to be taken individually.
                 MR. JACQUEZ: Okay. Well, we have a choice.
18
19 He brings up a point, but I think we understand already
   that every item we're voting on is on an individual basis.
201
   Every one of them, whether they be five or three, whatever
21
   they are, and then we go from there with the one ballot --
   or two ballots. If you want to do it for every one, I'm
231
   just asking you. We thought it'd be convenient, expedite
24
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the situation. One of the things I haven't addressed with

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you yet is the occupancy of this building. We are
   scheduled here until ten o'clock. Okay? And this is not
   our rules. This is a public school rule and we are only
   scheduled until ten o'clock. So to expedite things that's
   the recommendation or suggestion to you.
 5
                 How do you want to do this? Show of hands?
 7
   Okay. Here are the ballots. Well, we're just trying to
   do things right, okay, and expedite things. We're not
 8
   trying to do anything wrong. They're legible.
10
                 Okay. Is that the consensus then?
                 MR. HAYHOE: One other clarification, if you
11
   would, please. My name is Jim Hayhoe. And when we get to
   the minutes, we will be discussing each one separately.
13
   Does the ballot contain an up and down on both minutes
   together or does the ballot contain a separate vote for
15
16
   each one of the minutes?
                 MR. JACQUEZ: We've got the ballot here.
17
   They're separate.
18
                 Ma'am -- ma'am, did you want to say
19
20
   something? The lady that came up.
                 MS. GLAZIER: My name is Sharon Glazier. I
21
   am also a member. I wanted to point out in the minutes it
   indicates in about paragraph 3 that they will be approved
23
   by voice vote. It's in their writing. But the show of
24
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hands, I think, is appropriate.

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15
                 MR. JACQUEZ: It's just that we have some
1
2
   choices. We have welcomed everybody, members and
   nonmembers, so it's hard to detect who votes and who
   doesn't vote, but we can do it that way.
 5
                 You prefer to do it by hands?
 6
                 AUDIENCE: Yes.
 7
                 MR. JACQUEZ: Okay. Those that want to vote
   individually, raise their hand. Individually the two
   ballots?
91
10
                 Okay. Would you please stand so we can see
   tags. Somebody count.
11
12
                 UNIDENTIFIED AUDIENCE MEMBER: We don't know
13 what we're voting on.
                 MR. JACQUEZ: You said you wanted to vote
14
15 individually for each item. That's what you said and
16 that's what we're voting for.
                 (Audience discussion off the stenographic
17
   record.)
18
19
                 MR. JACQUEZ: Hold on. We've got a question
   about this. We're trying to do it right so everybody is
20
21
   happy. Please be seated.
                 (Audience discussion off the stenographic
22
231
   record.)
24
                 MR. JACQUEZ: Jennifer, can you explain it
25
   to everybody. Maybe you'll do a better job of it.
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MS. HORTON: I can try.
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Hi, I'm Jennifer Horton with Dona Ana 3 Mutual, I'm the executive director here.

What we are attempting to do is have you vote by ballots. On the ballots, the first one you would receive is the blue one. On this blue ballot are both sets of minutes, the January 30th, 2013, and the November 7th, 2013. There is a "yes" and "no" box for each set of minutes. You would not -- you're not being asked to vote lump sum for both at the same time. You can check "yes" for one and "no" for another; "no" for both, "yes" for both. It's completely up to you.

The pink ballot is for the three items under new business, the resolution and the two articles in the bylaws. Again those are separate line items and you can vote "yes" for one, "no" for two, "yes" for two, "no" for one and you get to vote on individual items. It's just one ballot for the pink one for the three items under new business and one ballot for the minutes, but they are separate votes for each five items. Is that clear?

AUDIENCE: Yes.

MS. HORTON: The way you will dispense ballots is we will call you up by alphabetical group and 231 that alphabetical group will get their ballot, the first 24 one, the blue one, and you'll go vote. Then second group,

while the first group is voting, will get their ballots. So it's not chaotic in the back and not all 100 people rush back there, we'll pull you in small groups and everyone will cast a vote. We'll count them. Then you'll discuss these items under new business. Again you'll go back and get your second ballot and you'll cast your vote in small groups and then that will be the end of the ballots. 8 9 Is that clearer for everyone? 10 AUDIENCE: Yes. MS. HORTON: Yes? Are we good with ballots? 11 UNIDENTIFIED AUDIENCE MEMBER: Can you 12 clarify who gets to vote. 13 14 MS. HORTON: Okay. I've been asked to 15 clarify who votes. Members vote. So if there are two of 16 you in your household, one person votes. There is one 17 person per household because one meter, one vote. But if you have 30 meters, you still get one vote because it's 18 one membership. 19 20 Are we good? MR. PETERS: Let me add something else to 21 22 the right to vote. It is our interpretation that your vote here on the items on the agenda is subject to secret 23

acclamation or voice vote or standing up or raising hands,

ballot. Anybody who objects to doing voting by

24

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18
   if there's any objection to that, then we go to the
 1
   ballot. Okay? The chair may ask for an individual item
   to be moved by acclamation. If there's no objection, we
   can be done with that one. And those that are
   controversial, then we'll go to the ballot and you'll mark
 5
   the ballot. So you may not have to mark everything on
7
   your ballot, if something is already passed by
   acclamation.
 9
                 MS. HORTON: Yes, sir. Could I get you to
   come to the microphone so that you can state your name for
10
111
   the record and we can hear your statement.
12
                 MR. ELLINS: Yes. Hi, you guys. My name is
   Lynn Ellins. I'm a member. May I suggest -- I have --
13
   what?
14
15
                 MS. HORTON: They can't hear you.
16
                 MR. ELLINS: How's that?
17
                 I have never been to a meeting where we have
18
  taken a secret vote to approve minutes. I would suggest
19
   that we approve the minutes of January 30th, 2013, by
20 acclamation. After we've done that, I would approve the
   minutes of November 7th by acclamation. Then we can get
21
   on with the meeting. We don't need to wait to distribute
   ballots to vote on minutes that have already been printed
23
24
   and distributed. Unless somebody here is going to object
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to something in the minutes, wants to amend them or

(Audience discussion off the stenographic

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record.)
 2
                 MR. JACQUEZ: Hold on, ma'am.
 3
                 We've jumped a little bit on the agenda --
                 UNIDENTIFIED AUDIENCE MEMBER: Yeah.
 4
                 MR. JACQUEZ: -- and that's what's thrown us
 5
   off a little bit, okay, an agreement on this. Do you mind
   if we delay the motion to accept these while I finish up
   the procedures and that gets us where we need to be? Is
   that okay?
                 Ma'am, did you want to say something?
10
                 MS. BLACK: Well, you -- you just said it.
11
12 | I said we're fighting over minutes and approvals and we
13 are not even into the business portion of the meeting.
14 We're still on introduction and procedures and
15 acknowledgment.
16
                 MS. HORTON: Can you give your name. Can
17 you give your name.
                 MS. BLACK: Lynne Black. I'm a member. But
18
19 let's hold it to the meeting that it is. We are not even
20 | into business yet and we have just wasted 30 minutes here
   fighting over stuff that has not even come up yet or
21
22
   shouldn't have come up yet.
                 MR. JACQUEZ: We need to get there on the
23
   agenda first. Let me finish what we need to finish. We
24
25
   are at introductions, acknowledgments and procedures.
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21
   That's what's gotten us in trouble a little bit because
   you haven't -- we have not had the opportunity to cover
   those.
                 UNIDENTIFIED AUDIENCE MEMBER: Then do it.
                 MR. JACQUEZ: I'm trying.
                 Okay. I left it off with chair will
   recognize individuals addressing the agenda item.
  Required to speak in the microphone. Make sure you speak
   loudly enough. The stenographer needs to hear you, okay,
   and you need to state if you're a member, okay, or
10
111
   nonmember.
12
                 Members approach the mic, state your name,
   identify -- let me finish, please -- identify as an
13
   association member or nonmember, address agenda item.
14
15 Limit -- we're going to -- we have, as I mentioned, a time
16
   limit here so we're going to limit it to two minutes. If
   you have a comment, please help us out with that. Okay?
17
   Any meet- -- any members speaking for a group, identify as
18
   such. Give list of members representing. Verbal is fine
191
20 again for the stenographer. Okay? And you pick up a
21 little bit more time. You pick up ten minutes of your
   presentation if you want to do that. Okay?
22
                 Building time, like I told you, is at
23
24 10:00 p.m. We're okay with everything else. We thought
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25 we might have some overflow, but we don't. The chair

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22
   reserves the right to limit comments on agenda items, if
   repetitious or against -- the comments are against what
   occurred. Okay? It is the interest of the chair to
   conduct an orderly meeting. Please cooperate.
                 Public input. All discussions under the
   items must be limited. To items not listed on the agenda,
   that's the very, very last thing. Okay? We want
   everybody to have a voice. Be considerate, please, and
   this meeting will go a little bit smoother. Okay? I know
10 there's some confusion, but there's some confusion with us
11 because, also, we have not been involved with such a large
12
   group before and that changes things for us. Okay? So
   please be patient with us. All right? We'll move on to
13
14 the minutes.
15
                 We have a motion -- you want to restate that
16 motion again, ma'am.
17
                 MS. GLAZIER: Not really.
                 MR. JACQUEZ: In the effort of --
18
19
                 MS. GLAZIER: Sharon Glazier. I am a
20 member. I move for approval of the two sets of minutes
21 that are noted in the agenda by a show of hands, an
   acclamation.
22
                 UNIDENTIFIED AUDIENCE MEMBER: Sharon,
23
```

24 you're not -- you're not clear. Are you saying to approve

25 both of them at once?

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23
 1
                 MR. JACQUEZ: That was the motion. To
 2
   accept both.
 3
                 MS. GLAZIER: The motion was to accept both
   sets of minutes --
 4
 5
                 UNIDENTIFIED AUDIENCE MEMBER: I second it.
                 MS. GLAZIER: -- as -- okay. Well, that's
 6
 7
   the motion so you can vote on it.
                 MR. JACQUEZ: That's the motion. We have a
 8
 9
   second.
                 UNIDENTIFIED AUDIENCE MEMBER: Second.
10
11
                 MS. HORTON: We need -- we need your name.
                 MR. JACQUEZ: You need to come up and
12
13
   identify yourself, please, and second the motion.
14
                 MR. TRUJILLO: I'm Lionel Trujillo. I'm a
15 member. I second it.
                 MR. JACQUEZ: Okay. Thank you,
16
17
  Mr. Trujillo.
                 We have a second.
18
                 UNIDENTIFIED AUDIENCE MEMBER: Discussion.
19
20
                 MR. JACQUEZ: We -- the motion included
21
   acclamation -- by acclamation or show of hands.
                 UNIDENTIFIED AUDIENCE MEMBER: Isn't there a
22
   discussion, sir?
23
24
                 MR. JACQUEZ: Okay. The motion said a show
25
  of hands to the approval.
```

```
Go ahead, sir.
```

2

21

25

MR. HOKKANEN: We were going to be 3 afforded -- Jack Hokkanen, mar- -- member by marriage.

We were going to be given the opportunity by 5 ballot to vote on the minutes individually. I would like to amend that motion to go ahead and approve by acclamation by separate one for the January meeting and one for the November.

UNIDENTIFIED AUDIENCE MEMBER: You've got to 10 vote the first one down first.

MR. JACQUEZ: The amendment. We have a 11 12 second -- okay.

(Audience discussion off the stenographic 13 14 record.)

MR. JACQUEZ: Okay. The amendment can be --15 16 can be accepted.

MR. CROWLEY: Bob Crowley, member. I second 17 18 Jack Hokanen's motion.

MR. JACQUEZ: Okay. Discussion on the 19 201 amendment.

Yes, sir.

MR. CORONA: My name is Richard Corona and 22 23 I'm a member. And do we have an opportunity to discuss the minutes before we vote on them? 24

All right. I want to ask a question. On

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25
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the -- when do we have the opportunity to discuss the
   minutes or amend the minutes?
                 MR. JACQUEZ: We need to deal with the
3
   procedural --
5
                 MR. CORONA: But after we vote by
   acclamation or otherwise, there will be no opportunity to
   discuss the minutes or amend them. Correct?
                 MR. PETERS: We have a procedural motion to
 8
   amend as to the method by which we're going to vote on
10
   this.
                 UNIDENTIFIED AUDIENCE MEMBER: Speak louder.
11
                 Speak up.
12
                 MR. PETERS: We have a procedural motion to
13
   amend the pending motion and that motion to amend is to
14
15 separate out the two sets of minutes. That's a procedural
16 motion. Let's -- we need to vote on that and then move on
   to the merits and discuss the -- the minutes, each set.
17
                 MR. CORONA: So we're only voting on how
18
19
   we're going to do it?
                 MR. PETERS: Absol- -- right.
20
                 MR. CORONA: We're not voting on the minutes
21
   themselves?
22
                 MR. PETERS: Not yet.
23
24
                 MR. CORONA: All right.
                 MR. PETERS: There'll be a full opportunity
25
```

```
26
   to debate the minutes, each set of minutes, when we get to
   that point.
                 MR. CORONA: All right.
                 UNIDENTIFIED AUDIENCE MEMBER: Call the
5
   vote.
 6
                 Call for a vote.
                 MR. JACQUEZ: Do you want to do it by hand?
7
   Okay. We need a counter. Okay. Who are the counters?
9 You two guys, Rosanne and Jennifer.
                 Okay. We're voting on the amendment. Okay.
10
11 A vote of yes is that you will vote on each individual set
   of minutes. A vote for no is to go back to the original
12
13 motion and to vote on both sets of minutes at the same
14
   time.
15
                 UNIDENTIFIED AUDIENCE MEMBER: Please repeat
16
   that.
                 MR. PETERS: The main motion is to consider
17
18 both sets of amendments at the same time. The amendment
19 to the motion, which we're voting on now, is to separate
20 those and have a vote on each set of minutes. A separate
21 vote on the January minutes, a separate vote on the
22
   November minutes. So a vote "yes" right now is to
   separate the two votes. A vote of "no" means you're going
23
   to vote on them together.
24
```

MR. JACQUEZ: Got it?

