

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: [BreezyMtnLady](#)

Sent: Sunday, July 18, 2010 07:05 AM

Here's the Notice that was issued by the Water Company in your last mailing:

CPPMWC Annual Shareholder's Meeting & Water Conservation Fair
CPP Community Center - September 18, 2010 Saturday
Registration & Lunch at 12 Noon
Meeting begins at 1:30
Meet the Candidates and Vote to fill 2 Board Vacancies
Proxy form due by 9-13-2010

All CPP Residents Welcome - Kids Activity Booth - Learn about Your Water Company, Water Conservation, Mountain Gardening, Barbeque and Door Prizes.

From: [BreezyMtnLady](#)

Sent: Sunday, July 18, 2010 07:16 AM

..and from the countdown page

Annual Shareholder Meeting
September 18, 2010 at 1:30 P.M.

Location:
Cedarpines Park Community Center

Countdown to the Meeting is:
62 Days, 06 Hours, 14 Minutes 😊

From: [peleshirley](#)

Sent: Sunday, July 18, 2010 06:20 PM

Thank you for this thread. Hope you are enjoying your weekend. I might end up having a few questions. This will be our first year. What is the turn out like for the shareholder's meeting?

From: [CPPMAGS](#)

Sent: Monday, July 19, 2010 06:48 AM

Admittedly, the turnout has been dismal in the past. I'm not sure when the last time there was a quorum, this is part of the reason for the push to get everyone to participate. If you can't be there, sign your proxy form to a neighbor or someone that can vote for you. There are 2 board openings, if no quorum, the existing board decides from the candidates.

From: [Roncpp](#)

Sent: Monday, July 19, 2010 11:19 AM

The only time I am aware of was when the USDA loan required authorization from a majority of shareholders. After many attempts, a mail in ballot was used and still took months of cajoling to obtain the minimum required.

From: [James E Morrison \(that1deadguy\)](#)

Sent: Monday, July 19, 2010 08:45 PM

May I donate a keg of home-brew? Just wondering....it might spice things up a bit. I been in a brewing mood lately.
Of corse, served tastefully!

From: [BreezyMtnLady](#)

Sent: Monday, July 19, 2010 10:03 PM

May I donate a keg of home-brew?

That would be great to celebrate a quorum 😊 however, my understanding, no alcohol allowed due to nature of the meeting which is to elect a new board!!! Yes, ELECTION by the people! I'm keeping hopeful thoughts that we can get a gang buster attendance this year! C'mon water lovin shareholders - let's get a quorum.

keg of home-brew? Sounds delightful for a victory party. 😊

From: James E Morrison (that1deadguy)

Sent: Tuesday, July 20, 2010 04:03 AM

My home is a short walk away from the community center....maybe an after-party?

From: [No0thrButMe](#)

Sent: Tuesday, July 20, 2010 12:53 PM

<perk> after brew? I'm game!

Just out of curiosity, why do voters need to be present? Whats to say we cannot accomplish a by mail vote?

From: [BreezyMtnLady](#)

Sent: Tuesday, July 20, 2010 01:39 PM

Hi No0thrButMe

Whats to say we cannot accomplish a by mail vote?

The "by mail vote" is a great option but it's not happening, either by design or by mistake. Recently learned that there are 8 candidates running for the board. When the proxies were mailed to everyone were ANY candidates mentioned? NOPE! Was the number of outstanding shares eligible to vote listed on the annual mailing notice? NOPE!

why do voters need to be present?

You don't have to be present IF you assign your proxy to SOMEONE that will represent your vote!

The big concern is that people will send their proxy to the water company and not specify a CERTAIN SOMEONE to represent them - it's considered a blank proxy.

What will happen?

- 1) By default you have assigned your proxy to the Board Secretary - W.Steiner
- 2) It will be counted for quorum purposes
- 3) You gave your voting rights to W. Steiner

From: [badierjim](#)

Sent: Tuesday, July 20, 2010 01:44 PM

Is water end the most of this price? And meet this day, also? Most of the worry say thing this, and happen also. Never the worry water into haveing time the same. Noy say all the we, timing this.

From: [XOXO](#)

Sent: Tuesday, July 20, 2010 01:59 PM

Two years ago our VOE Mutual Water Co. held a vote-by-mail. Just a little card to check off names and I don't think you even needed postage. This was at a time where public outrage level was high as we'd just found out a former employee had "misappropriated" a couple of hundred thousand dollars so you'd think people were paying attention.

Out of about 700 shareholders, I believe the total who actually sent in the card was 125.

