

April 22, 2026

To the Members of the Cougar Bay Water Association

Dear Members;

The Board has fielded an email from some members requesting that the size of the Board of Directors be increased from its current three (3) persons to seven (7).

We provided a response to these members specifically but we have also posted our response to the Association website at www.cougarbaywaterassociation.com, where it can be found under the heading “Member Page”, under “Member Communications”.

You may have already seen the new website for the Association where all documents that are legally available for review and copying are posted. We encourage members to check the website on occasion as well as when membership-wide emails are received from the Board.

Additionally, the Board has made the decision to begin scheduling quarterly meetings which we encourage the members to attend. There we can discuss such topics as operational issues, procedure changes, financials and strategies as we move into the future. We will also allocate time for member questions and concerns. The Board recognizes that growth in the Association membership has created a need for more frequent public meetings in addition to the bylaw-mandated annual meeting.

The next quarterly meeting will take place in June of this year at a time and place to be determined. As soon as we have determined a date, we will be sending out a membership-wide notice with the pertinent information.

In regard to the request to increase the number of Directors to seven (7) - the Board has no objection to increasing the number of Directors and does support an increase to five (5) Directors. We believe that is a more reasonable approach and if needed the Board could be further expanded to seven (7) Directors at a later date.

If the membership agreed, there are several steps which would first have to be taken in order that this undertaking is successful.

First of all, the Bylaws would need to be changed and have enshrined in them the minimum number of Directors would be three (3) and the maximum could be five (5). Such a change would require a membership-wide vote which the Board would make an action item for this year’s annual meeting in September.

Prior to the annual meeting, the Board will send out applications to all members and review the responses to see if a sufficient number of people are interested in serving as a Director

of the Association. If there are a sufficient number of responses that indicate that an increase to five (5) Directors is feasible, then the Board would place this as an action item for the upcoming annual meeting.

Additionally, the Board feels that the Association would be better served if the Directors could be drawn from all of the various residential areas that the Water Association serves rather than its current composition which is composed solely of members from the Ridge at Cougar Bay.

Assuming that there is sufficient interest, then the vote to change the Bylaws can be set forth to membership at large for an either “yea” or “nay” vote. If the vote is in the affirmative, then the Bylaws would be officially amended to reflect the increase in directors to five (5). Following that, the vote could then be taken to elect directors.

There are several specific Bylaws which govern the election of Directors. We are providing them here for your convenience. Please note that the specific reason for the annual meeting is to elect Directors.

Section 6.1 Annual Meeting – “The purpose of the meeting shall be to elect Directors and for the transaction of such other business as may come before the meeting.”

Section 8.2 Election of Board of Directors – “Directors are elected at the annual meeting. Nominations for election to the Water Board may be made at the floor of the annual meeting of the Water Association.”

It is the Board’s position that all nominations for Directors can only be voted on at the annual meeting held in September. There is no provision anywhere in the bylaws permitting additional directors to be added to or voted on outside of this annual meeting with the sole exception being the Board vote to replace a Director that steps down prior to the expiration of their term. (The Board is currently reviewing the procedure to fill any vacancy and will announce that soon).

We hope that you find this information helpful and we look forward to seeing you all at this year’s annual meeting which we strongly encourage you to attend in person. If you have any specific questions, please feel free to reach out directly to the Board as we are always happy to respond.

The Board of Directors

Cougar Bay Water Association

Dan Norcini – President

dnorcini@earthlink.net

Kevin Jewell – Treasurer

kevinajewell@icloud.com

Tracy del Fante – Secretary

tldelfante@aol.com