```
27
                  (Audience discussion off the stenographic
 1
 2
   record.)
                 UNIDENTIFIED AUDIENCE MEMBER: You have to
 3
   call for a vote.
 5
                 MR. JACQUEZ: We are going to vote.
                 All in favor?
 6
 7
                  (Audience discussion off the stenographic
   record.)
 8
                 MR. JACQUEZ: Okay. "No" vote.
 9
10
                 (Audience discussion off the stenographic
11
   record.)
                 MR. JACQUEZ: Okay. Numbers for the "yes"?
12
13
                 MS. HORTON: 93.
14
                 MR. JACQUEZ: 93. Against?
                 MS. HORTON: 5.
15
                 MR. JACQUEZ: 5.
16
                 Amendment passes.
17
18
                 Okay. Now we need to move to the first
19 motion to vote on them individually.
                  (Audience discussion off the stenographic
20
21
   record.)
22
                 MR. JACQUEZ: Is that understood? That's
23 where we're headed right now if everybody understands.
                 MR. ANDERSON: Curt Anderson, member. I
24
25 move approval of the minutes of January 30th, 2013, annual
```

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1
   meeting.
 2
                 MR. JACQUEZ: We have a motion on the floor.
 3
                 UNIDENTIFIED AUDIENCE MEMBER: I second.
                 MR. JACQUEZ: Second.
 4
 5
                 MS. HORTON: Who's the second?
                 MR. STEPRO: My name is Jerry Stepro,
   member. I second the motion.
 8
                 MR. JACQUEZ: Okay. We have a motion. Okay
   discussion.
 9
10
                 MR. ELLINS: Point of order, Mr. Chairman.
11 | We don't need counters on that. The prerogative of the
12 chair is to call for the vote, "All those in favor?" you
13 look, you eyeball it. "All those against?" you eyeball
   it. You can say, "In the opinion of the chair, the ayes
15 have it. " You don't have to spend a lot of time counting
16 votes.
                 MR. JACQUEZ: Okay. Your name again, sir.
17
                 MR. ELLINS: Dean Ellins.
18
19
                 (Audience discussion off the stenographic
20
   record.)
                 MR. JACQUEZ: That procedure is fine, if
21
   there's no objections, but we want to get the numbers
   right. Like I tell you we have some confusion because we
23 l
   do have some nonmembers here and our intent is to get the
24
25
   vote right. Discuss.
```

```
1
                 MR. CORONA: My name is Richard Corona
   again. And I have a question about the January 30th
   minutes. On public input. The floor was open for public
   input, Mr. Harry Palmer asked about Hope Road and the
 5 | water treatment plant. That's great, but we need an
   answer to the question recorded in the minutes. If you're
   just going to put what is asked but not how it's answered,
   then, in my opinion, the minutes are not complete. So I
   would ask that either this be amended to -- to include the
10 answer to the question or that should be stricken
11
   completely from the minutes. There was no answer to the
   question. And I think in future minutes, if there is a
12
13
   question posed, there should be an answer recorded.
14
                 MR. JACQUEZ: Okay.
15
                 MR. CORONA: That's -- that's my point.
                 MR. JACQUEZ: Okay. Any other discussion?
16
17
                 Call for vote. Okay. Here we go.
18
                 The motion is to approve the minutes of
   January 30th, 2013, annual membership meeting. All in
19
20 favor raise your hand.
                 UNIDENTIFIED AUDIENCE MEMBER: Point of
21
22
   clarification. Do the minutes include a response?
23
                 MR. JACQUEZ: There was no motion made so we
24 moved on to accepting it.
25
                 All in favor?
```

```
Counters.
                 (Audience discussion off the stenographic
   record.)
                 MR. JACQUEZ: Okay. We had a motion to
   accept minutes. The count?
                 Oh, I'm sorry. The nos. Against?
 6
                 (Audience discussion off the stenographic
   record.)
9
                 MR. JACQUEZ: The count is 84 yes; 11 nay.
                 Okay. So the minutes of January 30th, 2013,
10
   annual membership meeting have been accepted. Okay?
11
                 We'll move on to the minutes of November
12
   7th, 2013, special membership meeting. I need a motion to
13
14
   accept the minutes.
                 UNIDENTIFIED AUDIENCE MEMBER: Of what?
15
16
                 MR. JACQUEZ: November 7th.
17
                 MR. MORROW: Kenny Morrow -- I'm sorry.
                 Kenny Morrow, member. I move to accept the
18
19 November 7, 2013, minutes as amended to include the
20 articles of incorporation and the bylaws adopted by the
   membership at the November 7, 2013, meeting be attached
22 and included in the minutes of the meeting.
                 MR. JACQUEZ: Okay. May I have a second.
23
                 MR. ANDERSON: Curt Anderson, you have a
24
25
  second.
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31
                 MR. JACQUEZ: Okay. We have a motion and a
1
 2
   second.
                 UNIDENTIFIED AUDIENCE MEMBER: What's the
 3
   motion?
 5
                 MR. JACQUEZ: The motion is to accept.
                 MS. HORTON: These are men- -- these are the
 6
   amendments he asked for.
                 MR. JACQUEZ: The motion is to accept the
   minutes of -- what's the date? -- November 7th and we have
10 a second. Discussion? As amended.
11
                 UNIDENTIFIED AUDIENCE MEMBER: Well, you
12 have to read what he said amendment -- what amendments he
13 said.
                 MR. JACQUEZ: If that's your request, we'll
14
15 be glad to do it.
                 MR. HAYHOE: My name is Jim Hayhoe. With
16
   regards --
17
                 UNIDENTIFIED AUDIENCE MEMBER: Louder.
18
19
                 MR. HAYHOE: My name is Jim Hayhoe. With
20 regards to the minutes -- discussion of the minutes of
21 November 7th, first of all we started to have a point of
22 order at the beginning of the meeting and that's been
   deferred to public input. I would request that we defer
23
24 the approval of the minutes of the November 7th meeting
25 until after public input and we've had an opportunity to
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hear the issues associated with the November 7th meeting
and I would so make -- make a motion so made.
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3 MR. CROWLEY: My name is Bob Crowley, member, and I second it.

MR. JACQUEZ: We have a motion and a second 6 to defer until after the public input. Do we vote? Any discussion?

MS. BLACK: Mr. President, Lynne Black,

9 member. I don't understand why we need to defer to this. 10 We can open up these minutes for discussion before he 11 calls for the question. Any questions you have on the 12 minutes can be asked now. If there's a problem with those 13 minutes, then I'm not sure this meeting is not out of 14 order.

MR. JACQUEZ: Any further discussion? 15 MR. ANDERSON: Mr. Chairman, Curt Anderson, 16 17 member. I think -- I believe --

UNIDENTIFIED AUDIENCE MEMBER: Louder. 18

19 Start over.

5

8

MR. JACQUEZ: Please don't yell. If you 20 can't hear, just raise your hand, we'll be glad to 21 22 instruct the -- the person up front.

MR. ANDERSON: Curt Anderson, member. I'll 23 24 defer to parliamentarian, but I believe we have to vote on 25 the first motion which has been seconded first before we

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33
   vote on this thing to defer.
 2
                 MR. PETERS: Lee Peters, counsel for the
   association.
                 UNIDENTIFIED AUDIENCE MEMBER: We can't
   hear.
                 MR. PETERS: Lee Peters, counsel for the
   association. I'm interpreting the motion that Mr. Hayhoe
 8 made to be a motion to table until other things are
   discussed in the meeting as he mentioned and so that does
10 have priority. We have to take up that motion first
11 before we got back to the main motion.
                 MR. MILES: Lee Miles, nonmember. I'm going
12
13 to recommend that everybody who speaks put their mouth as
14 close to this microphone as they can. That's going to
15 eliminate a lot of confusion. And everybody can hear me
16 okay. Right? And I'm not screaming. Okay. That's just
17 a recommendation. Thank you very much.
18
                 MR. JACQUEZ: Any further discussion?
19
                 Just to clarify. The motion that's pending
20 that you're voting on, a yes vote would be to defer the
21 consideration of the motion to approve the November 2013
22 minutes until later on the agenda until after public input
23 or other discussion. A vote of no is to take up the
   approval of the November '13 minutes right now.
24
```

Call for the vote. "Yes" vote.

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34
                 (Audience discussion off the stenographic
 1
 2
   record.)
                 MS. HORTON: Call for your "no" vote.
                 MR. JACQUEZ: Okay. Against? Raise your
 4
   hand.
 6
                 (Audience discussion off the stenographic
   record.)
 8
                 MR. JACQUEZ: On the next vote, we're having
   a little bit of trouble counting and stuff so on the yeas
10 and the nays, would you please stand so we can get a true
11 count. Okay?
12
                 (Audience discussion off the stenographic
13 record.)
                 MR. JACQUEZ: Vote results?
14
15
                 MS. HORTON: 74; 38.
16
                 MR. JACQUEZ: 74; 38. The yeas have it.
                 Okay. We will -- we'll defer that down here
17
18 to public input and then act on that. Okay?
19
                 We'll now move on to new business. Okay.
20
   Approval of Open Meetings Act resolution 2014-03.
                 Need a motion.
21
22
                 UNIDENTIFIED AUDIENCE MEMBER: Aren't you
   doing it ballots?
231
24
                 MS. LEUENBERGER: Anna Leuenberger, member,
25 and I move that we approve the open meeting -- Open
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35
   Meetings Act resolution.
 2
                 MR. JACQUEZ: Okay. We have a motion to
 3
   approve. And a second?
                 MR. ANDERSON: Curt Anderson, member.
 4
 5
   Second.
                 MR. JACQUEZ: We have a second. Discuss it.
 6
 7
                 UNIDENTIFIED AUDIENCE MEMBER: Discussion.
                 MR. JACQUEZ: You've got something, sir?
 8
 9
   Come on up.
                 MR. ELLINS: Lynn Ellins, member.
10
                 UNIDENTIFIED AUDIENCE MEMBER: Louder.
11
                 MR. ELLINS: Mr. Chairman, Lynn Ellins,
12
13
   member.
14
                 UNIDENTIFIED AUDIENCE MEMBER: Hold it right
   to your mouth, Lynn.
15
16
                 MR. JACQUEZ: We still can't hear you, Mr.
17
   Ellins.
                 MR. ELLINS: Lynn Ellins, member. I'm going
18
19 to get everybody's germs.
20
                 How's that? Better?
21
                 AUDIENCE: Yes.
22
                 MR. ELLINS: All right. Now I'm going to be
   sick in the morning, but it's okay.
231
                 I've got a couple of questions about the
24
25 manner in which notice is provided for. Throughout the
```

13

15

16

17

18

19

231

24

various paragraphs it says that the agenda for any meeting will be posted on the Website, but the notice of the meeting itself will be posted on the bulletin board in the office. I'm not going to travel down to look at the bulletin board, but I will open my computer to look at any notice of meeting on the computer. So I would suggest that in paragraph 2, before it says the agenda will be available from the -- from the staff or on the Website, that it read notice of the meeting and the agenda will be available from the staff and on the Website at least 72 10 11 hours in advance of the meeting.

I have the same amendment proposed for paragraph 3 which again would read notice of the meeting and the agenda shall be available to the public at least 72 hours before the meeting and will be posted on the association's Website.

I have the same amendment for paragraph 6 which says that the time, date, place and information of mem- -- members may obtain a copy of the agenda shall be 20 posted in the following locations. And it reads Dona Ana 21 MDWCA office bulletin board. And I would add to that "and 22 on the association's Website." And also with respect to paragraph 7, the same language that in addition to the agenda being posted for special and emergency meetings on 25 the Website that the meeting notice of the meetings be

```
37
   posted on the Website.
 2
                 And I ask for a motion to approve this
   amendment.
                 MR. HAYHOE: My name is Jim Hayhoe and I
 4
   second that motion.
                 MR. JACQUEZ: Okay. We have a motion to the
   amendment which is fine, it's very doable.
                 I'm sorry. We agree. Very doable. You're
   asking us to do something that's -- yeah, that you need to
10 do. We'll do it. Okay? So we have a motion and a
   second, okay, to approve the Open Meetings Act resolution
11
121
   with amendment.
                 Call for a vote.
13
                 All in favor would you please stand.
14
15
                 (Audience discussion off the stenographic
16 record.)
                 MR. JACQUEZ: We have a count for the yeas.
17
18 Ladies and gentlemen, please, when you stand up, don't
19 walk around, it's hard for these people to stay up with
20 you.
                 Okay. The nays. A show of hands for the
21
22
   nays.
23
                 None.
                 Okay. I remind everybody. You vote because
24
25 you are a member. Okay? A husband and wife doesn't
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38
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1 entitle -- entitle you to two votes. It's been identified
  already with that so, please, help us with the count. We
 3 have nothing close right now. So I'd hate to go back and
 4 do the recount on this one. If you want to we will, but I
   just remind you about the rules. Okay? Please.
                 Okay. We'll move on to -- so we have an
   approval of the Open Meetings Act with the amendment.
   Okay?
                 We'll move on to approval of Article V,
10
   Section 1.
11
                 Jen, you want to read this?
12
                 MS. HORTON: Sure.
                 MR. JACQUEZ: Let me back off a little bit.
13
14 Let's get a motion so we can read it and explain it and
15 discuss this then. Okay?
16
                 We need a motion to accept proposed
17 amendment number 1, Article V.
                 MR. ANDERSON: Curt Anderson, member. I
18
19 pro- -- I move approval of the proposed bylaw amendment
20 number 1 as -- as displayed.
                 UNIDENTIFIED AUDIENCE MEMBER: Can't read
21
22
   it.
                 MR. JACQUEZ: Okay. We will take care of
23
24 this in a minute. Okay?
25
                 We have a motion to accept Article V,
```

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39
   Section 1.
 1
 2
                 MS. HORTON: What is your name?
                 MR. HOKKANEN: January Hokkanen. I'll
   second that for discussion.
                 MR. JACQUEZ: That's where we're headed.
 5
   Okay. We have a second. Okay. We're open for
   discussion. Let us read on what the motion is -- or what
   the -- what we're voting on.
 9
                 MS. HORTON: Okay. So the way it is
   currently in our bylaws now it states: Section 1, annual
101
   membership meeting. The annual meeting of the members of
11
   this association shall be held on the last Wednesday of
12 I
   January of each year.
13
                 The recommended amendment reads: The annual
14
15 meeting of the members of this association shall be held
16 between January 10th and March 10th of each year on a date
17 I
   set by the board of directors.
                 So some background behind this is one of the
18
19 issues we've run into is this last election. It dictated
20 when we could open voting, when we closed voting, which
21 made it for a very tight time frame to get everything done
22 | and it didn't allow everybody to get membership documents
   done on time to be voting members. But because this was
231
24 in our bylaws that we had to have our membership meeting
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on the last Wednesday of January, we just couldn't scoot

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40
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back any to allow for additional time. And that's where
   this recommendation came from and why this is here. It's
   to allow some flexibility so as things come up, if we need
   to allot for additional time, the ability is there.
5
                 MR. PHILO: Andy Philo, member. I guess I
   have a little bit of a question. To give notice to all of
   the members, as I understand the bylaws, requires a 10-day
   notice. Is that not correct?
                 MR. JACQUEZ: Yes.
9
                 MR. PHILO: So we can get a notice 10 days
10
   prior to you wanting an annual meeting.
111
                 The next part of that question is that how
12
   many days do we have to give notice to the board if we
   want something on the agenda?
14
                 MR. JACQUEZ: I believe it's the same, isn't
15
   it? We have a 10-day --
16
                 MR. PHILO: So you're telling me, then, the
17
   same amount of time as I get the notice --
                 MR. JACQUEZ: Well --
19
                 MR. PHILO: -- I've got to let you know
20
   something I want on the agenda. I think that that is
21
   totally wrong.
22
23
                 MR. JACQUEZ: I think -- well, no, no, no.
   I think the notice -- excuse me. I think the notice goes
24
   to the membership. Okay? You're asking me if you want to
25
```

```
call a meeting?
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3

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10

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12

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MR. PHILO: No. Something on the agenda, we're required to give you 10 days' notice; however, we only get 10 days' notice that there's even going to be a meeting.

MR. JACQUEZ: Yes.

MS. HORTON: The way it works is we have to have the packages to the mailing company three days before we want them in the mail. So if we want a 10-day notice, we actually have to have our stuff in to Go Direct by 13 days before the meeting. So you would have to have any questions or things you wanted addressed on the agenda to us before 13 days.

MR. PHILO: I don't know if there's a 15 meeting called until I get it 10 days beforehand.

MS. HORTON: It would be in one of our public meetings that the board of directors has. That's when that meeting date gets set. So it would be on the agenda for a regular board meeting to set that date. And so you -- it would be on that regular agenda way before the 10 days or way before the 13.

So -- so what I'm saying -- let's say the date was March 10th. Okay? During the February board meetings, the board would have to set that date and so that date is determined well before the 10 days. Just the

3

5

15

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package has to be mailed out 10 days before, not when the date is decided.

MR. PHILO: Something doesn't sound quite right there. There could be a real problem.

MR. CROWLEY: My name is Bob Crowley and I'm a member. I tried to put something on the agenda 15 days before today's meeting and I was rejected. Now, there's no policy written anywhere that I'm aware of, is what Jennifer just said, that if you submit it 13 days in 10 advance, you can get it on the agenda, blah, blah, blah. Andy Philo is absolutely right. If we get a meeting 12 notice 10 days in advance and we have to add something on the agenda 13 days in advance, we'll never get anything on 13 the agenda. 14

The second thing is is just because the 16 board has a meeting in February trying to call a meeting for March doesn't mean that they can't call a special meeting at the end of March and change the date with 10 days' notice. So the point here I think is is that if you 20 want to know when your annual meeting is you'd better have it on the bylaws, set date. It's been that way for 50 years. It seems to work. I don't know why we have to have this fluid date so that we're all confused about when the annual meeting is.

Thank you.

14

17

19

21

22

23

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25

MR. HAYHOE: My name is Jim Hayhoe and I'd like to make two other points here, too. We've forgotten or haven't yet mentioned that there is a whole group of members called Snow Birds that they tend to leave starting in the month of March. And what we're doing by potentially having this meeting as late as March and potentially even defer it beyond that by a specially-called meeting is that we disenfranchise a good percentage of our membership from having the opportunity to come to the annual meeting.

Secondly, I would echo the fact that this 12 has been the last Wednesday of January since 1976. I see absolutely no reason to make a change.

MR. BAILEY: My name's Steve Bailey and I'm 15 a member. And I would like to kind of agree with that. 16 The idea here is to -- not to disenfranchise our members but to make it convenient. And one of the conveniences 18 that we need is notice and time to make -- bring anything on the agenda. If you say that we have to have it 13 days 20 before the meeting and we don't know it's a meeting until 10 days, that's ridiculous. We need to keep -- either keep the date, which was the last Wednesday, or give a very small window to allow for certain changes. I mean that could be. But as it stands now, I say leave the time. The only reason they gave for doing this is because

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they couldn't get all the new members in. Well, how many new members are we going to get? Is this going to be every year we're going to get 500 or 600 more people? I don't think so. I think what we need to do really here and all this -- and it's been very evident tonight -- the people, the members, the owners of this group, we don't know how to get anything on the agenda, we don't know how to get anything in the meeting, we don't know how to speak about things in the meeting. This cannot go on.
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MR. PALMER: Harry Palmer, I'm a member.

I've been a member of this association since 1980. I've attended about 95 percent of the meetings that have been held. This amendment or this change actually is a good idea because it allows some more flexibility than what we've had in the past. There have been times we've had storms and we've had few people show up. There have been times that other things such as the schools are having events and people would go to those rather than come here to the meetings.

Now, I would like to amend this proposal by requiring the board to publicize or to establish the date and publicize it 30 days before the proposed meeting.

That's a mov- -- I move that. I'll get that motion right.

I'm getting tired.

MR. JACQUEZ: This is about the annual --

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Regular Annual Meeting 04-29-2014
                                                 Page 45 of 94
                                                                  45
                 MR. PALMER: On the annual meeting so that
 1
   the board will publicize it at a minimum of 30 days before
   the meeting is to be held.
                 I need a second.
 4
 5
                 MR. JACQUEZ: I need a second.
 6
                 MR. HEARD: I'm Chuck Heard and I second
   that. And I am a member.
 8
                 MR. JACQUEZ: We have a second.
 9
                 MR. PETERS: He just seconded it.
10
                 MR. JACQUEZ: Any other discussion?
                 MR. CROWLEY: Point of order. Point of
11
           I'm Bob Crowley. I'd like a legal opinion as to
12
   order.
13 whether you can amend a bylaw amendment at the meeting.
14 And the reason for that being is if there's about 30- --
15 | 3,500 other people who have no clue that what was supposed
16 to be voted on has just now changed, could now change in
   the last couple of minutes. And I'd like the legal
17
18
   opinion in writing.
19
                 MR. JACQUEZ: You want the legal opinion or
   you want it in writing?
201
                 MR. CROWLEY: Both.
21
                 MR. PETERS: Lee Peters, counsel for the
22
   association. I'll give you my opinion.
231
24
                 Yes, you can amend a bylaw that's on the
```