I bring this up in your thread because we're just down the road and I think you're going to get killed by the same things that yielded such dismal voting results for us: Apathy, weekenders, part-timers, vacant properties, and rentals who just don't participate in the process. Just a suggestion but knock on 1, 3, or 10 neighbor's doors, talk to them and either get a commitment to show up (our actual attendance was 20 out of 700, a new record for us) or sign over a proxy on the spot. You've got a couple of months, hopefully the part-timers will be up here at some point.

Good luck to you all. I think our boardmembers were just as frustrated by the non-participation as we were because it makes them look like they're not "listening to the people" when in truth, "the people" mostly just yawned and threw away the ballot with last week's Goodwins ad.

From: [Roncpp](#)

Sent: Tuesday, July 20, 2010 03:18 PM

Breezy: The rules are from the California Corporations Code for conduct of business and our bylaws. Annual meetings are mandatory and elections are conducted according to those rules. You don't need to be present if you assign your proxy to someone who will be in attendance. Elections by mail are expensive and time consuming and present all sorts of challenges, as mentioned previously.

Voting involves verification of standing, introduction of issues, discussion among the membership and the act of participation in a legal, verifiable manner. If too few bother to show up or assign their proxy, the election of board members and officers will be conducted by the Board due the lack of participation by the membership.

That has been the default procedure followed for decades.

From: [Roncpp](#)

Sent: Tuesday, July 20, 2010 03:22 PM

Breezy: the number of shares has still not been determined. An audit has been underway for some time. The number of candidates applying has changed because the board extended the deadline. We are not conducting campaigns for candidates. Anybody running can post here or by any of the usual means available to candidates for office.

From: [Roncpp](#)

Sent: Tuesday, July 20, 2010 03:28 PM

Breezy: You control your own vote. If you assign the proxy it need not be to the Secretary of the Board. You can assign them to any adult capable of showing up. How your proxy votes is their business. Pick whomever you want. If you can show up and vote your own shares, this is a non issue.

You have choices. Making it seem as though assignment to the Board Secretary is some kind of plot is silly. You can assign them to any member of the board by name. You can assign them to your chosen

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

candidate and they can vote your shares for themselves. Choices are good. Chosing to not participate has been the winner for a long time. Do something about it. 😊

From: [CP Maynard](#)

Sent: Tuesday, July 20, 2010 03:41 PM

Shall I state the obvious?

THERE WILL NOT BE A QUORUM

1. Will proxies have any weight in a board members vote? or will it be one board member/one vote?
2. Who is running for the board?

From: [Roncpp](#)

Sent: Tuesday, July 20, 2010 03:49 PM

Each board member gets a vote. The board election option has nothing to do with shares.

From: [CP Maynard](#)

Sent: Tuesday, July 20, 2010 04:22 PM

Ron, correct me if I have incorrect information. Your term is up and being voted on? Can you vote for yourself as a sitting member?

I know Indian Paul is running. Who else?

Here's the thing: If a quorum doesn't show up I don't want to hear any whining about the legal process that takes place. Produce a quorum or shut up!

From: [DartCyn333](#)

Sent: Tuesday, July 20, 2010 04:35 PM

OH BOY ! a whole two months of this ! I'm going to go through a lot of popcorn.

From: [BreezyMtnLady](#)

Sent: Tuesday, July 20, 2010 10:00 PM

xoxo: ... *I think you're going to get killed by the same things that yielded such dismal voting results for us: Apathy, weekenders, part-timers, vacant properties, and rentals who just don't participate in the process.*

Unfortunately, that is and may always be the yearly challenge. The Annual Meeting this year is taking a different approach from previous years past. In the long run it may not be enough to get a QUORUM but it wouldn't be for lack of enticements and incentives that are being utilized to attract attendance. In addition, a door-to-door campaign is part of the plan.

From: [BreezyMtnLady](#)

Sent: Tuesday, July 20, 2010 10:06 PM

How to Increase Attendance at Events

It has been said, "If you lead a parade and no one follows, you are just taking a walk." A corollary might go something like this, "If you hold an event and no one comes, you are just being self-indulgent."

This has been done so far to increase attendance and participation at this Annual Meeting:

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

1) Have a reason for the meeting or event.

The Annual Shareholder Meeting is a shareholder's once-a-year opportunity to exercise their right to vote on issues and to elect board members.

2) Pick the right venue to have the event.

Saturday - Sept 18th - Cedarpines Park Community Center

3) Have food.

BBQ starts at noon

4) Give away prizes

First 100 shareholders to register at the meeting receive low-flow showerhead.

