

Asociacion de Vecindados en Tecomatlan, A.C.
Annual General Assembly
January 24, 2022

Location: Loop Home Terraza, Tlachichilco

Board Members Present:

Gerry McClintock	President
Mike Jones	Vice-President
Juan Pablo Dwyer	Secretary
Bob Esseltine	Water Commissioner
Martha Silva	Administrator

A.C. Members Present:

Mike Jones	Dan Kralik
Gaetane Courchesne	Rodney Brooks
Barney Leader	Gloria George
J.P. Dwyer	Linda Dwyer

Guests:

Peggy Brooks
Brad Wisniewski
Toni Kralik

Total in attendance : 14

Minutes

At 10am the President called the meeting to order and Bob Esseltine and Gaetane Courchesne being designated as ballot scrutineers, advised the President that we do not have a quorum. Then the President advised those in attendance that as per by-law 4.13 that we would reconvene in 10 minutes, and then formally call the meeting to order at that time.

During the 10 minute recess the President pointed out that there were new arrivals to our community. Seven different homes in La Huerta now have new renters and one home has new owners. He also pointed out that our Association today is comprised of 63 members (8 in attendance) and that we are providing water to a total of 51 homes.

He then recognized the six members who passed away during 2021 and called for a moment of silence.

Motion #2

To accept the 2021 Water Commissioner's Report

Motion made by Mike Jones

Seconded by J.P. Dwyer

Votes for 18 Against 0 Abstain 2

Motion Passed

Bob outlined the plan for the project for the completion of the upgrade in La Huerta. His plan is for a three phase project which will commence in late February or early March. It must be completed prior to rainy season so likely the Villas project will be deferred to the fall. However if possible it will be started in May depending on the Water Commissioner and his responsibilities. The Villas project will be for two water lines....one line up each side of their entrance road.

Motion # 3

To accept the 2021 Treasurer's Report

Motion made by Bob Esseltine

Seconded by Mike Jones

Votes for 18 Against 0 Abstain 2

Motion Passed

McClintock pointed out that 2021 was a year of extremes. A very dry season and a rainy season of above average rainfall. Although our 3rd Quarter water useage was the lowest in recent history, our overall water consumption per household averaged 0.98 M3 for 2021(which is considered normal for our Association households). During the dry season the nation suffered severe water shortages and therefore restrictions, and at this time in April Conagua levied a 300% increase in our water tariff by nature of re-categorizing all lakeside registered water providers.

For the first part of the year financial reporting was normal, however in Aug/Sept/Oct something happened. The Treasurer experienced a lack of communication, poor and late financial reporting, needless duplication of effort, and in general a breakdown in our Administration. Something had to be done. So in November your Treasurer met with Martha Silva Bernal and after much discussion it was decided to sever relations with both the Accounting firm in Guadalajara (Startup Solutions) and with Dalia , who was our Administrator for a long period of time. The net result has been to not only streamline our Admin Operations but in addition we reduced expenses. This has allowed us to pass on a reduction in your membership assessment dues. Martha would be more formally introduced later on the agenda.

Your board decided to submit a budget for your approval based on

- a lower minimum water rate due to anticipated lower repair and maintenance costs
- a reduction in your annual assessments, passing on the savings in our Admin costs
- a completion of our upgrades to our system in La Huerta and in the Villas Bugambilias, which necessitates a Special Assessment to cover the costs of these major projects.

The Treasurer looks forward with confidence in our Admin function and to a smooth transition as Martha settles in to her new tasks at hand.

Motion #4

To approve the 2022 Administration Budget

Motion made by G. McClintock

Seconded by Mike Jones

Votes for 18 Against 0 Abstain 2

Motion Passed

No questions or comments

Motion #5

To approve the 2022 Water Operations Budget

Motion made by J.P.Dwyer

Seconded by G. McClintock

Votes for 18 Against 0 Abstain 2

Motion Passed

No questions or comments

Motion #6

To approve the 2022 Capital Projects Budget

Motion made by J.P. Dwyer

Seconded by Mike Jones

Votes for 18 Against 0 Abstain 2

Motion Passed

No questions or comments

Motion #7

To approve the 2022 Schedule of Fees

Motion made by Bob Esseltine

Seconded by G. McClintock

Votes for 18 Against 0 Abstain 2

Motion Passed

Bob Esseltine pointed out that the schedule of fees shows an item “ access licence “ fee and that the “ TBD “ that is displayed opposite this means to see the Board. However our legal advice has been to treat this issue as a voting item. In other words, to eliminate any potential conflict of interest, we will now recommend a “ fee “ to the membership and explain why. It will then be voted on by our membership.

Motion #8

To accept the 2021 Member’s Comisario Report

Motion made by Mike Jones

Seconded by G. McClintock

Votes for 19 Against 0 Abstain 1

Motion Passed

No questions or comments

Motion # 9

To accept the 2021 President's Report

Motion made by Bob Esseltine

Seconded by J.P. Dwyer

Votes for 20 Against 0 Abstain 0

Motion Passed

The President commented that there were only five Board meetings in 2021. In April we decided to accept this whopping tariff increase from Conagua as a fact of life, as it was a Federal edict to change the category that we and all other registered water drawers of water have to live with.