25 agenda at the meeting and that's why people need to come

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46
   to meetings because things may change before they get
   voted on. And so certainly -- it's certainly proper to
   have amendments to something that's on the agenda like a
   bylaw amendment.
 5
                 MR. JACQUEZ: Yes, sir.
                 MR. ELLINS: Lynn Ellins, I'm a member. We
 6
   don't -- I agree with the proposal the gentleman made, but
   we really don't have any language to vote on so I would
   suggest that after it's the word directors, it says:
10 | Provided that at least 30 days' notice of the meeting is
11
   given to the membership. Then we know what we're talking
   about and we have some language to deal with.
12|
13
                 MR. JACQUEZ: Okay. We got off track a
   little bit. We have a motion and a second on the
14
   amendment to change it to 90 days.
15
                 MS. HORTON: 30.
16
                 MR. JACQUEZ: 30 days. I'm sorry.
17
                 MR. ELLINS: Just so it says it provided at
18
191
   least 30 days' notice of the meeting is given to the
20
   membership. Then you've got something to vote on.
21
                 MS. HORTON: He's going to type it in.
                 MS. LEUENBERGER: Anna Leuenberger and I am
22
23 a member. And this amendment as amended still doesn't
24
   give a time frame. And so that could be into March, could
25 be in April. It's not exact enough. Well, 30 -- 30 days'
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47
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notice between January 10th and January -- March -- 10th
   of March is that staying or is it just 30 days whenever?
                 MR. JACQUEZ: Okay. We have a motion on the
 3
   floor and a second. We'll read the amendment.
 5
                 Go ahead.
                 MS. HORTON: Okay. As typed with the
   amendment: The annual meeting of the members of this
 8 association shall be held between January 10 and March 10
   of each year on a date set by the board of directors
10 provided that at least 30-day notice of the meeting be
11 given to the membership. Period.
                 UNIDENTIFIED AUDIENCE MEMBER: Given in what
12
13 way?
14
                 (Audience discussion off the stenographic
15 record.)
16
                 MR. STRAMIELO: Tom Stramielo, member. I'd
17 like to call a question.
                 MR. JACQUEZ: Okay. We need to deal with
18
19 the amendment first.
20
                 MR. PETERS: There's been a suggestion to
21 clarify how notice will be given. Our suggestion from the
22 | board is to give notice in accordance with the Open
23 Meetings Act.
24
                 MS. HORTON: Per Kathy Jackson. Kathy
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25 Jackson --

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Regular Annual Meeting 04-29-2014
                                                 Page 48 of 94
                                                                  48
 1
                 MR. PETERS: Kathy Johnson makes that
   recommendation.
 3
                 MS. HORTON: Jackson.
                 MR. PETERS: Kathy --
 4
 5
                 MS. HORTON: Jackson.
 6
                 MR. PETERS: -- Jackson. Sorry.
 7
                 So it would be given in accordance with the
   Open Meetings Act.
 9
                 MS. HORTON: In accordance with the Open
10 Meetings Act.
11
                 UNIDENTIFIED AUDIENCE MEMBER: Need
12 clarification. Is this an annual meeting or a special
13 meeting.
14
                 MR. JACQUEZ: You need to come up, ma'am.
15
                 MR. PETERS: This deal with a special -- I'm
16 sorry. The annual meeting only.
                 MR. PHILO: Andy Philo, member. I quess I'd
17
18 like to just alert everyone. What's happening here right
19 now is that at any time at a board meeting a bylaw can be
20 changed whether you folks are here -- and this represents
21 every member here -- they can do it at their own choice
22 and I don't think that's right.
23
                 MR. JACQUEZ: Our procedure is set up as the
24 quorum can make the changes.
```

Go ahead.

16

17 l

18

19

20

21

22

23

24

25

1 MR. HAYHOE: My name is Jim Hayhoe again and I just remembered what my issue was with this. It depends on how you're going to make the notice because on the Website, the board minutes -- minutes of the board meetings, regular board meetings typically lag by about 45 to 60 days. So if your decision is that a board meeting to be able to set a date for the annual meeting, then we need to make sure we have a real clear way that this is being distributed. And I don't think it's just sufficient 10 to be able to make that notice by -- at the board meeting because you're going to be 45 days before you get that 12 out.

MS. HORTON: And we acknowledge that we've 14 been slow getting it up and we're in the process of 15 updating our Website and redoing the whole thing so that we have better control over it so that we can update our Website more timely rather than going to a third party to update. So at this state it will be given in accordance of the Open Meetings Act so it will be posted on the home page of the Website and also on the bulletin board.

MR. JACQUEZ: Okay. A question has been called. We'll vote on the amendment.

We have a question.

UNIDENTIFIED AUDIENCE MEMBER: I have a suggestion for the board on this. The mess that you guys

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are in and that we're in is exactly because of this type
   of thing. And I think you're presenting an amendment, but
   it's just not thought out and it's a mess and now you're
   making changes to it and -- and this is the kind of thing
   that's going to end us all in court because of
   disagreements on what was said and the language in it and
   when it was passed. So I would make a suggestion to the
   board to take this amendment, withdraw it from the -- from
   the assembly and go back and write it the way it should be
10 with some very specific thought and then bring it back to
11 us so we don't end up with another mess, another fight
121
   next year over what's in the bylaws and what isn't.
                 MR. ELLINS: Lynn Ellins, member again.
13
14 Still.
15
                 Lee, what is the notice requirement in the
16
   Open Meetings Act? How many days is it?
17
                 MR. PETERS: For an annual meeting --
                 AUDIENCE: We can't hear.
18
19
                 MR. PETERS: Okay. Sorry. If you add this
20 | language in accordance with the Open Meetings Act, then it
   incorporates the notice that's required under the
21
22 resolution that was just passed under the Open Meetings
   Act so exactly how many days, I'd have to sit down and
23
   figure that out.
24
25
                 MR. ELLINS: Well, if it's -- if the Open
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Meetings Act is fewer than 10 days -- excuse me -- if it's
   10 days, but fewer than 30, I think you have the option to
   exceed the requirements of the Open Meetings Act because
   the Open Meetings Act sets minimums, not maximums.
 5
                 MR. PETERS: Well, that's what this would
   do. Because you're saying that you would have to have at
   least 30 days' notice so you're overriding whatever
   minimum the Open Meetings Act would require unless the
   Open Meetings Act required more than 30 days. So you're
10
   giving at least 30 days. The Open Meetings Act is the
   mechanism by which you give notice and that notice is on
111
   the Website and --
                 MR. ELLINS: Well, my problem is that if the
13
   Open Meetings Act says 10 days, that -- that viciates the
14
   30-day proposal because the statute would probably
15
   overrule whatever we do here today.
161
17
                 MR. PETERS: No, I would disagree, Lynn.
   The statute only creates minimums. If we choose to give
18
   more notice than the open meetings act, that would
19
20
   override the Open Meetings Act. We couldn't give less
21
   than the Open Meetings Act.
                 MR. ELLINS: I agree with that. But then I
22
23
   guess my question is why do we even have to mention the
24
   Open Meetings Act. If we want it in 30 days, we do 30
25
   days.
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MR. PETERS: Somebody asked why -- what
1
2 means we would convey that to the membership. That's why
3 we're incorporating the Open Meetings Act and the
   resolution that we just passed that provides how we give
   notice out of that to the --
5
                 MR. ELLINS: But the -- but the prior
   provision of the bylaw says you'll give notice in mai- --
  by mail so that's already covered. That's in the handout
   that we have. It already says the annual meeting notice
   will be given in various ways including mailing to the
10
   membership. So you really don't need that language
111
   because I think it confuses the issue. That's all.
                 MR. JACQUEZ: That's Section 8, Lee.
13
   Section 8.
14
15
                 Go ahead.
                 MS. DICKSON: I'm Ginger Dickson. I'm a
16
   member. And I make a motion to table action on the
17
18
   amendment change.
                 MR. JACQUEZ: Miss? Ma'am? Did you make a
19
   motion on the amendment or the motion?
201
                 UNIDENTIFIED AUDIENCE MEMBER: Table the
21
   whole thing.
22
                 MS. DICKSON: I move that action on the
23
   proposed bylaw change be tabled.
24
                 MR. PETERS: There's been a motion to table
25
```

```
53
1
   any action on this amendment.
2
                 MR. HOKKANEN: Jack Hokkanen, I'd like to
   second that.
 3 I
                 MR. PETERS: There's been a second. So
   motion to table is a priority motion. We have to take
   that up first. A vote of "yes" on the motion to table
   effectively kills any action on this bylaw amendment at
   this meeting. A vote of "no" would mean we would continue
   to debate it and take a vote on it.
10
                 MR. JACQUEZ: Call for the vote. Yes?
11
   Stand.
                 (Audience discussion off the stenographic
12
   record.)
                 MS. HORTON: Call for the nos.
14
15
                 MR. JACQUEZ: Okay. The nos stand, please.
                 (Audience discussion off the stenographic
16
17
   record.)
                 MR. JACQUEZ: The vote is 69; 32.
18
19
                 MS. HORTON: 69 yes.
                 MR. JACQUEZ: 69 yes; 32 nay.
20
                 Matter's -- okay. The matter's tabled.
21
22
                 Okay. We'll move on to approval of
23 Article 5, Section 4. Need a motion.
24
                 MR. ANDERSON: Mr. Chair, I'm Curt Anderson,
25 member. I move approval of proposed bylaw amendment
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54
1
   number 2 as displayed and as handed out.
                 MR. JACQUEZ: Okay. We have a motion to
   approve Article 5, Section 4. Have a second?
                 MR. HOKKANEN: I'll second that for
 4
   discussion. And if I might start the discussion.
                 MR. JACQUEZ: Hold on. We have a second.
7
   It opens it up to discussion.
 8
                 Go ahead, sir. Tell us who you are.
                 MR. HOKKANEN: With the additional name --
9
10
                 MR. JACQUEZ: Excuse me. I'm sorry.
11
                 MR. HOKKANEN: Jack Hokkanen.
                 With the addition of Picacho Hills and
12
13 Fort Selden where we've added, what, 1,300, 1,400
14
   additional customers in that vicinity to now drop the
15 quorum that was one percent and bring it down to a half
   percent, I think we're going the wrong way. I -- I would
16
   suggest that we keep -- that we vote no on this
17
18
   recommended amendment and keep it at the one percent.
19
                 MR. JACQUEZ: Okay. So everybody
20 understands the amendment reads one percent of the total
21 membership of the association shall constitute a quorum at
   any meeting of the association for the transaction of
   business. Also one percent of the total membership
23
24
   association shall constitute a quorum for any special
```

25 meeting of the members of the association with 48 hours'