Door Prize drawing at the end of the meeting - There will be some GREAT STUFF too!!

5) Advertise heavily

Using 1st class mail, Internet, door-to-door, phone/email

6) Have interesting games/events for your guests to enjoy

Water Conservation Fair and games for the kids.



From: [PattiM](#)

Sent: Thursday, July 22, 2010 08:02 AM

Yesterday when I dropped of my water bill payment I asked if a list of candidates running for the water board was available and was told that a list of names and a bio on each would soon be mailed out to all shareholder's. Just thought I'd mention this FYI. Personally, I'll be very anxious to get it.

From: [James E Morrison \(that1deadguy\)](#)

Sent: Friday, July 23, 2010 03:53 AM

Well organized!

From: [lazytoad](#)

Sent: Sunday, August 1, 2010 08:58 AM

Have the candidates been posted yet for the election?

From: [ThePants](#)

Sent: Sunday, August 1, 2010 04:50 PM

Supposedly we get a mailer with that info. We'll see.

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 12:34 PM

CLARIFICATION OF QUORUM

I have reviewed all the meeting minutes (in detail) from 2004 to the present. So, I am using actual reported numbers in order to seek clarification of HOW the water company computes the number of shares to represent quorum.

In the June 2007 Notice to shareholders for the annual meeting of July 21, 2007 it states: "2,220 shares represent quorum".

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

In June 2007, T.Mabile states that there are 4,320 total company shares.

July 21, 2007, the number of eligible voting shares for the 2007 annual meeting was 2,187.

NOTE: a 33 share decrease from the number reported in the June 2007 Notice. (2,220 less 2,187)

Therefore, on July 21, 2007 the Quorum was established at 1,094 eligible voting shares (50% +1 of 2,187).

The Shares in person or proxy was 177 shares.

Therefore, the number of valid Shares in person or proxy was not over the 50% plus 1 needed to establish quorum.

CLARIFICATION:

From the 4,320 total company shares, only 2,187 were eligible voting shares?

Did I calculate the number of shares (1,094) needed for QUORUM correctly?

From: [CPPMAGS](#)

Sent: Thursday, August 5, 2010 01:06 PM

I asked about the candidates yesterday...there seems to be little or no response from them for information. Perhaps the next Board Meeting will have more information.

From: [Roncpp](#)

Sent: Thursday, August 5, 2010 02:34 PM

The number of shares in good standing varies because some are cancelled and new ones are issued. The audit conducted over the past few months was designed to determine the precise number of shares in good standing for this precise reason.

Not only had this not been done for decades, the record keeping was abysmal. The audit is essentially complete and the accurate number of shares will be announced at the meeting as status changes occur right up to the meeting.

From: [Roncpp](#)

Sent: Thursday, August 5, 2010 02:37 PM

I am informed that very few proxies have been turned in so far. Approximately 140 shares are represented by those turned in. As has been stated, a list of qualified candidates will be published and probably included in an upcoming billing to save postage expense in addition to being posted on the website.

From: [PattiM](#)

Sent: Thursday, August 5, 2010 02:40 PM

Thanks for the info Ron.

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 06:10 PM

Ron? Anybody? able to directly answer my previous question? I used real numbers from 2007. I just want to confirm the methodology behind the math. Thanks.

CLARIFICATION:

From the 4,320 total company shares, only 2,187 were eligible voting shares?

Did I calculate the number of shares (1,094) needed for QUORUM correctly?

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 07:40 PM

OK - looks like my last question stumped the forum? Hey OLDGUY! You're good with math and basic reasoning skills. HELP! Can you answer my question regarding the calculation of quorum? Geez, thought it was a slam dunk math question too? 😊

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 08:05 PM

The criteria to be an account in good standing:

1. No balance due on the account.
2. If balance due then an installment agreement must be filed in the office.
3. Contiguous lots to the metered account must have shares with the water company.

The audit conducted over the past few months was designed to determine the precise number of shares in good standing for this precise reason.

Last word on the contiguous lots criteria was that it was almost next to impossible to track that. Good job for nailing that down. That should have raised a lot of revenue in the past few months and obviously increase the eligible voting shares.

I am surprised I haven't heard more moans and groans from those folks that had contiguous lots and now have to pay up. Been quiet near me. 😊 Guess there weren't that many accounts affected by that criteria after all? Haven't seen the financials since March, so it will be interesting to see how big the revenue spike looks on the final financials. Thanks.

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 08:06 PM

So unless I hear otherwise, I'm gonna presume this is the standard formula to compute a shareholder meeting quorum.