He thanked Lynda Thomson for her contributions over the years in creation and management of our Association website, and for her cooperation in providing Quy Nguyen with what he needed for the website transition. Quy has now arranged with his son to revamp our website and with that job complete, now Quy will be responsible for all additions or changes to our website.

We continue in good standing with the local, state, or federal agencies. Our new Administrator Martha Silva Bernal has already met with and complied with the official needs within Conagua. Earlier in the year we received our concession for the Camino Real wellsite, and last week Martha was told by Conagua that we shall receive our concession for our La Calma well within two weeks. The official at Conagua outlined clearly what their organization required of us, and we have complied last week. It took some fishing through our archives back ten years, but she provided them with the documentation needed by Conagua. Martha as well has met with Nicolas Padilla, our Contador, and understands clearly what he needs to comply with SAT.

Martha and Gerry shall meet with Actinver and BBVA within the next week to complete the changeover of duties and to complete the required paperwork.

Finally the President thanked Mike, Bob and JP, his Board colleagues, for their support and contributions over the past year.

Motion # 10

To approve the proposed Amendments to the By-Laws

Motion made by Bob Esseltine

Seconded by Mike Jones

Votes for 14 Against 0 Abstain 6

Motion Passed

Bob Esseltine mentioned that the By-Law amendments were not numerous nor were they substantive, dealing mostly with procedural issues for the Annual General Meeting. The changes were all suggested by our lawyer who has much experience in this area. These changes are as follows:

1. Language - The biggest overall change was the creation of a new Spanish language version of the By-laws. As a result, the introduction regarding language was deleted. The "first" language of the By-laws has to be Spanish and the English version becomes the interpretation from a legal perspective.
2. Address of the AC was updated to 126 Camino Real (site of the Camino Real pozo).

3. The Chapter on the conducting of our General Assemblies was extensively modified to reflect the way we are now doing the voting, by advance ballot only. Many minor changes of wording.
4. Added that a previously cast vote may be changed by a Member in attendance during the meeting.
5. Deleted 4.14 - Robert's Rules of Order are not applicable in Mexican General Assemblies.
6. Deleted some recommended Agenda items such as "Unfinished Business" and "New Business" because they are not applicable to the new AGM process.
7. Deleted 5.8 "Schedule of Fees". They must be determined at the same time the Budget is developed and sent out with the information package in advance of the meeting.
8. Changed 5.10, a Comisario cannot be appointed by the Board, must be elected by the Membership (to avoid a possible conflict of interest).
9. Changed 6.4.3, Special Assessments must be approved by the General Assembly as a budget item, not the Board.
10. Deleted 6.4.11, the Treasurer/Secretary cannot make investments or contract debt as it is not applicable in an AC (non-profit organization).
11. Changed 8.2.3, the setting of a fee for an Access License. Must be a recommendation from the Board to the Membership and approved at an AGM (to prevent the potential for a conflict of interest).

Results of the Voting for Board Postions:

President	Gerald McClintock	Votes for 20	Against 0	Abstain 0
Vice-President	Mike Jones	Votes for 20	Against 0	Abstain 0
Treasurer	No nominations but G. McClintock accepted this position			
Secretary	J.P. Dwyer	Votes for 20	Against 0	Abstain 0
Water Commissioner	Bob Esseltine	Votes for 20	Against 0	Abstain 0
Director at Large	Gaetane Courchesne	Votes for 20	Against 0	Abstain 0
Comisario				

This position (a non-voting position) will seek nominations at the New Business Meeting

The President appointed our Contador Nicolas Padilla as our Legal Comisario

And the President appointed our Administrator Martha to arrange for the procotolization of these 2022 AGM Minutes, and to file these with the appropriate agencies. In addition she is responsible for these procotolized minutes to be added to our A.C. website.

The President displayed the folder which contains the following contracts (approved by the Board)

- Fontanero contract for 2022
- Contador contract for 2022
- Administration contract for 2022

Introduction of Martha Silva Bernal our new Administrator

Martha was introduced to the group and she commented that she does have experience at a Fraccionamiento in Jocotopoc as she served as both Treasurer and Secretary. This fracc. had 170 condominiums, so she is knowledgeable in the procedures and requirements for her position here as Administrator. In December she attended a meeting with the Contador and J.P. Dwyer and

Gerry were in attendance. Padilla pointed out that he had several requirements to complete the 2021 fiscal year, and since that meeting Martha has furnished this documentation to him. He mentioned a federal government requirement and that is that we must furnish a deposit receipt to each member for any deposits made against water or annual assessments. Copies of these will be sent monthly to the Accountant. It was decided also that each member will receive a pdf copy of via email for each of these proof of deposit receipts.

The President , as a rule of order, explained that the membership with their voting of the 2022 Board, approve and grant the following powers to each member of the 2022 Board. These powers include:

- to execute, sign and / or cosign bank checks
- to move funds to / from Association accounts
- to pay expenses via on-line bank accounts
- to administrate investment accounts

The President also has the authority to delegate these powers to the 2022 Board members as required and necessary.

There being no further comments or questions

Motion to Adjourn by J.P.Dwyer

Seconded by Mike Jones

Meeting Adjourned this 24th of January, 2022