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notice. Recommendation changes one-half of one percent
for the total membership of the association shall
constitute a quorum at any regular or special meeting.
```

May I please speak to the motion also or to 5 to the recommendation. You know, you guys, you accuse us of not really knowing some of the stuff or not -- you know, we lived through this and it was very, very hard to get a quorum. Okay? In fact we went through a meeting where we couldn't even conduct business because of that 10 and that was our concern. Obviously, if everybody now 11 shows the enthusiasm that you do, we don't have to worry about this one. I totally agree with you. But there was 12 13 a need. Okay? And the board does discuss these changes. Okay? And we do a lot of thought on that. You have to --15 you have to understand that. That's why we do it. But 16 the membership is the membership and we work for the membership. Okay? So that's why the recommendation came from the board. For no other reason. Okay?

Okay. It's yours.

17

18

19

20

22

23

25

MS. TATUM: Very good. Sandy Tatum from 21 Radium Springs. I am a member.

I ask us all to remember, as we consider the reduction of the quorum, that we are in a time of a pretty 24 messy working out of a complex situation. We have increased membership beyond what most of us have had to

deal with in our other water systems. We have districts now. We have a representative from the districts on the board. This makes for a complicated messy working out and it takes the creativity and the solid representation that comes from devising good mechanisms for representing, for voting which also takes communication. Look what communication got here tonight. We all responded. This is what should be happening when we have meetings so that our representatives so acting as a total board acts in conjunction with the business requirements, crises, 111 concerns, needs throughout our membership. So, therefore, I say, even though I was here November 7th, I came to the 12 meeting, I was counted, but we barely made a quorum. We did make it, but it -- it was astounding to look around 141 and realize that in this mutual domestic association where 161 everybody wants representation, we weren't -- we're not there yet. The -- some people don't realize the parts of 17 18 the business that their input is very important on and how important it is that we make use of the fact that we have 191 20 districts and we have representatives now we can go to to try and make sure, as a board, they are informed and that 21 we -- that the information comes back to us and that our 221 bylaws do protect us and are legal. 23 24 So to cut -- to avoid problems to cut 25 representation to a half percent, I don't think anybody

```
would be happy to know that 20, 25 people could make the
   kinds of decisions that we're trying painfully to work out
 3 here. And these aren't even issues yet of -- that deal
   with direct -- don't seem to deal directly with the water
 5
   issues.
                 So I ask you to remember that. That it's a
   mutual domestic and we voted to have districts and
   representation. Let's hang in there -- even though it's
   difficult -- insist that we work out what proper
10
   meaningful representation in a whole mutual domestic water
   association might look like. Thank you.
11
12
                 MR. BAILEY: I'll try to keep this one
   brief. What --
13
14
                 UNIDENTIFIED AUDIENCE MEMBER: Name?
15
                 MR. BAILEY: My name is Steve Bailey and I'm
16 a member.
17
                 One of the things that, as I said before, is
   making it easy for members to attend the meetings and this
19 includes good notice, finding out what's going on. I
   jumped through so many hoops trying to become a member, I
```

called three people up here at the offices. I talked to

22 three different people. I got three different answers and

eventually was turned down. I mean they sent me stuff.

25 things that make it difficult. If the board would

E-mails to fill this, mark -- mark this. Those are little

21

23|

```
concentrate, perhaps, on making it easier to come out, to
 1
   show up, then you're going to get good representation.
   I'm against decreasing the quorum. That's going in the
   wrong direction. We want to be more inclusive and get
  more input. One thing that I could suggest and I've run
   this -- you know, from our association at the beginning
 7
   was very difficult to get a quorum. We did have a rule in
   place where if you don't have the quorum then you have
   the -- a second meeting at a reduced number but within 30
10
   days, you know, so that you can have the meeting. That
11
   would be the only concession I could think of, but I do
12
   not agree with this. Thank you.
13
                 MS. TOM-NELSON: Cheryl Tom-Nelson. I'm a
  member.
141
15
                 I'm curious. We're saying one percent and
16
   the quorum. But with the prior membership, before you
   added Fort Selden and Picacho, what the quorum was, 40?
17
                 UNIDENTIFIED AUDIENCE MEMBER: 31 at the
18
19
  November meeting.
20
                 MR. JACQUEZ: It was -- it was still based
   on one percent. Right, Jen? Whatever the numbers were,
21
   one percent of the membership.
221
23
                 MS. NELSON: So how many members are --
  would we need by adding the roughly, what, 1,300 members
24
251
   that have been added? So how many more? How many would a
```

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59
   quorum be? I just want to see if the one percent is
   reasonable.
 3
                 MR. JACQUEZ: Total if --
                 MS. HORTON: We went -- Jennifer Horton.
 5
   went from meeting quorum of 31 prior -- in the last
   January meeting, January of last year, to tonight of
   needing 41. So it increased by 10.
                 MR. JACQUEZ: One percent. One percent.
 8
 9
                 In no way are we intending to cut
   representation at all. We were just -- as I stated
10
   before, our whole intent was just to make sure we had a --
111
   a quorum and we could conduct business. Okay?
13
                 Yes, sir.
14
                 MR. FINO: In lieu of your just comment
   there and the lady from Radium Springs, I think maybe we
15
16
   should table this.
                 (Audience discussion off the stenographic
17
   record.)
18
                 MR. JACQUEZ: To make that a motion? Sir,
19
201
   did you make a motion?
21
                 UNIDENTIFIED AUDIENCE MEMBER: Yes, he made
22
   a motion.
23
                 MR. JACQUEZ: Okay. He made a motion to
   table. Action on this. Do we have a second?
24
                 UNIDENTIFIED AUDIENCE MEMBER: No.
25
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60
                 MR. JACQUEZ: Do we have a second? Do we
1
2
   have a second? Motion dies.
3
                 MR. ZOLTO: Bob Zolto, a member. I second.
                 MR. JACQUEZ: Let's get interpretation.
5
                 What was the motion? Clarification on the
   motion.
 6
7
                 UNIDENTIFIED AUDIENCE MEMBER: Table it.
                 MR. JACQUEZ: It was to table the motion.
8
   Right?
9
10
                 UNIDENTIFIED AUDIENCE MEMBER: And we had a
11
   second.
12
                 MR. JACQUEZ: And second.
                 You moved to table the motion. Right, sir?
13
14
                 Okay. It was to table it and we had a
15
  second.
                 MR. PETERS: Okay. As before -- Lee Peters,
16
17 counsel for the association -- the vote is on motion to
18 table consideration of this bylaw amendment. A vote of
   "yes" sets the matter aside. We don't take it up again.
19
20 A vote of not keeps the debate going and eventually a vote
21
   on this bylaw amendment.
                 MR. JACQUEZ: Okay. We call for the vote
22
   then. All in favor stand, please.
                 (Audience discussion off the stenographic
24
25 record.)
```

