

**Asociacion de Vecindados en Tecomatlan, A.C.
Annual General Assembly
January 27, 2020**

Hotel Monte Carlo, Chapala, Jalisco

The meeting was called to order by President Ray Miller at 9:10 AM. Bob Esseltine was designated the proxy scrutinizer and ballots and Bob and Nancy Esseltine were designated to be the vote counters by President Ray Miller.

Board Members Present:

Ray Miller	President
Cheryl Miller	Secretary
Bob Esseltine	Water Commissioner
JP Dwyer	Director-at-Large
Tom Mills	Comisario
Lynda Thomson	acting as minute-taker for this AGM only

A.C. Members Present:

Ray Miller	Mike Jones	Lynda Thomson	Dan Kralik
Bob Esseltine	Tom Mills	JP Dwyer	Ross Hossie
Joaquin Hawkins	Tom Gallier	Larry Pellegrini	Darlene Webb

Guests:

Cheryl Miller	Dalia Zepeda	Nicolas Padilla Ramos	Dave Thomson
Byron Kirkham	Chris Hossie	Nancy Esseltine	Ango Mills
Freda Gerenda	Gerry McClintock	Faye Mosher	Rosalind Pellegrini
Kathleen Gallier	Don Wright (representing Miles Hunter)		

Minutes

At 9 am, President Ray Miller called the meeting to order and Bob Esseltine is designated the ballot scrutineer. He announced that we do not have a quorum, thus we needed to implement the 10 waiting period per bylaw 4.13. At 9:10am the meeting was called to order.

Bob Esseltine indicated that he has ballots available if required and also has all of the ballots that were sent in electronically. He stated that 76 members are eligible for voting. And that 27 members have submitted their votes.

Nicolas Padilla, our accountant, and Legal Comisario was introduced as well as Dalia Zepeda-AC Administrator. Sr Padilla noted that our AC is current and in good standing with all local, state and federal reporting with all agencies.

Our process today will be to read the motion, indicate who made and seconded it, open for discussion then vote. New motions were solicited before the end of December (none received) – any brought up

today will only be discussed or deferred to next year's agenda. Changes can be discussed in a 3-minute window, followed by discussion, then sent out for voting for all members, including those not present.

Motion: #1: Acceptance of minutes of last year's AGM

Made by: JP Dwyer

Seconded by: Ray Miller

Comments: members were requested by Bob E to record their response on their ballot sheets

Vote: For: 27 Against: 0 Abstain: 0 -> motion is passed

Motion: #2: Acceptance of WC report

Made by: Ray Miller

Seconded by: JP Dwyer

Comments: Bob highlighted the following items. Still no access to the La Calma well site. Bob has spoken with the parties involved in the law suit, so just waiting for the lawyers to get involved. The other thing is efficiencies with the La Calma well. Still investigating with instruments on the well head. The well head may be dropping but it could also be a pump problem. System seems to be working well, with no major failures, and only minor maintenance.

Dave Thomson asked about work on the upper well and options for getting a payback on getting that well working. Dave also asked about options to leverage solar for the well, but Bob mentioned that he is using what makes sense and any further investment in solar is likely not feasible.

Ernie asked about the quality of our water, especially the La Calma well. He mentioned that the Ojo de Agua has heavy metals in their water, and 2) is there any seepage from the septic tanks below him, possibly impacting our wells which are lower. Bob said that the Ojo de Agua is completely separate, and that our water quality is very good. The tests are very comprehensive and copies of the test results are available from Bob. The La Huerta well is good as well, however it has recently indicated some readings within the tested categories and Bob has communicated to the La Huerta community about this. It was recommended that Bob review an issue with a poorly installed septic system that may be affecting this well, to determine if we can report this issue to the proper authorities to request a review of this matter. Bob indicated he will take this up with the new board.

Dan Kralik congratulated Bob on his report, it was comprehensive.

Ernie congratulated the entire board for their efficiency.

Gerry McClintock asked about the possibility of checking the storage tank in the Loop's property. Gerry has volunteered to be the one to check.

Ray thanked Bob for his significant contributions the past year as well as previously, as well as Doug Reno's service and commitment prior to that from previous members of the board.

Vote: For: 27 Against: 0 Abstain: 0 -> motion is passed

Motion: #3: Acceptance of Treasurer's report

Made by: JP Dwyer

Seconded by: Bob Esseltine

Comments: Ray indicated that we have been without a treasurer for the year, and as a result, he again was required to act in this position. Over 95% of our invoices have an associated factura. All payments are now through our Bancomer account, with the assistance of Dalia. Dalia deals with ConAgua electronically, and we current on all payments. The board has decided to keep the water rates the same this year, but there will likely be an increase next year. CFE has the most significant increases (17% increase this past year).

T contract for our accountant will remain the same for 2020. There are no capital projects scheduled for this year.

The Board has thought about including reserves for surplus monies, but will defer to the new board.