Total eligible voting shares =
(Total company shares LESS accounts in good standing)

Quorum =
(50% + 1) of Total eligible voting shares

Simple math, simple accounting - works for me!

From: [CP_Maynard](#)

Sent: Thursday, August 5, 2010 08:10 PM

BreezyMtnLady are you running for the board? If so, what is your position on all the crucial issues? Why do you want to be on the board? How long have you lived in CPP?

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: [OLDGUY](#)

Sent: Thursday, August 5, 2010 08:50 PM

BreezyMtnLady

No big trick to getting a quorum. 50% +1 of the eligible voting shares does it. The charter determines eligibility. Your calculations seem correct.

The problem stems from a lack of interest of those eligible to specify a delegate if they aren't going to show up. Lack of a quorum puts all the voting power in the hands of the board. Apparently, that is how it has been for the last decade or more.

You can find more info regarding the rules here:

<http://www.leginfo.ca.gov/cgi-bin/calawquery?codesection=corp&codebody=&hits=20>

Send me an e-mail (in profile) and I can give you more info.

From: [BreezyMtnLady](#)

Sent: Thursday, August 5, 2010 11:40 PM

OldGuy: Thank you for validating the math. Consistently (from 2004 to 2009) the Notice to the shareholders announcing the annual meeting would state: "xxxxx shares represent quorum", whereby 'xxxxx' would represent the number of eligible voting shares. It's annoying and misleading to state quorum in that fashion. For my question I used the actual numbers recorded in the minutes for the July 21, 2007 annual meeting. It would have been much clearer to everyone if it had been stated:

There were 4,320 total company shares.

Only 2,187 were eligible voting shares.

Quorum is established at 1,094 eligible voting shares (50% +1 of 2,187).

The Shares in person or proxy was 177 shares.

Therefore the number of eligible voting shares in person or proxy was not over the establish quorum.

Less confusion and more accountability. Hoping the water co folks will K.I.S.S. and tell it like it is.

Again, thank you for responding. Your posts are always reasonable and to the point.

From: [James E Morrison \(that1deadguy\)](#)

Sent: Friday, August 6, 2010 05:35 AM

Maynard, don't mess with her....she's on our side! She's been the only seasoned watch-dog for our community. She's been beating up the water company for years, with many of her inquiries unanswered, avoided, or ignored. She's doing her best to keep them on the straight and narrow. But she can't do it alone.

From: [Roncpp](#)

Sent: Friday, August 6, 2010 06:31 AM

For those who have not attended a meeting lately, the absence of financials has been due to our CPA performing a certified close of the annual financials to enable an audit by our new CPA of the most recent fiscal year. This involves reviewing all of the intervening years since the last audit to verify the numbers carried forward.

Considering the manner in which the accounting was done in the past this involved lots of work. When the audit is complete there will be no question unanswered and everyone will know where the company stands financially. This has been the goal of the current board over the past 2 years. There are no "avoided, unanswered" questions other than those involving ongoing legal matters about which the board

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

is enjoined to not discuss publicly until resolved.

Jim, if you have questions you don't believe have been answered, show up at the next meeting and ask them.

From: [Roncpp](#)

Sent: Friday, August 6, 2010 06:42 AM

And Jim: The questions asked by CP Maynard are precisely the questions that should be asked and answered. Why would you suggest he is doing something wrong by asking such questions?

It is also not true that, whoever she is, she is the only "watchdog" or person who cares, pays attention, or holds the board accountable. Many have stepped up and helped or at least spoken out with their concerns. The majority, not so much. But denigrating the efforts of other community members, including board members who volunteer their time and energy to ensure the company completes the transition from the way things have been managed to the way all companies should be operated. There are no sides. We, members of the community who own homes and live here, care about the quality of life and preserving the values of our investments in this community work to ensure the company succeeds in it's primary purpose of providing high quality water now and in future years.

From: [Roncpp](#)

Sent: Friday, August 6, 2010 06:50 AM

Breezymtnlady: The reason notices of the annual meeting do not and cannot state the number required for a quorum is that the bylaws require the accurate number be announced at the beginning of the meeting. The number is not known months prior when the notices are sent out because the number changes. I stated that in my original answer. This is why we require all proxies by turned in the week before the meeting so staff has time to verify they are valid along with any changes in status of shares.

You can use the approximate numbers from past years and get a rough idea what is required. Simply answered, the majority of shareholders need to turn in a proxy to get this done. They can revoke their proxy by showing up and signing in if the can make the meeting. Show up or turn in the proxy. For the majority who have done neither for years (decades) the result is known.