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61
                 MS. HORTON: "No" votes.
 1
 2
                 MR. JACQUEZ: I need the "no" vote. Please
   stand.
 3
                 (Audience discussion off the stenographic
 4
5
   record.)
                 MR. JACQUEZ: Count.
 6
 7
                 MS. HORTON: 25; 72 "no."
                 MR. JACQUEZ: 25 --
 8
                 MS. HORTON: "Yes."
 9
                 MR. JACQUEZ: -- "yes."
10
                 MS. HORTON: 72 "no."
11
                 MR. JACQUEZ: 72 "no."
12
13
                 So the amendment dies.
14
                 We're back to the motion. Discussion.
                 MS. LEUENBERGER: Anna Leuenberger. I am a
15
16 member and I move that we vote on this amendment and I
   recommend we vote it down.
17 l
                 MR. FELHAUER: Larry Felhauer, member. I
18
19 have a question about this. It's really a question I
20 think for Lee for a legal opinion. I'm concerned about
21 the recommended amendment as it's worded. First of all
22 I'm against it. I don't think we should vote to lower the
231
   quorum. But the part about the 48-hour notice. What
24 happens to our meeting notice now because the way this is
25 worded you take away the meeting notice.
```

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62
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MR. PETERS: That extra language that's in
1
   the bylaw right now is not consistent with the bylaw in
3 the article that requires notice for a special meeting.
   So it was best to take it out because it was inconsistent
   anyway.
                 MR. FELHAUER: So what's the notice for a
   special meeting, then, under the bylaws?
                 MR. PETERS: Well, it's -- under the Open
8
  Meeting Act it's 72 hours for a special meeting. But this
10 is a meeting of the membership. I'm thinking of meetings
  of the board. It's more than 48 hours, I can tell you
111
   that, so it's inconsistent so that's why we chose to take
12
13
   it out.
14
                 MR. FELHAUER: Well, I'm still wondering
   what the -- what the notification requirement is.
15
                 MR. PETERS: 10 days.
16
                 MR. FELHAUER: 10 days for any meeting,
17
   special or otherwise.
18
                 MR. PETERS: The agenda has to be posted
19
20
   within 72 hours.
21
                 MR. FELHAUER: Okay.
                 MS. MILLER: Judith Miller. I'm a member
22
23
   and I second Anna Leuenberger's motion.
24
                 MR. JACQUEZ: Okay. Call for a vote then.
25
                 Okay. Taking a vote. The motion is to
```

```
63
   approve the Article 5, Section 4, okay, and we have a
 1
   second. All the "yeas" stand up for the motion.
                 UNIDENTIFIED AUDIENCE MEMBER: Clarification.
 3
 4
                 MS. HORTON: You need to clarify what their
 5
   voting -- what the "yea" stands for.
 6
                 UNIDENTIFIED AUDIENCE MEMBER: We could not
   understand what you were saying.
 8
                 MR. JACQUEZ: We are recommending an
   amendment change. We are voting to approve or not
 9
10
   approve.
                 UNIDENTIFIED AUDIENCE MEMBER: "Yeas" would
11
   be approving?
12
13
                 MS. HORTON: A "yes" is to approve.
14
                 UNIDENTIFIED AUDIENCE MEMBER: A "yes" is to
15
   approve.
                 MS. HORTON: Get your "yes" votes. "Yes"
16
17
   votes.
                 UNIDENTIFIED AUDIENCE MEMBER: Are -- are we
18
19
   "yes" voting?
20
                 MS. HORTON: I thought so.
21
                 Are we "yes" voting?
                 MR. JACQUEZ: Yes, we're voting "yes."
22
                 MS. HORTON: Okay. "Yes" votes stand up.
23
24
                 AUDIENCE: For what?
25
                 UNIDENTIFIED AUDIENCE MEMBER: To approve
```

```
64
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```
the amendments.
 2
                 MS. HORTON: To approve the amendments.
 3
                 MR. McKAY: To my knowledge -- oh, I'm
   Franklin McKay and I am a member. And to my knowledge
 5 there is not a true motion on the docket right now. As
 6 far as I understand it, we have discussed whether we're
   going to have a half a percent or whether we were going to
   have one. I make a motion, being there is not a motion on
   the table, that we accept the one motion in the place of
10 the half a motion and vote on that.
11
                 UNIDENTIFIED AUDIENCE MEMBER: What?
12
                 (Audience discussion off the stenographic
13 record.)
14
                 MR. McKAY: I'm talking about the half a
15 percent for memberships and I vote against -- I want to
16 have a motion that we accept one percent.
                 UNIDENTIFIED AUDIENCE MEMBER: No, you can't
17
18 do that.
19
                 (Audience discussion off the stenographic
20 record.)
21
                 MR. JACQUEZ: Okay. We're -- we're out of
   order a little bit. We -- we do have a motion on the
   table.
23
24
                 Go ahead, ma'am. Clarify.
25
                 MS. LEUENBERGER: Okay. My motion was just
```

```
65
   to call -- my motion was to call for the vote. To call
   for the vote. And of course it -- so you'd have to vote
   whether you're going to stop the -- stop the discussion
   and -- and do a vote and then, if that passed, then you
   vote on the amendment.
 6
                 (Audience discussion off the stenographic
 7
   record.)
 8
                 MR. PETERS: Okay. Lee Peters, counsel.
   Technically she's called a question which requires a
   two-thirds vote to stop debate. You can do that by
   acclamation or you can stand up, however people prefer.
11!
12
   If you call -- if that call to question is approved, then
   we move to the vote on the merits of the motion which is
   to approve the amendment.
14
15
                 MR. JACQUEZ: So a "yes" would approve the
16
   amendment.
17
                 AUDIENCE: No.
                 (Audience discussion off the record.)
18
19
                 MR. JACQUEZ: I'm confused with it now.
20
                 MR. PETERS: Okay. To call a question
   requires a two-thirds vote to close debate and move to the
21
   issue of voting on this amendment. So does the group want
22
23 to do that by acclamation?
24
                 AUDIENCE: Yes.
25
                 MR. PETERS: All in favor of closing debate
```

```
66
   and calling the question say "aye."
 2
                 AUDIENCE: Aye.
 3
                 MR. PETERS: All opposed.
                 I think that means that everybody wants to
 4
   vote.
 6
                 MR. JACQUEZ: We're back to the question.
                 We're taking the "yeses," the "ayes." "Aye"
 7
 8 is for the change. All the "ayes" stand up.
 9
                 (Audience discussion off the stenographic
   record.)
10
11
                 MS. HORTON: Okay.
                 MR. JACQUEZ: Okay. All the "nays."
12
                 (Audience discussion off the stenographic
13
14 record.)
15
                 MR. JACQUEZ: The count. 89 to 4.
16
                 Okay. We're done with this now. We're
17 moving on now to public issues.
18
                 UNIDENTIFIED AUDIENCE MEMBER: What was the
19 count?
20
                 (Audience discussion off the stenographic
21 record.)
22
                 MR. JACQUEZ: I gave you the count.
23
                 I'm sorry, Jen. Go ahead.
24
                 MS. HORTON: It's 89 to 4.
25
                 MR. JACQUEZ: 89 --
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MS. HORTON: "No."

MR. JACQUEZ: -- "nos."
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MS. HORTON: It failed.

MR. JACQUEZ: It failed. 4 "yeses." Right?

Okay. We're down to public input. I remind

you the rules that were set. Individually, if you want to

address one of the issues and stuff, you've got two

minutes. If you represent a group, okay, you gain a

9 little bit. Just give us the name of the people that you 10 represent and that gives you 10 minutes. I remind you 11 it's 10 until 9:00. We have until 9:30.

MR. CROWLEY: My name's Bob Crowley and I'm

a member. As you remember I didn't get quite the -
MR. JACQUEZ: Attention, please.

MR. CROWLEY: And I do represent a number of people, Jack Hokkanen, Jim Hayhoe, Andy Philo, a whole bunch of people here so I'm going to ask them to give me their time. All I need is about four or five minutes.

I'm going to read into the record what I started to read into the record earlier which should be evident when I'm done as to why I'm reading this into the record because this has been the biggest rodeo I've ever been to. I don't know what we voted on, I don't know what we didn't vote on, I don't what language there was and so I have some real issues about the November 7th meeting and

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I have some real issues about the January election that took place. Okay.

I represent a group of members that believes that the meeting cannot proceed due to several irregularities that have occurred since October 2013. This meeting cannot proceed until we know what the correct bylaws of the water company are that will govern this meeting and who the valid directors are to sit at this meeting.

First. The bylaws that were amended at the November 7th special members meeting are invalid for three reasons. One, we believe that there was an Open Meeting Act violation since there was no vote to approve the minutes of the January 2013 meeting as required by law. This fact was pointed out to the board during the meeting and the meeting continued anyway.

The water company has been unable to produce proof of a quorum at this November 7th meeting. You can see why they could have trouble finding a proof of quorum. I requested the proof of quorum under the inspection of Public Records Act and they were incapable of producing who was at the meeting.

Reason number three, most importantly. The 24 November 7th meeting notice mailed out October 25th, 2013, 25 to 3,131 members contained proposed bylaws language to be

voted on at the November 7th meeting. There's an Exhibit C that's in their possession. The proposed bylaws language distributed and actually voted on at the meeting was materially different than what was previously mailed out to the entire membership. The proposed minutes of the 6 meeting reflect no modification to the original language nor is there any evidence of any changes posted 72 hours prior to the meeting as required by law. It's Exhibits 1-D and Exhibits 1-A. Any of these three reasons 10 will invalidate the bylaws amendments voted on at the 111 November 7th special members meeting. Second, the election that took place in January 2014 to elect two 12 13 board members violated the bylaws. If the November 7th 14 bylaw amendments above are invalid, then the two board 15 seats should have been elected by an at-large vote of the 16 membership without regard to districts. In addition, even 17 if the bylaws amendments made it to the -- at the 18 | November 7th meeting are somehow valid, those amendments only provide for district representation and not district 19| 20 voting. If you read the bylaws, that's what it says. All water company members should have had the right to vote in 21 that election, not just the districts represented. 22 effect of this is that approximately 2,500 members of the 23 water company were not permitted to vote for the two directors. Since we don't know who the validly elected 25

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directors of the water company are, this meeting cannot
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   proceed.
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                 Third, on April 2nd, 2014, we received,
   after making a formal request to the company, what was
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   represented to be the current bylaws. That's Exhibit 2-A.
                 On April 22nd, 2014, we received, quote,
 7
   corrected, unquote, bylaws with language different from
   the first set. Exhibit 2-B.
 9
                 On April 25th, 2015 [sic], we received a
10
   copy of what recorded in the clerk's office on January 17,
   2014, with language different than the corrected bylaws.
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12 Exhibit 2-C.
13
                 We have no idea what the real bylaws of the
14 water company are and we cannot proceed until we can
15 ascertain what the proper bylaws are to guide this
16 meeting. Until legal issues surrounding the November 7th,
   2013, meeting, the January 2014 elections and the
17
   irregularities regarding the bylaws are resolved, we do
19 not feel the meeting can proceed. We hope that the board
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   takes these issues seriously and takes action to address
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   and resolve these issues with us. Thank you.
22
                 MR. JACQUEZ: Thank you, Mr. Crowley.
23
                 The chair recognizes Mr. Peters.
                 MR. PETERS: Yeah, I'm Lee Peters. I'm
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25 counsel for the association. I've been counsel for some
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seven or eight years. I represent all of you. You're the association.
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3 Mr. Crowley is represented by an attorney who sent a letter last week to the board, a three-page 5 letter with a lot of documents attached. I did respond on behalf of the association to Mr. Hubert with a three-page letter with about six pages attached. I don't want to bore you with the responses but none of the issues raised by Mr. Hubert on behalf of this group have any merit. 10 There is no violation of the Open Meetings Act. There's no violation of anything. Things were done properly. 111 Things were filed and recorded properly. Everything was 13 done properly. If you -- I think what we would offer to 141 do, the association, would be to post these on the 15 Website. You can read Mr. Hubert's letter, you can read 16 my letter and you can judge for yourself. But there's 17 nothing that's been raised that affects the validity of 18 this meeting or anything done at this meeting or anything 19 done at the November 7th meeting and I'd just like to 20 leave it at that unless you want to be bored with all the 21 gory details.

MR. CROWLEY: If I could just respond to
that for just -- for just a second.

24 (Audience discussion off the stenographic

25 record.)

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                 MR. CROWLEY: If I could just respond to
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   that for just a second.
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                 MR. JACQUEZ: Do you have the name, Miss?
                 MR. CROWLEY: Bob Crowley. I'm still a
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   member.
                 What we just heard was that there haven't
   been any violations of any laws, any bylaws, any
   procedures, et cetera, et cetera. And I would just ask
   you all to think about what you just saw tonight in the
10
   operation of this meeting and just ask yourself if it's
   possible that there were no violations of any meetings,
11
   bylaws, procedures, Robert's Rules of Order, et cetera, et
13
   cetera.
14
                 MR. JACQUEZ: Any other input?
15
                 MR. FELHAUER: Larry Felhauer, member.
16 have a question about getting items submitted for the
   agenda. I know that there were some items that were
18
   submitted for the agenda. To my knowledge they were done
   in a timely fashion and yet there was never a response.
19
   They were never posted on the agenda. What do we have to
201
   do to get items on the agenda? Because I can't find
21
   anything in the bylaws that -- that tells me what we'd
22
   have to do.
23
24
                 MS. HORTON: Were you asking about
25 Mr. Crowley's request that was made to address the board
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   on the 22nd?
                 MR. FELHAUER: Yeah, he -- he sent some
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   proposed -- some proposed resolutions for the agenda and
   they were never responded to and they were never posted on
 5
   the agenda.
                 MS. HORTON: They were responded to. Let me
 7
   clarify that because I personally responded.
                 He sent them on a Friday afternoon around
   4:30 when we were closed, it was a holiday that was
10 recognized, and our agenda had been posted that Thursday
   because we are were closed and we did not want to violate
   the Open Meetings Act and so we wanted to post at least
12
   72 hours before the meeting. So I offered to put him on
13
   the May agenda. And you sent in a request to address the
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   board.
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                 MR. CROWLEY: Different topic.
                 UNIDENTIFIED AUDIENCE MEMBER: Different
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   topic.
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19
                 MS. HORTON: The letters? We sent back the
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   letter addressing the two -- the letters that you sent to
21
   the board of directors. Have you not received them?
                 MR. CROWLEY: Yes.
22
23
                 MS. HORTON: You have received them.
24
                 MR. CROWLEY: I submitted by certified
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letter -- on April 15th it was received by the water

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company. April 15th a 10-day notice date was April 19th
  for this meeting. I submitted by certified letter two
3 bylaws amendments that I wanted on the agenda and I got a
  letter back from Jennifer, I don't know like the 26th or
  something. I don't know. It was never responded to until
  then. Of course by then the 10-day window had closed, et
  cetera, and there was nothing put on the agenda for a
  vote.
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MR. JACQUEZ: Our package went to the mailing company on April 11th. Just because our bylaws 11 require 10 days doesn't mean we wait until the last minute 12 to submit something. We want to get stuff out as soon as possible once the agenda is finalized to the public so 14 that they have time to review it.

MR. CROWLEY: Publish that somewhere.

MR. ALLEN: Good evening. My name is

17 Michael Allen and I'm a member.

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I would like to express very strongly a 19 feeling that I'm getting and the feeling is that we're at 20 fault. We're at fault if we didn't show up for the meeting. Shame on us. We're at fault if we didn't get something typed and sent in right. Shame on us. We're 23 members of this organiza- -- we didn't get our paperwork in on time. Shame on us. I just don't like that feeling 25 I'm getting that the organization that's supposed to

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represent me feels this way about me. And I don't feel
   that way about them. I value them and treasure the fact
 3 that they're willing to give service but every time
   something comes up, the "I" wasn't dotted, the "T" wasn't
   crossed. Shame on us, we didn't do it right. I don't
 6 like the feeling. That makes me feel that someone is
   trying to sneak something over and I don't like that
8
   feeling.
                 MR. HOKKANEN: Jack Hokkanen, member by
 9
10 marriage.
                 I'd like to just go back a little bit from
11
12 the time that I received notification that Dona Ana Mutual
13 | Water was going to be taking over the Picacho Hills water
14 service and actually was quite excited about that based on
15 what we had to experience with the Picacho Hills
16 utilities. That started to change when you held the
   election. I came in here like a month and a half before.
17
18 | I came into the office, I filled out all the paperwork, I
   gave them my credit card. I said, "Occasionally I'm gone.
19
20 | I want to make sure you get your money, I get my water,
   everything is going to be great. Did I fill out
21
   everything?"
22
23
                 "Yup, yup. Everything is good. We can --
24 we can do the rest."
                 "So I'm a member?"
25
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25 extension.

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"Yup, yup, you're good."
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So my wife goes in fully expecting to be able to cast a ballot, of which she did, a provisional ballot, and then I get a letter: Thank you for 5 participation. We regret -- we regretfully inform you that your provisional ballot cast for the Dona Ana Mutual Water election was not counted.

8 Now here I was told by the office, I had come in early, I had completed everything. You blew me 101 out. You didn't allow us to vote. Then what really 111 topped it, you had at least a couple of months. I 12 happened to call one of the finest employees that I've 13 talked to in New Mexico, Linda Marina. I called Linda and 14 Linda said, "Mr. Hokkanen, I'm really" --

15 This is after the election. You know, she 16 said, "I know you've been getting the runaround on this. 17 Let me do this. I'll call you back within the hour." I get this e-mail from Linda -- and you should all applaud 19 her: It was a pleasure talking to you on the phone today. 20 I apologize that you have gotten the runaround on this account. That is why I wanted to take care of it 21| immediately. So, congratulations, you are now an 221 23 incredible member. Your file is complete. If you need 24 anything else, please call me -- with her phone number and

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I said if I was going to start a business, I want Linda Marina working for me. She did this in less than an hour. Donna Anna Mutual Water had all my paperwork for months and I didn't get to get my vote counted. That's not right. And that's not right.

MR. HAYHOE: My name is Jim Hayhoe and I'm a member and I'd like to address the same basic topic, but I'd like to dig at it at a much broader level. I'd like to record this into the record.

What I want to address is the 200-plus Picacho Hill residents that are still not Donna Ana Water members. Public meetings were hosted by the Picacho Hills Property Owner's Association as early as June of last year and again in September and October of last year to inform Picacho Hills residents of the pending purchase of 16 Picacho Hills utility company by Dona Ana Water. At those 17 meetings Dona Ana Water informed the residents of the 18 requirement to become members. However, the requirements were poorly presented and misleading and the actions taken to date by Dona Ana Water have turned a simple task into a complex problem.

Dona Ana Water became the water and sewer provider to approximately 850 picacho Hills residents in early December 2013. The election was held in 25 January 2014. Early voting started January 2rd.

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voting place was really the first time people like Jack found that they were not members. At that time less than 300 residents were members and eligible to vote. 300 out of the 850.

Now in April 2014, fully four months after takeover and six to eight months since the first public meetings, there are still only 2- -- 600 residents that are members and eligible to vote tonight. We still have 200 to 250 stranded out there as not members.

Dona Ana Water must be given some credit for recently adding new full and temporary work -- and I'll support my notion -- the notion of having Linda promoted -- and adding full and temporary staff to work this problem. It comes down to we request that an emergency plan be forthcoming from Dona Ana Water that 16 includes plan staff, inclusion -- inclusion of PHPOA, the Picacho Hills Property Owner's Association, and a small group of volunteers from Picacho Hills. A schedule of 19 completion and regular reviews by Dona Ana Water Board by 20 residents' name until 100 percent of the residents are members. I -- we know a lot of the members. A lot of them have special circumstances and require special actions. This is not going to be resolved by a continuing session of e-mails and letters. We need to take special

actions. Therefore I'm not sure I can do this, but I

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would like to make a motion that an emergency plan be forthcoming from Dona Ana Water that includes plan staff, inclusion of PHPOA, a small group of volunteers, schedule for completion and regular reviews by the Dona Ana Water board by resident name until 100 percent of residents are members.

MR. JACQUEZ: The motion is out of order. You know, you guys, it's kind of hard to sit here and take all this. It really is.

Well, go ahead with the comments. That's okay. You know, we take the blame for it. I take the 12 blame for it, you know, for what's happened. It may be 13 | miscommunication. You can blame it on anything. Maybe 14 you can blame it on the -- on the growth that we've 15 experienced so much. You know, we picked up two wat- --16 three water associations or three new water groups, okay, let me say it better, okay, with new membership and it's brought some challenges to us. It really has. And maybe 19 we haven't met them. Nobody has come to talk to me, to 20 | talk to the board to say, "Let's work together on this." We've worked, too, separately. We met with you guys, I 22 think, three times over some issues. We brought the redistricting up to you guys. We brought it up at 24 | Fort Selden. We brought it up here locally to educate 25 people as much as we could for the right reasons. Okay?

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   If you think there's a wrong reason, that's okay. It's
   the membership. I think you cannot judge us as not being
   competent when we can sit here and -- and agree with you
   and make those changes. We are not fighting you on this.
   When we went to redistricting, we actually lost -- if you
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   want to say we lost our power. We lost two board members
   to redistricting. We really did. And we picked up you
   guys and we picked up Fort Seldon. Two brand-new. Fort
   Selden wanted to hang us; now you guys want to hang us.
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   What have we done wrong except try to make your situation
   so much better. Your well went out in a couple of weeks
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   ago. Who stepped in and took care of it? Did anybody
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   tell you about that? The tank is in trouble. Who's going
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   to fix that? Did they tell you about that?
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                 (Audience discussion off the stenographic
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   record.)
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                 MR. JACQUEZ: And with -- I've got the
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   floor. Okay? And we'll step forward with those things.
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   If there's other issues, whether they be structural or
20 we're doing something wrong, come and talk at the board.
   Nobody is denied from coming to the board. We have input.
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22 | Membership input. You don't have to be on the agenda.
23
   Okay? We start a process. We have never had district
   representation which made it better for us. Mr. Zeemont
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   and Mr. Melton stepped right in and they came up with the
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idea, "Let's help deal with the problems individually," which worked out really well. And it's something that we're feeling out right now because it's working.
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If you have a problem, you come to your 4 5 representative and we have a chain of command and we will deal with those problems. We will not put them aside. Mr. Melton has done that. I have done that. I stepped in when we lost --- when you lost yours and tried to settle some problems that you had because we don't want to sit on 10 our duffs and not do anything. We are not picking sides. We are not against you. We are a not. I don't care what 111 12 anybody says. If we're doing something wrong, let's 13 change it. We cannot beat on this dead horse forever. 14 "Look what you did; look what you did; look what you did." 15 Okay. If we did it let's fix it and let's 16 move on. Okay. You have you power, you are the board, you are the members. We are your representatives. That's 17 what we are and that's what we stand for. Okay? And if 18 19 we're not doing our job, then there is replacement for us. But we're trying the best that we can for everybody, 21 including you guys. You guys are not the enemy. I don't car who's divided us or whatever. You are not. And if 22 231 something happens down there, we'll be there to take care 24 of it. We're dealing with a lot of prob- -- you guys are

25 a lot of problems. You really are, but we've taken on

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that challenge to fix them.
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                 UNIDENTIFIED AUDIENCE MEMBER: Yup, you
   bought us.
                 MR. JACQUEZ: Yeah. We knew what we got
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   into.
                 UNIDENTIFIED AUDIENCE MEMBER: Exactly.
7
                 MR. JACQUEZ: Okay. We knew what we got
   into and we're not backing up from solving those problems.
   Okay? But we're start -- we're stuck with regs. The
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   sewer plants leak. You've got a break. The tank. The
   well. Oh, my God. Let it stop. Okay? And we've stepped
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   in and taken care of it. Something happens at midnight,
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   somebody is down there taking care of it. And that's us.
   That's Dona Ana Water. We don't say, "If it's Picacho
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15 | Hills don't show up until 5:00 in the morning." No, we're
16 there and I dare anybody to say that we're not trying to
17
   do the best that we can to make it better.
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                 If you've got a problem with it, we all have
19 a problem with it. And if we have to vote down
20
   districting, then we'll vote it down as a membership or
21 keep it as a membership with a vote. Okay? We have a
22 procedure in place. Please don't make it seem like we're
23 a bunch of idiots because we're not. We're dealing and
24 trying to do the best that we can. If you think we did
25 | something wrong, fine. Mr. Crowley, if you've got a
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problem, you come see me. We'll set up a committee and we'll take care of things.

MR. CROWLEY: I will.

MR. JACQUEZ: Come see me. But you haven't. 5 And do it now and I will be glad to sit with you and 6 anybody else to come up with resolutions to keep everybody happy and running smooth. And that's a promise.

MR. STRAMIELLO: My name is Tom Stramiello and I'm from Butterfield One. We had the unfortunate 10 situation in that all of our systems are on septic tanks. 11 And of course when we got the request for membership, it 12 read something like you better -- if you don't pay for the sewers, we're going to sue you and also it said we have the authority to hook you to the sewer system. Well, I looked at that and I said I know what that is. Apparently 16 the top of that message said the National Bureau of Agriculture wrote this book and you-all just adopted it and you didn't realize that we had septic tanks and so 19 I -- I called and told them, "We've got septic tanks. We can't hook up to your sewer." And pretty soon you send us another document and it said just disregard all that stuff that says sewers in it and go ahead and sign it and it seems like it worked beautifully. And I appreciate what you guys did because it was hard. You had to -- you 25 couldn't actually know that we had sewers or wells or what

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we had and so when you sent those papers out, you just sent out to everybody. But when you realized how it worked, you solved it and I appreciate that.

MR. HAYHOE: Mr. Chair, I'm Jim Hayhoe, member. I would just like to respond to a couple of comments that you made.

There has not been one negative word expressed that I have heard in the four months that we've been here that you guys have not responded technically. Technically and operationally I give you a lot, a lot of credit. Obviously what it boils down to is we have a lot of problems in communication and a lot of problems in issues perceived from our side from customer service. 14 Those things can be resolved and I think you've opened the door and maybe allow us to be able to have the opportunity 16 to have those discussions.

I do want to clarify one point. You indicated that we have not tried to reach out as far as getting any information on how to help the Picacho 20 residents who are not members. I have attended several of the meetings. I have asked for the list. I finally got the list yesterday and we have already started a small group to work to start helping you guys to resolve those particular issues because there are special issues. Okay? But please feel free to know that we are supportive of you

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technically and operational.
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MR. JACQUEZ: Thank you. Thank you.

And again it's the problems that we've had. We had them with Fort Selden also. We extended deadlines. 5 | We did everything. We tried just to communicate and make sure everything -- all the paperwork. We're just trying to do the legal part of it and make sure everybody has situated. Thank you.

Yes, ma'am.

MS. HANSEN: My name is Paula Hansen. a member. And I'm not in -- in any way trying to attempt 12 any defensive action up here. I have a suggestion. 13 of the issues that we know, it is our understanding, there is a new billing and accounting software system that has 15 been approved and passed to vote on in December 10th at a 16 regular board meeting and implementation and availability should occur some time this year. In the interim we also recognize there have been numerous voices of concern about billing issues.

MR. JACQUEZ: Hold your microphone up.

MS. HANSEN: Thank you.

One of the suggestions I have is in some regular format to identify to the owners, all of us, the number of bills being challenged, the process of review 24 25 that you're using, the corrective actions required and

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what's been resolved. If everybody just talks about the
  problem they have and there's no discussion of what has
3 been done and resolved, then we can't carry a positive
  attitude and see a movement going forward. If we know
  that there's work going on and actions ocurring that --
  yes, some will take longer than others to get done, but at
  least we know there's movement and that provides a more
  positive tone to all of the rest of us that are hearing
  things and allows us to interact in your behalf.
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MR. JACQUEZ: Thank you. Clarification. Invite us to your meeting. We'll do the best that we can. 12 You know, I pass this mic around, but I pass it because we look for the most qualified people that we know. And we've done some very good choices as a -- as a board member. That's why it doesn't embarrass me to go, "Jennifer? Lee?" or anybody. Because we're trying to be responsible. We're trying to get it right. Okay? If you have questions, if you have one of your meetings say, "Mr. Chairman, David, can you and Jennifer come by and talk to us? We have some questions for you, " glad to do it. I will.

Jennifer? Lee? Oh, not Lee. We have to pay him so -- glad to take him. Glad to take him. And again that's part of communication. That's part of us being a part of you and you have questions and we have

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questions on procedures and actions that we take. We'll be glad to discuss them, they're not secret. They're not secret at all.
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Miss? It's 15 -- 16 after.

5 MS. RICHARDSON: Okay. My name is Susan Richardson and I am a member. And you see, people, this 7 is called growing too fast and growing pains. And in the last 15 minutes, with the last three people speaking they, did it in such a way that it opened up communication 10 lines. The rest of the other part of the meeting was a bunch of chaos and people getting upset and pointing 11 12 fingers and you don't get anywhere with pointing fingers. Do you? Okay? These poor people are trying their best. 13 Remember we are all people. We're not robots. We do 15 fail. We do not communicate always. On both sides of the 16 table, we've got issues, we've got legal issues, we've got 171 personal issues, we've got billing issues, we've got this 18 issue, we've got septic tank issues. We've got issues. But if you do it in such a way that it doesn't offend 19 20 somebody or put them on the defensive, you get a lot more done. You get a lot more cooperation. You get a lot more 21 everything. Okay? This poor man had to, in the last half 221 an hour, basically be on the defensive, going, "Okay. Where am I going to be a attacked now. Okay. Who's next? 24 25 Who's going to" -- okay. The same thing with all these

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people. Okay? You've been dealing with issues, but you
  haven't been communicating them and if you don't
  communicate, you don't get anywhere. So what I would
  suggest is that the next meeting, you write down all your
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  stuff, you get in in your head and you do it in such a way
  that you don't attack each other and you work with each
7
  other and this is how you get through growing pains.
  Thank you.
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MR. JACQUEZ: Thank you, ma'am.

MR. ALLEN: Michael Allen, still a member.

I hope you didn't hear my criticism, and it was a criticism, of the services provided having to relate to those fine men back there in the blue shirts who keep my water running and my sewer running. Because you-all are doing a good job, guys. My problems have been with what I perceive is a culture that's more oriented towards paperwork than people work. When I called and said, "I didn't get my water bill. You've charged me a late fee," I was told, "That's your fault. You should have called us and let us know that you didn't get your bill." It's like everyone who's not here, raise your hand. It just doesn't make sense. So work harder, get a stronger board and recognize that the challenges have increased tenfold. New ways.

MR. JACQUEZ: I challenge you to get

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stronger members that care and are involved.
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                 MR. ALLENS: Don't blame me.
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                 MR. JACQUEZ: No, no, no. No. Hey, that's
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   a compliment. That's a compliment, please.
 5
                 UNIDENTIFIED AUDIENCE MEMBER: We're here.
                 MS. PHILLIPSON: My name's Kathy Phillipson
   and I would just like to say "thank you." On Christmas
   night, with 22 people in the house, I had a flood and when
   I called Roto-Rooter, they said it wasn't actually my
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   fault, it was in the sewer. And it turns out that the
   sewer had not -- that the sewer drain had not even been
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   touched in 30-some-odd years. So I want to say thank you
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   because everything works.
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                 MS. CAPLING: My name is Martha Capling. I
   am here representing, apparently, my husband Stuart
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   Capling, because his name is on as a member and mine is
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17 not. I am a little concerned.
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                 UNIDENTIFIED AUDIENCE MEMBER: Hold the mic
19
   up.
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                 MS. CAPLING: I'm sorry. Let me just read
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   what I have written here.
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                 As individual members of Dona Ana Water
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   company who own multiple properties within your district,
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   we are restricted, according to your bylaws, to one and
25
   only one vote even though we pay more than one bill. I am
```

```
1
   just wondering is that fair?
 2
                 UNIDENTIFIED AUDIENCE MEMBER: No.
 3
                 MS. CAPLING: That is my question.
 4
                 MR. JACQUEZ: May be an issue that needs to
 5
   brought up to the membership.
 6
                 UNIDENTIFIED AUDIENCE MEMBER: No.
 7
   you mean maybe?
                 MR. JACQUEZ: What did you ask?
 9
                 UNIDENTIFIED AUDIENCE MEMBER: I said what
10
   do you mean maybe? Address it.
11
                 MS. CAPLING: I might have heard someone say
12
   this evening -- correct me if I'm wrong -- it doesn't
13 matter if you have 30 properties, you only are going to
   have one vote. Did I hear that?
14
15
                 AUDIENCE: Yes.
16
                 MS. CAPLING: Okay. I rest my -- my point
17
   is made.
                 UNIDENTIFIED AUDIENCE MEMBER: We handle it
18
   the same way at Lower Rio Grande. Just because you have
19
20
   more money to own more properties doesn't give you the
21
   right to have more votes.
22
                 MR. JACQUEZ: I have two properties; I have
23
   one vote.
                 Okay. But, you know, it's something that we
24
25 | need to discuss, guys. You know, we're running out of
```

```
time. We need to come back to the agenda on the minutes
   of November 7th. Okay? Is that agreeable. Are we
 3
   through with the comments? You know what? If we'd had
   done this at the start, I think, and aired out some
   things, we'd have gone through this agenda probably in 30
   minutes. Next time we know better. We learned a lesson.
   Okay?
 8
                 (Audience discussion off the stenographic
 9
   record.)
10
                 MR. JACQUEZ: Okay. Let's get straight,
11
   Mr. Lee.
12
                 MR. PETERS: The group voted to hear public
   input before considering with finality the approval of the
13
   minutes of the November 7, 2013, meeting. So we are back
14
15 on the motion to approve those minutes as was originally
16 made before the group pushed this past the public input
17
   part of the agenda.
18
                 MR. JACQUEZ: So what do we need?
19
                 MR. PETERS: We need more discussion.
2.0
                 MR. JACQUEZ: Okay. We're running out of
   time here. Okay. We'll call for a vote? Okay. And the
21
22 call is for the November 7th meeting.
23
                 For clarification purposes there was a
24 motion to amend to add the adopted bylaw amendment --
25
   amendments and the article amendment that were made at the
```

```
92
```

```
1 November 7 meeting to the minutes. So that's the motion
   before you is to approve the minutes with those documents
 3
   added. A "yes" vote approves the minutes, a "no" vote
   disapproves them or -- well, does not approve them.
 5
                 UNIDENTIFIED AUDIENCE MEMBER: Who made the
  motion?
 7
                 UNIDENTIFIED AUDIENCE MEMBER: I did.
                 MR. JACQUEZ: Okay. "Yes" approves the --
   the minutes. "Yes" stand.
10
                 (Audience discussion off the stenographic
11 record.)
12
                 MR. JACQUEZ: Okay. We've still got the
13|
   quorum. Did you count up front, Jen?
                 MS. HORTON: Okay. We're good.
14
15
                 MR. JACQUEZ: Okay. Against. Please stand.
16
                 (Audience discussion off the stenographic
17 record.)
18
                 MR. JACQUEZ: Okay. We have a count.
   Right?
19
20
                 MS. HORTON: 32; 27.
                 "Yeses" have it.
21
                 MR. JACQUEZ: What?
22
23
                 MS. HORTON: 32 "yes;" 27 "no."
                 MR. JACQUEZ: 32 "yes;" 37 --
24
25
                 MS. HORTON: 27 "no."
```

```
93
 1
                  MR. JACQUEZ: -- 27 "no."
 2
                  The minutes are approved. Okay?
 3
                  Okay. Guys, we're getting pretty close. Is
   there any other business to discuss before this minute?
   Does anybody have anything further?
 6
                  UNIDENTIFIED AUDIENCE MEMBER: I move that
 7
   we adjourn.
 8
                  MR. JACQUEZ: We have a motion to adjourn.
 9
                  AUDIENCE: Second.
10
                  MR. JACQUEZ: We have a second. All in
11
   favor signify by saying "aye".
12
                  AUDIENCE: Aye.
13
                  MR. JACQUEZ: Opposed.
                  Motion carried. Thank you guys again.
14
   Thank you for being here, everybody.
15
16
                  (Meeting adjourned at 9:29 p.m.)
17
18
19
20
21
22
23
24
25
```

```
94
 1
                             CERTIFICATE
 2
    THE STATE OF TEXAS
 3
 4
    COUNTY OF EL PASO
 5
 6
              I, Mayela Lopez, a Certified Shorthand Reporter
 7
    in and for the State of Texas, do hereby certify that this
    transcript is a true record of the proceedings, and that
 9
    said transcription is done to the best of my ability.
10
11
              Given under my hand and seal of office on this
12
    5th day of May, 2014.
13
14
15
16
                              Mayela Lopez, Texas CSR 8259
17
                               Firm Registration No. 734
                              420 East San Antonio, 2nd Floor
18
                              El Paso, Texas 79901
                              My Commission Expires: 12/31/14
19
20
21
22
23
24
25
```