Ernie Gerenda asked about the rationale behind the move from Actinver to Bancomer. Ray explained that Bancomer banking facilities are much more comprehensive and easier to use. The other main factor is that the Asociacion cannot pay our bills to some federal agencies like ConAgua via Actinver because they do not have contracts with all of the required agencies. Ernie's main concern is ease of payment of water bills for members, but if these can be made electronically that might eliminate Ernie's concerns. Some of the issues Ray has spoken with Actinver about include many multiple tokens, incorrect amounts on statements, delay in having statements available. Ray mentioned that the board specifically chose to establish our account with the Ajijic branch of Bancomer as in conducting our research, we found that a majority of the other AC's and our past and current accountant all use and recommended Bancomer, and pointed out that the Ajijic branch has an English speaking banking consultant on duty and that we have found the customer service at Bancomer to be far superior to that of Actinver. Dan asked that since there are only a few delinquent accounts (only 3 with one of those with a large amount owing, the names should be identified in the treasurer's report. Due to Dan's commitment over the last few years, most have paid up, and likely the new board next year will ask for that one member's delinquent money, and if not paid promptly, their membership will be terminated.

Vote: For: 27 Against: 0 Abstain: 0 -> motion is passed

Motion: #4: Approval of the 2020 budget

Made by: Ray Miller

Seconded by: Bob Esseltine

Comments: none

Vote: For: 24 Against: 0 Abstain: 3 -> motion is passed

Motion: #5: Acceptance of the Comissario's Report
Made by: Cheryl Miller
Seconded by: JP Dwyer
Comments: none
Vote: For: 27 Against: 0 Abstain: 0 -> motion is passed

Motion: #6: Acceptance of the President's report
Made by: Bob Esseltine
Seconded by: JP Dwyer
Comments: Dan commented on last year's report including detail which was summarized for this year's report. His preference is for more detail re Dalia's special projects. Ray mentioned that Dalia has significant work dealing with the new administrations of the federal agencies following the election of a new Mexican president. The entire payment and title processing systems within ConAgua were totally replaced over the course of the entirety of 2019. This required a lot of additional time learning and tracking our issues through and within these new systems.
Vote: For: 27 Against: 0 Abstain: 0 -> motion is passed

Motion: Unfinished Business and New Business
Made by:
Seconded by:
Comments: none
Vote: motion is passed

Motion: 2019 board member elections
Made by:
Seconded by:
Comments: Ray has really enjoyed working with this board. The roles of the board going forward are really more of an oversight role, and as a result, given where we currently stand in our processes, limits greatly the time commitments, and use of technology in banking and payments and board communication if not present (e.g. Facebook Messeenger), has lessened amount of time that must be devoted to our positions, and greatly enhances our abilities to function. Thanks to JP for the use of his home for the board meetings. Ray also recognized a revision of a bylaw a few years ago that has allowed the Asociacion to welcome long-standing renters of responsible members homes who have good character to participate by becoming associate members. In such Ray recognized and thanked Byron Kirkham and noted that Bob Esseltine was our first associate member, and that we have another standing for the position of treasurer of the

board for 2020 – Gerry McClintock.

Vote: motion is passed

Results of the Voting:

President	Ray Miller	For: 27 Against: 0 Abstain: 0 -> motion is passed
Vice President	Tom Gallier	For: 27 Against: 0 Abstain: 0 -> motion is passed
Treasurer	Gerry McClintock	For: 27 Against: 0 Abstain: 0 -> motion is passed
Secretary	Cheryl Miller	For: 27 Against: 0 Abstain: 0 -> motion is passed
Water Commissioner	Bob Esseltine	For: 27 Against: 0 Abstain: 0 -> motion is passed
Director-at-Large	JP Dwyer	For: 27 Against: 0 Abstain: 0 -> motion is passed
AC Comisario	Tom Mills	For: 27 Against: 0 Abstain: 0 -> motion is passed
Legal Comisario	Nicolas Padilla	
Administrator	Dalia Zapeda	

"The membership with their voting in of the 2020 Board, approve and grant the following powers to each and every member of the 2020 elected Board members. These powers include, but are not limited to:

- a. Execute, sign and/or Cosign bank checks
- b. Move funds to/from Association accounts
- c. Pay expenses via on-line banking accounts
- d. Administrate investment accounts

The President has the authority to delegate these powers to the 2020 elected Board members as required and necessary."

Ray announced the appointment of the Asociacion administrator Dalia Zepeda to protocolize, notarize, and file the minutes with the appropriate agencies.

Dan thanked past members who have contributed to the AC. Ray thanks Nicolas and Dalia for their work on our behalf. Dalia spoke for a few minutes about her experience working with the board members this past year.

Lynda Thomson mentioned the viability of the TelCel internet service that is now out. Speed in Chrimoyo is over 10Mbps for download, compared to a top speed with TelMex of 1.75 Mbps. They need the original of a "permanente" visa for sign up purposes. The monthly fee is pretty much the same as TelMex.

Motion: Adjourn AGM at 10:30 am.

Made by: Bob Esseltine

Seconded by: Cheryl Miller

Vote: motion is passed