From: [CP Maynard](#)

Sent: Friday, August 6, 2010 02:34 PM

No ill intentions here. If someone is running for the board I would like to know where they stand on the issues. **I have 4 shares so if you want my proxy.....**

From: [BreezyMtnLady](#)

Sent: Friday, August 6, 2010 04:20 PM

JM (that1deadguy) a.k.a CPP Magician: 😊

Thank you for the supportive comments. The Maynard ain't messing with me, he asked a legitimate question. I deserve no credit for *beating up the water company for years, with many of her inquiries unanswered, avoided, or ignored*. The minutes of the meeting are the historical legal documents of the company. Since 2004 the group of "watchdogs" for the community have been well documented. I've even seen your name logged in the minutes on occasion, so, it hasn't been just one, but many who have voiced their concerns and frustrations. I am very grateful for those (past and current) shareholders that documented their efforts in the meetings of the past and hope I can honor their efforts by following further of what they left behind.

From: BreezyMtnLady

Sent: Friday, August 6, 2010 04:53 PM

CP_Maynard: I had submitted an application for a board position. In a previous post on another thread you stated there would be no quorum. I agree with you 100%. Therefore, realistically, none of the 8-9 or whatever number of candidates are "running for the board" since that would imply an election being conducted by the shareholders.

With that said, there's not a snowball's chance in hell that I will be selected to be on the board, nor would I consider being on the board unless the 3 BOD's (serving from 2004 to present) resigned due to their involvement with issues that have impacted the company legally, financially and ethically. Director Pederson is excluded from this proposal since he came aboard in Oct 2009 and has demonstrated efforts to ask reasonable, intelligent questions regarding the financials of the company. He's a keeper.

what is your position on all the crucial issues?

Defining and agreeing on the "crucial issues" is subjective depending who you talk to. Instead of relying on the opinions of others I did my own independent research to better understand the history behind the water company issues. In the last 6mos I have collected all references from public documents: meeting minutes from 2004 to present; government agencies; newspaper articles; Internet web sites and forums. The references were cataloged, indexed and analyzed by date for review. Collectively, all water company issues were reviewed, however, due to the controversies regarding Church St, Bennett Easement and the Canyon Vista issues I focused more intensely on those topics.

I created a web site on my personal web domain that initially was to be my project management tool. It has since evolved into an "informational resource" of events from 2004 to present. Final updates are being implemented and I am trying to "go live" within the next 2 weeks. I am willing to share that information with the community and can post the web site URL if interested. On the website I have identified and formed opinions on the "crucial issues", however, in the interim I will try to formulate a concise response (offline) regarding the question and post at a later time.

No ill intentions here.

...and none taken. Regarding your proxy? Keep it and bring yourself to the meeting instead. 😊

From: CP_Maynard

Sent: Friday, August 6, 2010 05:08 PM

BreezyMtnLady - thank you for your comments. I just want everyone to realize the process that will take place and not complain about it afterwards.

From: OLDGUY

Sent: Friday, August 6, 2010 05:29 PM

Breezy - unless someone gets enough proxies, there will be no changes in the power structure. At least one of the boardmembers has an ego so big that he couldn't possibly step aside, even if that move alone could repair all the problems (which it might)

I think the best move at this point would be to attempt to get the needed proxies, assuming you can get a list of shareholders.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: Roncopp

Sent: Friday, August 6, 2010 05:38 PM

Oldguy: Your ignorance of the facts, the history and my role during the 3 years I've served on this board is evident. Perhaps you should confine your insults to the Cedar Glen thread where everything has turned out so well.

From: OLDGUY

Sent: Friday, August 6, 2010 06:14 PM

What makes you think I was referring to you? Why do you think everything is about you?

My comment was for Breezy.

From: CP Maynard

Sent: Friday, August 6, 2010 07:08 PM

I want to book both OLDGUY and RonCPP for a Big Time Wrestling Match that will benefit local charities. You guys have already gone farther with this than Cindy Lauper and her wrestling career in the 80's. Can you old bitches exchange email addresses and bicker in private?

From: MTNDUNN

Sent: Friday, August 6, 2010 07:26 PM

CP you have to attack and point/counterpoint the old bitches posts not the old bitches themselves. It is a violation of TOS.

That being said I have fifty on OG in the first round, He will knock Ron out while he is pontificating on the rules and origins of no holds barred below the belt bottoms up reviews. 😊

From: OLDGUY

Sent: Friday, August 6, 2010 08:57 PM

MtnDunn, I can even do it from my wheelchair. Put me down for \$100.