Regular Annual	Meeting 04-29-2014	Page 1 of 25
1	<b>2,500</b> 69:23	<b>30-day</b> 47:10 51:15
<b>1</b> 38:10,17,20	20 57:1	<b>30-some-odd</b> 89:12
39:1,10	200 78:9	<b>30th</b> 16:7 18:19
<b>1,300</b> 54:13 58:24	<b>200-plus</b> 77:10	27:25 29:2,19 30:10
<b>1,400</b> 54:13	2013 4:4,9,13,22	<b>31</b> 58:18 59:5
10 40:10	16:7,8 18:19 27:25	<b>32</b> 53:18,20
41:3,4,15,21,25 42:1,12,18 43:21	29:19	92:20,23,24
47:8 51:1,2,14 59:7	30:10,13,19,21 33:21 68:5,14,24	<b>37</b> 92:24
62:16,17 67:10,11	70:17 77:24 91:14	<b>38</b> 34:15,16
74:11	<b>2014</b> 1:11 69:12	4
10:00 21:24	70:3,6,11,17 77:25	<b>4</b> 53:23 54:3 63:1
100 17:2 78:20 79:5	78:5 94:12	66:15,24 67:4
<b>10-day</b> 40:7,16 41:9 74:1,6	<b>2014-03</b> 34:20	<b>4:30</b> 73:9
10th 39:16 41:23	2015 70:9	<b>40</b> 58:17
47:1 85:15	22 89:8	<b>41</b> 8:8,9,18 59:7
<b>11</b> 30:9	<b>22nd</b> 70:6 73:1	<b>420</b> 94:17
<b>118</b> 11:5,6	<b>25</b> 57:1 61:7,8	<b>45</b> 49:5,11
11th 74:10	<b>250</b> 78:9	<b>48</b> 54:25 62:11
<b>12/31/14</b> 94:18	<b>25th</b> 4:21 68:24 70:9	<b>48-hour</b> 61:23
<b>120</b> 6:25	<b>26th</b> 74:4	
<b>13</b> 33:24 41:10,13,21	<b>27</b> 92:20,23,25 93:1	5
42:9,13 43:19	29 1:11	<b>5</b> 27:15,16 53:23 54:3 63:1
<b>15</b> 42:6 87:4,8	<b>2-A</b> 70:5	<b>5:00</b> 82 <b>:</b> 15
<b>15th</b> 73:25 74:1	<b>2-B</b> 70:8	
<b>16</b> 87:4	<b>2-C</b> 70:12	<b>50</b> 42:21
<b>17</b> 70:10	2nd 70:3 94:17	500 44:3
<b>180</b> 6:25	2rd 77:25	<b>5551</b> 1:13
<b>1976</b> 43:12		<b>5th</b> 94:12
<b>1980</b> 44:11	3 3 14:23 36:13	6
<b>19th</b> 74:1	<b>3,131</b> 4:22 68:25	<b>6</b> 36:17
1-A 4:16 69:9	3,500 45:15	<b>60</b> 6:25 49:6
<b>1-B</b> 4:19	<b>30</b> 17:18 20:20 44:22	<b>600</b> 44:3 78:7
1-C 4:24	45:2,14	<b>69</b> 53:18,19,20
1-D 69:9	46:10,16,17,19,25	
	47:2 51:2,7,9,10,24 58:9 90:13 91:5	7
2.	300 78:3	<b>7</b> 4:9,21 30:19,21 36:23 91:14 92:1
<b>2</b> 36:7 54:1 78:7	70.5	00.20 JI.I. JL.I

