**BOARD OF DIRECTORS**
 Jason Giangiuli - Bobby Cooper – Robert Hossler – Amanda Walsh – Scott Hurst

NOTICE OF PUBLIC HEARING AND AGENDA
BOARD OF DIRECTORS SPECIAL MEETING MINTUES
Wednesday, April 3rd, 2024

The White Mountain Lakes County Recreation Improvement District Board of Directors will hold a meeting open to the public on **April 3rd, 2024 at 6:00 p.m.** at **White Mountain Lake Post Office @ (1785 Edmonds Circle, Show Low, Arizona 85901)**. The Board of Directors may vote to meet in a closed executive session for the purpose of conducting board business or obtaining legal advice from the districts’ attorney on any of the agenda items pursuant to A.R.S. 38-431.03 (A) (3).

Items on the agenda may be considered out of order at the Chairman’s discretion. A copy of the agenda background material provided to the Board, apart from items to be considered in executive session, is available for public inspection at White Mountain Lake Community website, <https://www.wmlcrid.org/>

The meeting room will be accessible to the public at 5:45 p.m.

6:00pm:

1. **CALL TO ORDER: PLEDGE OF ALLIGENCE**
2. **ROLL CALL: ALL Members Present – and additionally Board Attorney William Whittington was also present.**
3. **CONSENT AGENDA:** These items are routine or administrative in nature and will be approved in a single motion. A Board member may request for any item to be removed from the consent agenda and considered on the regular agenda:
	1. Minutes: March 19th, 2024
	2. Executive Minutes March 19th 2024

 **Director Cooper motioned to approve the minutes as written and Chairman Giangiuli seconded that motion. When asked for any further discussion Director Hurst objected to the minutes. Attorney Whittington asked if he was objecting to the executive minutes or the public minutes and Director Hurst clarified it was the public minutes he was objecting to. Chairman Giangiuli asked what for and Director Hurst stated that the minutes say that no member of the public spoke, and Chairman Giangiuli said that was correct – no member of the public spoke. Director Hurst said he had recused his seat and was a member of the public and made a comment. Chairman Giangiuli stated that Director Hurst was out of order doing that and Attorney Whittington when asked stated to Director Hurst that he cannot take his board member hat off and address the board as a member of the public during a board meeting. At this point there was no further discussion. The vote was 2-1 in favor of passage with Director Hurst opposing. Motion carried 2-1.**

1. **POSSIBLE VOTE TO GO INTO EXECUTIVE SESSION:** The Board may vote to go into closed executive session for the purpose of conducting interviews; re: board member vacancies, pursuant to A.R.S. 38-431.03 (A) (1).

**Chairman Giangiuli made a motion to go into executive session under ARS 38-431.03 A1 for an interview of a potential candidate at 6:05PM. Director Cooper seconded the motion. No other discussion was made and the motion passed 3-0.**

1. **RECONVENE TO PUBLIC SESSION:** Discussion and possible vote on appointment of applicant to the board vacancy to fill the position vacated by Kathy Henderson-Essel.

**Chairman Giangiuli by declaration returned the board to public session at 6:17PM. Chairman Giangiuli stated that the board was in agreement and made a motion to appoint Amanda Walsh to the board. Director Cooper seconded the motion. No other discussion was had and the motion carried 3-0.**

1. **POSSIBLE SWEARING IN OF APPOINTEE(S) TO THE BOARD:** Swearing in of Robert Hossler to the Board and any new appointee that may have been approved.

**Chairman Giangiuli asked Mr. Hossler and Mrs. Walsh to come up to the front and raise their right hands. Chairman Giangiuli then read the oath of office verbatim from the Navajo County Oath of Office form and both candidates repeated the oath aloud and affirmed the Oath, and as such were sworn in. Mrs. Walsh was advised that she would be able to discuss and have input today but would not be able to vote at this meeting as she will go through the open meeting law training first.**

1. **DISCUSSION AND POSSIBLE APPOINTMENT OF OFFICER POSITIONS: Discussion of possible vote on the appointment of members to vacant officer positions.**

**Chairman Giangiuli advised Mr. Hossler that he would be filling the seat vacated by Ashley Dodds which was a two year original appointment ending in 2025 and Mrs. Walsh was filling the seat vacated by Kathy Henderson-Essel which was a four year appointment ending in 2027. The Chairman then explained that officer roles are up for the Board and stated that with Mrs. Walsh’s experience he felt she would be a good fit for the Treasurer position and asked Mr. Hossler if that was ok which he confirmed. Director Cooper motioned to appoint Mr. Hossler to the Secretary, position and Chairman Giangiuli seconded that motion. No other discussion was had and the motioned carried 4-0. Chairman Giangiuli then made a motion to appoint Mrs. Walsh to the Treasurer position, and Director Cooper seconded that motion. It was pointed out that with this assignment comes the bank privileges and account signor authority with BMO. No other discussion was had and motion carried 4-0. Attorney Whittington asked the Chairman if the record should reflect the appointed Secretary should serve in the role as the Clerk as defined under the statute and the Chairman agreed so this was noted. The duties are the same but is a matter of verbiage to align with statute.**