CP set it up. After I get done with him....

From: James E Morrison (that1deadguy)

Sent: Saturday, August 7, 2010 05:12 AM

Button stuck?

From: CPPMAGS

Sent: Saturday, August 7, 2010 05:26 AM

LOL...

From: No0thrButMe

Sent: Saturday, August 7, 2010 01:03 PM

Whoops! Sorry about that. Trying to do these kinds of things from a cell phone isn't the best idea apparently. I'll remove them if I can figure out how from this thing.

From: BreezyMtnLady

Sent: Friday, August 20, 2010 02:26 PM

As a courtesy to those that do not frequent the "good morning CPP" thread I have reposted the below "morning" comment to this thread so as not to hijack the morning thread.

From: CPPMAGS

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

Sent: Friday, August 20, 2010 11:11 AM

Good morning...yes, I was at the meeting...it lasted until 10 and a lot of time was spent addressing interruptions from the audience asking about policy or rules that have been addressed in prior months. Not many shareholders come to the meetings regularly and seem outraged when the board doesn't answer the way they want. There was a huge amount of time explaining that proxy's are not ballots. Some of the shareholders last night believe the board should list the candidates prior to proxy's being sent out. There were four candidates there, but none of them campaigned at all. The office will give the candidates a chance to submit a short bio to be sent with September billings. They said there are 6 qualified candidates. My question is why is the board responsible for the candidates listings and campaign?...since when do candidates not campaign on their own? IMHO!

From: [BreezyMtnLady](#)

Sent: Friday, August 20, 2010 02:30 PM

CPPMAGS: I and many others have been at the meetings long if not longer than you. Glad you have been participating as should many more.

...since when do candidates not campaign on their own? IMHO!

That's funny. Why the need to campaign? The likely hood of achieving a quorum at the annual meeting is slim to none. Therefore an election by the shareholders will not happen. But I like your optimism 😊

They said there are 6 qualified candidates.

To qualify your statement, it was my understanding that 1 of the 6 candidates is the incumbent seeking re-election.

My question is why is the board responsible for the candidates listings and campaign?

I realize you posted that as an opinion. To my knowledge it has never been stated that the board is responsible for the campaigning of candidates. It has been stated that the list of candidates was confidential until the office was ready to release that information.

There were four candidates there

It was my understanding that the office personnel and Mr. Albright are currently privy to that information. If I recall, he stated in the meeting that he had a month to consider all the candidates. The Board indicated that the identity of the candidates would be available to all shareholders when the company sent out the next billing statements, which presumed may be mailed w/e Sept 11th?

How did you obtain your information and knowledge of 4 candidates in attendance? Just curious.

From: [Roncpp](#)

Sent: Friday, August 20, 2010 02:49 PM

One clarification regarding the candidates. We solicited applications with the notice of annual meeting and sending out the proxies. At the time this was done there were no candidates to announce. When we decided to delay the annual meeting we extended the deadline for additional candidates to apply. Each applicant was checked for eligibility and some where not intially able to run or vote. Those issues were cleared up as recently as this week which gave us a slate of vetted candidates to "announce". The Board agreed last night that that each candidate could submit a brief statement which will be included in the upcoming bill mailing to save postage. Anyone who wants to know who the candidates who have been qualified will be able to read the statements on the website as well as from the mailing insert.

So in a month there will be a meeting and everyone who is running will be known to the community and there is still plenty of time to submit your proxy if you cannot attend that meeting. For those still confused about the difference between a proxy and a ballot: you may vote your shares anyway you want. If you

receive a proxy from a neighbor to vote their shares, they are not casting a vote but allowing you to vote more shares any way you want. Proxies provide the right to vote for anyone and cannot be dictated by the proxy giver.

Submitting the proxy to the office allows your shares to be counted as present at the meeting. Who you designate as your proxy determines who will vote your shares. Assignment to the company Secretary gives him your vote. Proxies turned in blank go to the Secretary as well. Giving your proxy to any other director gives that director your vote.

So if you want to control how your shares are voted, assign them to an individual who agrees with your choice. Or show up in person and vote for yourself. **You can assign your proxy to the candidate of your choice.** I believe the office has received less than 150 shares of proxies so far. Most were assigned to the Secretary, a few were blank. It's not too late to help obtain a quorum to permit an election by the shareholders. We need 50% + 1 share represented in person or by proxy to conduct an election.

You may show up and cancel your proxy at the meeting.