Regular Annual	Meeting 04-29-2014	Page 3 of 25
44:7 45:25 46:3 62:19 72:17,18,20,21 73:3,5,10,14 74:3,7,13 80:22 91:1,5,17  Aggie 9:1 ago 2:17 80:12 agreeable 10:3 12:20 91:2 agreement 19:22 20:6	24:11,15,20 26:10,18 27:17 31:12 36:12,17 37:3,7,12 38:7,17,19 39:14 44:13 45:13 46:4,15,23 47:4,7,19 49:22 50:2,8 52:18,20 53:1,7,25 54:18,20 60:18,21 61:13,16,21 63:9	anybody 17:24 56:25 80:12 81:12 82:16 83:6 86:16 93:5  anyone 9:16  anything 10:8 14:9 42:13 43:18 44:7,8 71:11,18 72:22 76:24 79:13 81:10 93:5  anyway 4:15 62:5 68:16
Agriculture 83:17	65:5,14,16,22 91:24,25	anywhere 42:8 87:12
ahead 2:10 11:7 24:1,6 47:5 48:25 52:15 54:8 64:24 66:23 79:10 83:22 aired 91:4	amendments 12:14 26:18 31:7,12 46:3 64:1,2 69:10,14,17,18 74:3 91:25	88:3  apologize 76:20  apparently 83:15  89:15  applaud 76:18
alert 48:18	amount 40:18	appreciate 19:18
Allen 74:16,17 88:10 ALLENS 89:2 allot 40:4	Ana 1:6,12 2:3 16:2 36:20 75:12 76:6 77:11,16,17,20,22 78:10,15,19 79:2,4 82:14 89:22	83:23 84:3  approach 10:9 21:12  appropriate 14:25
allow 3:20 39:22 40:1,3 43:23 76:10 84:15 allows 44:14 86:9 alphabetical	Anderson 27:24 30:24 32:16,23 35:4 38:18 53:24 Andy 40:5 42:11	appropriately 7:8  approval 11:18 22:20 23:25 27:25 31:24 33:24 34:20 38:7,9,19 53:22,25
16:23,24	48:17 67:16	91:13
already 13:19 18:7,23 38:2 52:8,9 84:22	Anna 34:24 46:22 61:15 62:23 77:3 announce 9:19	approvals 20:12 approve 4:13 18:18,19,20 19:5 22:24 24:6 29:18
alternative 13:11  am 14:22 22:19 45:7   46:22 55:21 61:15   64:4 85:10 87:6,24   89:15,17,25  amend 18:25 24:6   25:2,7,9,14 44:20   45:13,24 91:24  amended 4:8 29:9   30:19 31:10 46:23	annual 1:5 27:25 29:19 30:11 39:10,11,14 40:11 42:20,24 43:10 44:25 45:1 47:7 48:12,16 49:7 50:17 52:9 answer 29:6,10,11,13 answered 29:7 answers 57:22	33:21 34:25 35:3 37:2,11 54:3 63:1,9,10,13,15,25 64:2 65:14,15 68:13 91:15 92:2,4  approved 14:23 65:12 85:15 93:2  approving 63:12 approximately 69:23
68:10	Antonio 94:17	77:23
amendment		

Regular Annual	Meeting 04-29-2014	Page 5 of 25
79:17 80:11,24	<b>bored</b> 71:20	90:3,11,16
82:17 83:12 91:6	bought 82:3	car 81:22
beyond 5:9,17 43:7	<b>box</b> 16:8	card 75:19
55:25	brand-new 80:8	care 38:23 76:21
biggest 67:22	<b>break</b> 82:10	80:12 81:11,23
bill 88:18,20 89:25	<b>brief</b> 57:13	82:12,13 83:2 89:1
billing 85:14,19 87:17	bring 9:22 43:18	carried 93:14
<b>bills</b> 85:24	50:10 54:15	carry 86:3
Birds 43:4	<b>brings</b> 13:19	cast 17:4,6 76:3,6
bit 2:19 7:7 20:3,6	broader 77:8	certain 43:23
21:1,21 22:9 34:9	brought 9:24	certainly 13:12 46:2
38:13 40:6 46:14	79:18,22,23,24 90:5	CERTIFICATE 94:1
64:22 67:9 75:11	building 14:1 21:23	<b>certified</b> 73:24 74:2 94:6
Black 20:11,18 32:8	<b>bulletin</b> 36:3,5,21 49:20	certify 94:7
<b>blah</b> 42:10		cetera 72:8,12,13
<b>blame</b> 79:11,12,13,14 89:2	<b>bunch</b> 67:17 82:23 87:11	74:7
<b>blew</b> 76:9	Bureau 83:16	chain 81:5
blue 16:6,25 88:13 board 2:3 3:18,23 4:14,16 7:23 8:25	business 16:14,19 17:5 20:13,20 34:19 54:23 55:9 56:10,18 59:12 77:1 93:4	chair 7:6,22 9:7 18:2 21:6,25 22:3 28:12,14 53:24 70:23 84:4
36:3,5,21 39:17 40:13 41:17,19,23,24 42:16 44:21 45:2 47:9,22 48:19	<b>Butterfield</b> 83:9 <b>bylaw</b> 4:22,24 38:19 45:13,24 46:4 48:19 52:7,24 53:7,25	Chairman 2:25 3:20 28:10 32:16 35:12 86:19 challenge 82:1 88:25
49:4,5,6,10,20,25 50:8 55:13,18	60:18,21 62:2 69:14 91:24	challenged 85:24
56:3,9,21 57:25 62:11 68:15	<b>bylaws</b> 3:17 4:6,8	<b>challenges</b> 79:18 88:23
69:13,14 70:19 71:4	5:3 12:3,14 13:15 16:15 30:20	chance 7:7
72:25 73:15,21 78:19 79:5,20 80:6,20,21 81:16 85:16 86:14 88:22	39:10,24 40:7 42:21 50:12 56:23 62:7 68:7,10,25 69:2,10,13,17,20	change 42:18 43:13 44:13 45:16 46:1,15 52:18,24 63:9 66:8 75:16 81:13
<b>Bob</b> 3:15 24:17 32:3	70:5,7,11,13,15,18	changed 45:16 48:20
42:5 45:12 60:3 67:12 72:4	72:7,12,22 74:3,10 89:24	changes 22:12 43:23
boils 84:11	09:24	48:24 50:4 55:1,13
book 83:17	С	69:7 80:4
bore 71:8	Camino 1:13	chaos 87:11
7110	Capling 89:14,16,20	chaotic 17:2

Regular Annual	Meeting 04-29-2014	Page 7 of 25
66:15,19,22	currently 39:10	<b>December</b> 77:24 85:15
92:13,18	Curt 27:24 30:24	decided 42:2
counted 56:13 76:7 77:5	32:16,23 35:4 38:18 53:24	decision 49:6
counter 26:8	customer 84:13	decisions 57:2
counters 26:8 28:11	customers 54:14	decreasing 58:3
30:1	cut 56:24 59:9	defensive 85:12
counting 28:15 34:9	<b>Cut</b> 56:24 59:9	87:20,23
COUNTY 94:4	D	<b>defer</b> 31:23
couple 35:24 45:17	dare 82:16	32:6,9,24 33:1,20 34:17 43:7
76:11 80:11 84:5	date 31:9 36:18	deferred 31:23
course 65:2 74:6	39:16 41:18,19,23,24,25	<b>delay</b> 20:7
83:11	42:2,18,21,23 43:22	denied 80:21
court 50:5	44:21 47:9 49:7	depends 49:2
cover 21:2	74:1 77:20	details 71:21
covered 52:8	David 86:19	detect 15:3
creates 51:18	day 94:12	determined 41:25
creativity 56:4	days 6:25 40:10,13 41:3,4,8,11,13,15,2	devising 56:5
credit 75:19 78:10 84:11	1,25	Dickson 52:16,23
crises 56:10	42:1,6,9,12,13,19 43:19,21 44:22 45:2	dictated 39:19
criticism 88:11,12	46:10,15,17,19,25	dies 60:2 61:13
crossed 75:5	47:2 49:6,11	different 5:1,4
Crowley 2:25	50:16,23 51:1,2,7,9,10,14,24	10:22 11:22 57:22
3:3,6,7,13,15	,25 58:10 62:16,17	69:4 70:7,11
5:6,11,19,23	74:11	73:16,17 <b>difficult</b> 57:9,25
6:3,8,11,15,18,19,2 2,23 7:1,10,13	De 1:13	58:7
24:17 32:3 42:5	dead 81:13	dig 77:8
45:11,12,21	deadlines 85:4	direct 8:3 41:10
67:12,15 70:22 71:3,22 72:1,4	deal 7:17 25:3 46:12	57:4
73:16,22,24 74:15	47:18 48:15 56:1 57:3,4 81:1,6	direction 58:4
82:25 83:3	dealing 81:24 82:23	directly 57:4
Crowley's 72:25	88:1	<b>director</b> 9:3 16:3
Cruces 1:14	Dean 28:18	directors 4:7 8:25
CSR 1:17 94:16	debatable 6:14	39:17 41:17 46:9 47:9 68:8 69:25
culture 88:16	<b>debate</b> 26:1 53:9	70:1 73:21
curious 58:15	60:20 65:10,21,25	disagree 51:17
current 70:5	debating 6:14,15	

groups 17:3,7 79:16 growing 87:7 88:7 growth 79:14

guess 7:13 40:5
 48:17 51:23
quide 70:15

**guy** 2:16,17

guys 10:8 11:3 18:12 26:9 49:25 55:5 79:8,21,23 80:8,9 81:21,24 83:24 84:9,23 88:15 90:25 93:3,14

H
half 54:15 56:25
64:7,10,14 75:17
87:22
hand 11:14 13:3 15:8
26:7 29:20 32:21
34:5 88:21 94:11

34:5 88:21 9
handed 54:1
handle 90:18
handled 13:8
handout 52:8

happened 76:12 79:12 happens 61:24 81:23 hard 15:3 37:19 55:7 21:2 43:3 72:6 79:19 83:4 88:2 having 11:22 13:14 34:8 43:6,9 44:17 78:12 88:12 Hayhoe 14:11,12 31:16,19 33:7 37:4 43:1 49:1 67:16 77:6 84:4 head 88:5 headed 27:23 39:5 hear 3:1 11:10 18:11,15 21:9

32:1,21 33:5,15 35:16 50:18 88:11 90:14 91:12 heard 45:6 72:6 84:8 90:11

hearing 8:4 86:8 held 5:15 39:12,15 44:13 45:3 47:8 75:16 77:24

**help** 21:17 38:2 81:1 84:19

format 85:23 Fort 54:13 58:17 79:24 80:8 85:4 forthcoming 78:15 79:2 forward 80:18 86:4 frame 39:21 46:24 Franklin 64:4 free 84:25 Friday 73:8 front 32:22 92:13 full 25:25 78:11,13 fully 76:2 78:5 **future** 29:12 G gain 67:8 gall 19:19 Garcia 9:1 gentleman 46:7 gentlemen 37:18 germs 35:19 gets 4:16 17:13 20:8 41:18 getting 44:24 49:14 72:16 74:19,25 76:16 84:19 87:11 93:3 **Ginger** 52:16 given 24:4 46:11,19 47:11,12,21 48:7 49:18 52:10 78:10 94:11 gives 67:10 giving 3:22 51:10 **glad** 7:10,18 19:14 31:15 32:21 83:5

86:20,23 87:2

Regular Annual	Meeting 04-29-2014	Page 11 of 25
helping 84:23	87:23	74:17,19,25
hereby 94:7	hours 36:11,15 54:25	75:19,25 76:14 77:6 78:25 83:9 84:4
He's 46:21	62:9,11,20 69:7 73:13	85:11 89:20 90:12
hey 19:18 89:3	house 89:8	immediately 76:22
Hi 16:2 18:12	household 17:16,17	implementation 85:16
Hill 77:11	How's 18:16 35:20	important 56:18,19
Hills 54:12 75:13,15	Hubert 71:6,9	importantly 4:20
77:12,15,16,23 78:17,18 82:15	Hubert's 71:15	68:23
hire 2:17	husband 37:25 89:15	incapable 68:21
Hokanen's 24:18	37,23 03,13	include 29:9,22
Hokkanen 24:2,3 39:3	I	30:19
53:2 54:4,9,11	I'd 3:21 38:3 43:1	included 23:20 30:22
67:16 75:9 76:14	45:12,17 47:16 48:17 50:23 53:2	includes 57:19 78:16 79:2
hold 15:19 19:9	71:19 75:11 77:7,8	including 52:10
20:2,19 35:14 54:6 85:20 89:18	idea 2:13 43:16	81:21
holiday 73:9	44:14 70:13 81:1	inclusion 78:16 79:3
home 49:19	identified 38:1	inclusive 58:4
hook 83:14,20	identify 21:13,18 23:13 85:23	<pre>inconsistent 62:4,12</pre>
hoops 57:20	idiots 82:23	inconvenience 11:3
hope 29:4 70:19	I'll 19:22 32:23	<pre>incorporates 50:21</pre>
88:11	39:3 44:23 45:23	incorporating 52:3
horse 81:13	54:4 57:12 76:17 78:11	incorporation 30:20
Horton 2:12,21 7:25	I'm 3:15,22 5:2,7	increased 55:25 59:7
8:2 9:2 16:1,2,22 17:11,14 18:9,15	6:11,12,15 9:10	88:23 incredible 76:23
19:2 20:16 23:11	10:18 11:7,9,10 12:4,23 13:5,23	indicated 84:18
27:13,15 28:5 31:6 34:3,15 38:12	16:2,3 18:13 19:13	indicates 14:23
39:2,9 41:7,16	20:18 21:5 23:14	individual 13:20
46:16,21 47:6,24 48:3,5,9 49:13	24:23 30:6,17 32:13 33:7,12,16 35:18,22	16:17 18:2 26:11
53:14,19 59:4	36:4 37:8 41:22	89:22
61:1,7,9,11	42:5,8 43:14 44:10,24 45:6,12	individually 9:7
63:4,13,16,20,23 64:2 66:11,24	46:6,17 48:15 52:16	10:14,20,24 11:1,13 12:7 13:17 15:8,15
67:1,3 72:24	53:24 54:10 57:15	24:5 27:19 67:6
73:6,19,23 92:14,20,23,25	58:3,13,15 61:20,22 62:10,14,22 64:3,14	81:1
hosted 77:12	65:19 66:23	individuals 21:7
hour 76:17 77:3	67:12,17,19,21 70:24 72:4	inform 76:5 77:14
	10.21 12.3	information 7:17