1. **DISCUSSION OF POSSIBLE ACTION: RE: Discussion of possible adoption of new criteria and process for management of district personnel.**

**Chairman Giangiuli asked to the newly structured board how they wanted to handle overall management of district personnel including hiring. The Chairman stated that up until this point the board by way of consensus had delegated that responsibility to the Chairman and Treasurer and that in actuality the Treasurer had done all of those duties over the last year by consensus. Director Hurst interjected and said he didn’t know or was never consulted and asked when there was a consensus. It was pointed out that over the last year this was the way things had been done and there had been no objection. The Chairman asked when they had all their meetings and discussed all the things going on, who Director Hurst thought was doing all of things being discussed. Director Hurst said he thought all the decisions would be brought to the board. The Chairman said to Director Hurst that the discussion is about the process to be used going forward, not before which was by consensus which he obviously knew because of all the meetings whereby all the items were discussed. The Chairman stated that Director Hurst did not want to be involved, and repeatedly said he would not be involved or do anything because he isn’t paid, and as such he has been removed and not involved. The Chairman stated we can call all the previous board members including James, Ashley, and Kathy and along with Director Cooper and the Chairman would all agree that the board had consensus. Director Cooper stated that the procedures were in place when he came onto the board and in his discussions in meetings and with individuals that the previous Chairman James had delegated that authority, and the previous Treasurer confirmed the same which was discussed many times at the board meetings so Director Hurst must have known. Chairman Giangiuli reiterated that it was the consensus of the board and if Director Hurst wasn’t paying attention, it wasn’t the board’s concern. Director Cooper said the purpose of this discussion is not how things were done in the past but because now Director Hurst would like to see things done differently, we need to decide if the entire board is going to do these things or if we are going to continue to have a couple of delegates to make it more efficient. Chairman Giangiuli said there is a lot of ways this can be done. It can be delegated as it was before, you can have the entire board involved with every little thing that happens or you can have some people to handle it. The Chairman then said they would go around and get each person’s input starting with Attorney Whittington as he works with many boards. Mr. Whittington shared that most boards delegate out a certain amount of operational authority to individuals on the board. He also said if you had a manager, it’s typical to delegate those decisions to that person with the board overseeing the manager. Mrs. Walsh stated that maybe with hiring it should be a consensus and without a manager she didn’t see how the duties could be on the entire board meeting once a month. She also recommended certain people just short list by conducting phone interviews and then bring finalists to the board. Director Hossler stated that the Chairman and Treasurer could interview and bring a shortlist to the board for consideration. Director Hossler feels that the board would be responsible for the person they hired as manager and the manager would be responsible for all other staff. Director Cooper feels that all members should take a look at the applicants and see who they feel are best qualified and submit 2 or 3 people each. That way everyone has input. Director Hurst wanted to have a closing date on the job opening. Mrs. Walsh and Director Cooper and Director Hossler felt that the job should be open until filled. Director Hurst made a motion that all applicants received by the 7th of April be reviewed by all board members for their top three choices by the 10th so that interviews can be conducted and hiring completed by May 1st. Director Cooper seconded the motion. Mrs. Walsh had a clarification question to which Director Cooper responded just repeating the motion. No other discussion was had. Motion carried 4-0. Director Hossler asked a question about drug testing, the manager and the board seemed to agree that would be something to look at in the future. Attorney Whittington recommended a future discussion on a drug testing policy and that this would be a good assignment for the lake manager once in place to vet out a good policy and vendors.**

1. **POSSIBLE VOTE TO GO INTO EXECUTIVE SESSION:** The Board may vote to go into closed executive session for the purpose of obtaining legal advice; re: new board member training, pursuant to A.R.S. 38-431.03 (A) (3).

**Chairman Giangiuli made a motion to go into executive session for legal advice and new board member training at 7:05PM under ARS 38-431.03A3. Director Cooper seconded that motion. No other discussion was had. Motion passes 4-0.**

1. **RECONVENE TO PUBLIC SESSION**

 **Chairman Giangiuli by declaration returned the board to public session at 7:43PM.**

1. **ITEMS FOR NEXT AGENDA : TBD**

 **Some items for next agenda will be discussion of the applications for interview selection, and the budgeting process for the upcoming year. The 4th Wednesday of April was discussed and agreed upon as the next regular meeting date.**

1. **ADJOURN**

 **The meeting was adjourned by declaration of the Chairman at approximately 8:00PM.**

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| ***Dated: April 1st, 2024*** | WMLCRID – Chairman ***Board of Directors*** |
| ***Posted: April 2nd, 2024***  | **Jason Giangiuli** |