From: CPPMAGS

Sent: Friday, August 20, 2010 05:27 PM

Breez...to answer your question of how I knew some of the candidates...I asked them, and in your case...you posted it.

From: BreezyMtnLady

Sent: Friday, August 20, 2010 07:45 PM

Cppmags: thanks for responding, that's what I heard as well. Of course that was then, this is now 😊 Have a great day.

From: BreezyMtnLady

Sent: Friday, August 20, 2010 07:50 PM

Cppmags: *Some of the shareholders last night believe the board should list the candidates prior to proxy's being sent out.*

I agree, however, it was important to listen to the reasons WHY that should happen as so eloquently stated by:

Roncopp: *The Board agreed last night that that each candidate could submit a brief statement which will be included in the upcoming bill mailing to save postage.*

The bills should probably get to people anytime after Sept 7th? or no later than Sept 11th?

You can assign your proxy to the candidate of your choice.

Absolutely! That, as I understood, is what was presented to the Board for consideration by those shareholders: To provide an option to the shareholder to assign their proxy to a candidate. In addition, I recall a suggestion was made to delay the annual meeting to October (ugh) to allow for proper notice to the shareholder to exercise the option you stated: "You can assign your proxy to a candidate of your choice." Unfortunately, the discussion was sidetracked by the notion that proxy's were ballots. The shareholders presenting your idea might not have used your exact wording, however, that is how I interpreted their point of discussion.

The deadline to get proxy's into the office is Monday, Sept 13, 4:00pm? Now, that's cuttin' it tight for non-local people to use your option and mail back to the office! Overall, it was great advice that you provided.

From: [lazytoad](#)

Sent: Saturday, August 21, 2010 07:24 AM

I believe that the problem outlined with the proxy's is that you are asking another party to vote in your interest. As a community we are a mixture of full time and part time inhabitants. Many part time people do not know their neighbors and as a result either send their proxy back to the water company (which does nothing but maintain the status quo) or discard it because they don't know or care. I truly believe that in future elections the board should send out an absentee ballot with the candidate's names and Bio's. Considering the earlier mailing of the proxy I see little difference in cost. It would just require some preplanning.

MtConure's post was pulled (by ROTW?) because of her vicious attacks to lazytoad. I did not copy that post in time.

From: [TBSSWTFCLC](#)

Sent: Saturday, August 21, 2010 09:06 AM

lazytoad and breezy... just a reminder **IF YOU ARE NOT PART OF THE SOLUTION THAN YOU ARE PART OF THE PROBLEM** you need to become part of the solution and stop making it so damn difficult for the rest of CPP to move forward, asking to delay or making accusations you can't support don't help... Have a nice day too!

From: [Bearlady](#)

Sent: Saturday, August 21, 2010 09:35 AM

MtConure, You have every right to post your opinion here, but stop with the name calling! I think that was very rude and way out of line.

From: [Roncpp](#)

Sent: Saturday, August 21, 2010 09:48 AM

I guess more clarification is necessary. Nobody knows who wants to run for office until they apply. The timing of sending out the notice of annual meeting is mandated by the California Department of Corporations. These are two different actions for different purposes.

The options provided by your use of the proxy has not changed since the notice of the annual meeting went out. The candidates have just been confirmed this past week. Few proxies have been turned in so far so all the original options still exist for those holding your proxy.

If you don't already know who is running from direct conversations or posting here, you will know shortly. Giving your proxy to a candidate is not voting for them but enables them to cast your votes for themselves. They could vote for someone else I suppose. Nothing has changed so there is no reason for delay or additional forms to be provided. The delay in the meeting date was only to permit the audit to be completed and to enable all the logistics of this meeting to be worked out with volunteers from the community.

There has never been so much effort to encourage participation by shareholders in this meeting and to enable an election by shareholders to take place. Those who question motives or claim something is unfair have been heard and answered.

So here's hoping that a quorum will be achieved and the election can happen. It is in the hands of the shareholders, not the board.

From: [MtConure](#)

Sent: Saturday, August 21, 2010 09:59 AM

Bearlady... I guess you are not a *lady* and just a *bear* so get over it... I used the poster's name, I didn't call them a name... get over yourself... you insult people's sense of reason everyday, but we *bear* with you and let your insults pass...you offend me and many others when you post your disagreements but it's a free world... if you don't like my posts, use the *complain about this post* option and the monitor will pull it... your compadre's do it all the time when someone calls them on their BS. get over yourself, you aren't as important in CPP as you think you are, your just another mindless sheep following the herd.