46:6,23 47:12,16

50:13 52:17,21

53:25 55:21

57:14,16,20

62:22

48:11,17,21 49:24

58:14,18 59:21,25

60:3,7,10 61:16,18

63:3,6,11,14,18,25

67:13 72:5,15 73:17

74:17 75:9,25 76:23

64:4,11,17 66:18

77:7 82:2,6 84:5

85:11 86:15 87:6

88:10 89:5,16,18

69:4 matter 60:19 90:13

materially 5:1,4

ma'am 10:8 14:19

machine 2:13

mail 41:9 52:8

mailed 4:21 5:1,5

8:2,3 42:1 68:24

mailing 41:8 52:10

main 26:17 33:11

March 39:16 41:23

42:17,18 43:5,6

46:24 47:1,2,8

Marina 76:13 77:2

mark 18:5,6 57:24

marriage 24:3 75:10

mai 52:7

69:4

74:10

man 87:22

mar 24:3

manner 35:25

19:3,20 20:2,10

64:24 85:9 88:9

22:16 48:14 52:19

matter's 53:21

Martha 89:14

maximums 51:4

may 18:2,6,13 30:23 36:19 46:1 55:4 73:14 79:12 90:4 94:12

maybe 15:25 59:15 79:13,18 84:15 90:7,10

Mayela 1:17 94:6,16

mckay 64:3,14

McKay 64:4

MDWCA 36:21

mean 42:17 43:23

48:12,13,16,19 49:6,7,10 50:17 52:9 53:8 54:22,25 55:3,8 56:13 58:9,10,19 59:5,6 61:24,25 62:3,7,9,10,17 67:25 68:4,6,8,9,11,12,14 ,15,16,18,22,24 69:1,3,6,8,11,18 70:1,16,17,19 71:18,19 72:10 73:13 74:2,21 85:16 86:11 87:10 88:4 91:14,22 92:1 93:16

Regular Annual	Meeting 04-29-2014	Page 15 of 25
90:2,6,9,18 92:5,7	mic 10:9 21:12 86:12	money 75:20 90:20
93:6	89:18	month 43:5 75:17
member/nonmember	Michael 74:17 88:10	months 76:11 77:4
10:9	microphone 3:11 10:7	78:5,6 84:8
members 2:7 3:19,24	18:10 21:8 33:14	morning 35:23 82:15
4:2,9,22 15:2 17:15	85:20	Morrow 30:17,18
21:12,18,19 36:19 39:11,15,23 40:7	midnight 82:12	·
43:4,16 44:1,2,6	Miles 33:12	motion 9:8,12 19:14,22 20:7
47:7 54:25 57:18	Miller 62:22	22:15,16
58:23,24 68:3,11,25	mind 20:6	23:1,3,7,8,13,20,24
69:11,13,21,23 74:23 77:12,18	mine 89:16	24:6,18
78:2,3,8,9,21 79:6	minimum 45:2 51:8	25:8,13,14,16 26:13,17,19 27:19
80:6 81:17 84:20		28:2,7,8 29:18,23
89:1,22	minimums 51:4,18	30:4,13 31:1,4,5,8
membership 1:7 5:2,5	minute 8:19 38:24	32:2,5,25
9:20 17:19 29:19	74:11 93:4	33:7,8,10,11,19,21
30:11,13,21	minutes 4:13 12:2,13	34:21 35:2 37:2,5,6,10
39:11,22,24 40:25 43:9 46:11,20 47:11	13:14 14:13,14,16,22	38:14,16,25 39:7
52:2,11 54:21,23	16:7,9,19	44:23 46:14 47:3
55:2,16,17,25 56:11	18:18,19,21,23,25	52:17,20,25
58:16,22 62:10	19:6 20:12,20	53:5,6,23 54:2 55:4
69:5,16 79:17	21:16,21 22:14,20	59:19,20,22,23 60:2,5,6,8,13,17
80:2,22 82:20,21 83:11 90:5	23:4 24:5,24	61:14 62:23,25 63:2
memberships 64:15	25:2,7,15,17,21 26:1,12,13,20,21,22	64:5,8,9,10,16,22,2
_	27:25	5 65:1,13 79:1,7
men 31:6 88:13	29:3,6,8,11,12,18,2	91:15,24 92:1,6
mention 51:23	2	93:8,14
mentioned 21:15 33:9	30:5,10,12,14,19,22 31:9,20,24	mouth 33:13 35:15
43:3	32:10,12,13	mov 44:23
merit 71:9	33:22,24 45:17 49:4	move 8:6,24 9:4 19:5
merits 25:17 65:13	67:8,10,18 68:14	22:13,20 25:16 27:18,25 30:12,18
mess 49:25 50:3,11	69:5 87:8 91:1,6,14,15	34:19,25 38:6,9,19
message 83:16	92:1,2,3,9 93:2	44:23 52:23
messy 55:24 56:3	miscommunication	53:22,25 61:16 65:13,21 81:16 93:6
met 79:19,21	79:13	moved 18:3 29:24
meter 17:17	misleading 77:19	60:13
meters 17:18	Miss 52:19 72:3 87:4	movement 86:4,7
method 25:9	misunderstood 12:4	moving 66:17
<b>Mexico</b> 76:13	modification 69:6	multiple 89:23

34:20,25 36:5 37:11

**notion** 78:12

81:1,6,9,25 82:8

84:12 85:3 88:15

86:2

problems 56:24

Ponteri 13:5

poor 87:13,22

**poorly** 77:19

46:10,18 47:10

provides 52:4 86:7

provider 77:23

88:12

Regular Annual	Meeting C
specific 50:10	<b>step</b> 80:1
Specifically 4:8	stepped 8
speech 5:22	81:7 82
<b>spend</b> 28:15	Stepro 28
Springs 55:21 59:15	Steve 43
staff 36:8,10	<b>stop</b> 65:3
78:13,16 79:2	stops 6:5
stand 12:1 15:10	storms 4
34:10 37:14,18	straight
53:11,15 60:23 61:3 63:2,23 65:11 66:8	Stramiell
81:18 92:9,15	Stramielo
standing 17:25	stranded
stands 43:24 63:5	stricken
start 2:10 32:19	stronger
54:5 77:1 80:23	strongly
82:9 84:23 91:4	structura
<b>started</b> 31:21 67:20 75:16 77:25 84:22	Stuart 8
starting 43:4	stuck 82
<b>state</b> 3:11 10:9	stuff 2:
18:10 21:10,12	41:10 5
49:18 94:2,7	67:7 74 88:5
stated 59:10	subject
<b>statement</b> 3:21,25 18:11	submit 4
<b>states</b> 39:10	submitte
<b>statute</b> 51:15,18	73:24
stay 37:19	<b>sue</b> 83:1
staying 47:2	sufficie
stenographer 21:9,20	suggest
stenographic 7:4	36:6 46
15:17,22 19:25	58:5 88
24:13 27:1,7,10,20	suggesti 47:20,2
28:19 30:2,7	85:12
34:1,6,12-37:15 47:14 53:12,16	suggesti
59:17 60:24 61:4	<b>sum</b> 16:1
64:12,19 65:6 66:9,13,20 71:24	support
00.9,13,20 /1.24	

80:15 91:8 92:10,16

leeting 04-29-2014
<b>step</b> 80:18
<b>stepped</b> 80:12,25
81:7 82:11
Stepro 28:6
<b>Steve</b> 43:14 57:15
<b>stop</b> 65:3,10 82:11
stops 6:5
storms 44:16
straight 91:10
Stramiello 83:8
Stramielo 47:16
stranded 78:9
stricken 29:10
<b>stronger</b> 88:22 89:1
strongly 74:18
structural 80:19
<b>Stuart</b> 89:15
<b>stuck</b> 82:9
<b>stuff</b> 2:6 20:21 34:9 41:10 55:6 57:23 67:7 74:12 83:21 88:5
<pre>subject 17:23</pre>
<b>submit</b> 42:9 74:12
<pre>submitted 72:16,18 73:24 74:2</pre>
<b>sue</b> 83:13
sufficient 49:9
<b>suggest</b> 18:13,18 36:6 46:9 54:17 58:5 88:4
<b>suggestion</b> 14:5 47:20,21 49:25 50:7 85:12
suggestions 85:22
<b>sum</b> 16:10
support 78:12
supportive 84:25

Page 22 of 25
<b>supposed</b> 45:15 74:25
sure 21:8 32:13 38:12 49:8 56:21 59:11 75:20 78:25 85:6,7
surrounding 70:16
<b>Susan</b> 87:5
<b>system</b> 83:14 85:14
<b>systems</b> 56:1 83:10
Т
<b>table</b> 33:8
52:17,21,25 53:5,6 59:16,24
60:7,8,13,14,18
64:9,23 87:16
tabled 52:24 53:21
tags 15:11
takeover 78:6
taking 62:25 66:7 75:13 82:13
talk 12:12 79:19,20 80:20 86:19
talked 57:21 76:13
<b>talking</b> 46:11 64:14 76:19
talks 86:1
tank 80:13 82:10 87:18
tanks 83:10,18,19
task 77:20
<b>Tatum</b> 55:20
technically 65:9 84:9,10 85:1
temporary 78:11,13
ten 14:2,4 21:21
tend 43:4
tenfold 88:23
Texas 94:2,7,16,18

thank 2:4,7,18 6:9

Regular Annual	Meeting 04-29-2014	Page 23 of 25	
7:14 8:5 19:1,2,20	Thursday 73:10	23:14,17	
23:16 33:17 42:25 57:11 58:12	tight 39:21	try 16:1 56:21 57:12	
70:21,22 76:4	time-consuming 13:9	80:10	
85:2,8,21 86:10	timely 49:17 72:19	trying 14:7,9 15:20 21:5 42:16 57:2,20	
88:8,9 89:7,12 93:14,15	tired 44:24	75:7 81:20 82:16,24	
that's 2:7,8 4:23	today 51:16 76:19	85:6,11 86:16,17	
7:13 12:21,22 14:4	today's 42:7	87:13	
15:15,16 20:5 21:1	Tom 47:16 83:8	Tuesday 1:11	
22:7 23:6,8 25:15 27:22 29:5,15	Tom-Nelson	turn 7:21	
31:14,22	11:8,9,16,23	turned 57:23 77:20	
33:14,16,19 37:9 39:5 40:1 41:17	12:5,9,15,17,21 58:13	turns 89:10	
43:21 44:23	tone 86:8	twice 12:3,18	
45:24,25 46:3 48:22	tonight 44:5 56:7	two-thirds 65:10,21	
50:5,21 51:5 52:2,8,12,13	59:6 72:9 78:8	type 46:21 50:1	
55:15,17 58:3	top 83:16	typed 47:6 74:22	
62:1,12 69:2,20 70:5 71:17 74:25	topic 73:16,18 77:7	typically 49:5	
77:5 79:10 80:1	topped 76:11	U	
81:17,18 82:13,14	total 8:19,21,22	unable 4:18 68:17	
83:7 86:15,24 88:16,19 89:3,4	54:20,23 55:2 56:9 59:3	uncertainty 3:22	
92:1	totally 40:22 55:12	understand 13:9,19	
themselves 25:22	touched 89:12	32:9 40:7 55:15 63:7 64:6	
therefore 56:11	towards 88:16	understanding 11:11	
78:25	<b>track</b> 46:13	85:13	
there'll 5:22,24 6:1 25:25	transaction 54:22	understands 27:23	
there's 7:8 13:11	transcript 3:10 94:8	54:20	
18:1,3 22:10 28:22	transcription 94:9	understood 27:22	
32:12 41:4,14 42:7 45:14 47:20 52:25	transgressions 6:24	unfortunate 83:9	
53:4 69:1 71:10,16	travel 36:4	UNIDENTIFIED 7:2	
80:1,19 86:2,5,7	treasure 75:2	8:15 10:4,11 11:1 13:1 15:12 17:12	
they're 13:16	treatment 29:5	19:8,11,16 20:4	
14:9,18 75:3 87:2	tried 42:6 81:8	21:4 22:23 23:5,10,19,22 24:9	
third 49:17 70:3	84:18 85:5	25:11 26:4,15 27:3	
three-page 71:4,6	trouble 21:1 34:9	28:3 29:21 30:15	
throughout 35:25 56:11	68:19 80:13	31:3,11,18 32:18 33:4 34:22	
thrown 20:5	true 34:10 64:5 94:8	35:7,11,14 38:21	
20.5	Trujillo 9:1	47:12 48:11 49:24	

52:21 57:14 58:18 59:21,25 60:7,10 63:3, 6, 11, 14, 18, 25 64:11,17 66:18 73:17 82:2,6 89:5,18 90:2,6,9,18 92:5,7 93:6 unless 18:24 51:8 71:20

unquote 70:7

update 49:16,18

updating 49:15

upset 87:11

utilities 75:16

**utility** 77:16

V

**valid** 4:7 68:8 69:18

validity 71:17

validly 69:25

**value** 75:2

various 36:1 52:10

Verbal 21:19

verify 8:12

viciates 51:14

**vicinity** 54:14

violate 73:11

violated 69:13

**violation** 4:12 68:13

71:10,11

violations 72:7,11

voice 9:16 14:24

17:25 22:8

voices 85:18

volunteers 78:18

79:3

**vote** 4:12 6:19

9:14,23,24

10:1,5,14,16,17,19,

20,21,22,24

11:21,22 12:3

13:3,8,15 14:15,24

15:4,7,14

16:5,9,16,17,25

17:4,6,13,15,17,18,

22,23,25 18:18,23

19:1 23:7

24:5,10,24

25:5,9,16

26:5,6,11,12,13,20,

21, 22, 23, 24

27:4,5,9,19

28:12,25 29:17

32:6,24

33:1,20,23,25

34:3,8,14 37:13,24

46:8,20 49:22

53:6,8,9,10,18

54:17

60:17,18,20,22

61:2,16,17,22

62:24,25 64:10,15

65:1,2,4,5,10,13,21

66:5 67:24 68:13

69:15,21,24 74:8

76:10 77:4 78:3,8

82:19,20,21 85:15

89:25 90:14,23

91:21 92:3

voted 4:23,25 5:4

11:13 45:16 46:2

57:7 67:23

69:1,3,10 91:12

votes 13:17 15:3

16:20 17:15,16

26:23 28:16 38:1

61:1 63:16,17,23

90:21

voting 9:15 10:13

13:20 15:13,16

17:1,24 19:22

25:18,21 26:10,19

33:20 39:8,20,23

56:6

63:5,9,19,21,22

65:22 69:20 77:25

78:1

W

wait 18:22 74:11

walk 37:19

wasn't 75:4 89:9

wasted 20:20

wat 79:15

water 2:3 3:18

4:6,17 29:5 56:1

57:4,10 68:7,17

69:21,24 70:1,14

73:25 75:13,20 76:7

77:3,11,16,17,20,22

78:10,15,19

79:2,4,16 82:14

88:14,18 89:22

ways 52:10 88:24

Website

36:2,8,10,16,22,25

37:1 49:4,15,17,20

51:12 71:15

we'd 2:4,10 7:10

9:25 72:22 91:3,5

Wednesday 39:12,25

43:12,22

week 71:4

weeks 80:11

welcome 2:4

welcomed 15:2

we'll 2:23 7:11,18

8:6,19,24 9:4,17

10:23 12:12,13

17:3,4 18:5 22:13 30:12 31:14 32:21

34:17,19 37:10

38:6,9 42:13 47:4

49:22 53:22 80:18

81:23 82:20 83:1,2

86:11 87:1 91:21

wells 83:25

we're 2:19 12:3

13:20 14:7,8

15:13,16,20 19:24

	:
	· ·
	¥ 1
	, <del>1</del> 1
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	The statement of the st