From: [Roncpp](#)

Sent: Saturday, August 21, 2010 10:02 AM

Now that I think about it, there is absolutely no reason those who are candidates for the 2 vacancies on the board need to wait. They know who they are. They can make any statement they wish right here, answer questions and all the traditional campaign activities. They will still benefit from having their statements provided to the entire community via the billing mailing but certainly are not restricted from conducting a campaign is they chose.

Apparently there are those who really want to know who the candidates are and feel shut out. If they have no one to vote for but are holding their own proxy, they can still show up and vote or wait until the deadline to make up their minds and designate their choice by assigning their proxy to that candidate. A reminder. You complete the proxy and take it to the office. The office keeps one half and the other half should be handed to the designee so they know how many proxy shares they can vote on election day. Of course this wouldn't work if they are unable to attend. Good luck and happy campaigning.

From: [Bearlady](#)

Sent: Saturday, August 21, 2010 10:08 AM

MtConure, I did complain about your message before I even posted.

Thank you for your inquiry. We try to reply to every question to RIMOFTHEWORLD.net. If your comment was a suggestion or general in nature, you might not receive a personalized reply. If you do not hear from us within 72 hours, please reply to this message or send your comments again.

Best wishes,
RIMOFTHEWORLD.net

From: [PattiM](#)

Sent: Saturday, August 21, 2010 10:13 AM

MtConure, you really are out of hand here. Such a nasty thing to say that Bealady is not a Lady,needs to get over her self and that she isn't as important as she thinks she is.

Have you ever met her personally? Have you had a run-in with her in the past? Why are you of the opinion that she thinks she is so important? Actually, Bearlady has many, many friends here in CPP and is always nice to everyone and unassuming.

From: [MtConure](#)

Sent: Saturday, August 21, 2010 10:20 AM

Patti...yes, yes, and yes... no change in my opinion... as opinions go, I have mine and you have yours, we don't agree, so be it... you're welcome

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: 3meow2woof

Sent: Saturday, August 21, 2010 10:23 AM

Yep, Bearlady is one groovy lady with a heart of gold 😊, and I wanna hang out with her, but didn't get her phone #! 😊Patti - you are a cutie, too! 😊

From: PattiM

Sent: Saturday, August 21, 2010 10:27 AM

Hi 3 and 2 😊Pls stop in on the Good Morning thread and chat with all of us. You're a sweetie & a cutie too!

From: Bearlady

Sent: Saturday, August 21, 2010 10:32 AM

Ah, Patti, 3m, Thank you. I love you girls! 😊bearhugs to both of you 😊

From: BreezyMtnLady

Sent: Saturday, August 21, 2010 10:33 AM

Bearlady, lazytoad: See why I moved cppmags comment to this thread. Morning Cpps don't need this kind of drama. BTW: Had to get Dave involved some days back regarding these posters. TBSSWTFLC, MtConure as well. 😊

From: lazytoad

Sent: Saturday, August 21, 2010 10:35 AM

MtConure and TBSS you unfortunately missed the point I was trying to make. I am not attacking the board or the office staff. What I meant by the status quo is with a proxy that is sent to the board, the board will use it to fill the vacancy as they see fit, so in effect, nothing changes. I have nothing bad to say about the office staff/general manager and the direction that is being taken with the water company. The problem with a proxy is you are hoping it will be used in your best interest. With an absentee ballot you insure the party you vote for is in fact who gets your vote.

You might think I am opposed to Mr. Albright (since he up for re-election). I am not. My point is that as long as the Board is filling the vacancy(s) that there will always be the feeling that they are doing what they want and that the shareholders do not have a say.

Incidentally I was at the meeting, having traveled up from the high desert for this as I have on several previous occasions before heading back to the desert to be able to make it to work. You would have found me in the second to the last row, seated by myself and not making a comment through the 3 hours of board meeting.

The only issues I have are those concerning legal issues that have been brought forth against the water company and the parties past and present that have influenced them.

By the way, if I offended anyone with my comments (not sure how) I apologize.

p.s.

In case you haven't figured it out I am a part timer with full time concerns (I plan on retiring here).

From: BreezyMtnLady

Sent: Saturday, August 21, 2010 10:42 AM

Roncpp: *The timing of sending out the notice of annual meeting is mandated by the California Department of Corporations.*

Just to clarify: The notice of annual meeting is mandated by California Law - Corporations Code if those provisions are not provided for in the CPPMWC bylaws.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

California Department of Corporations enforces certain sections of the CA Corporations CODE. The Attorney General Office enforces sections of the CA Corp Code related to what you referred.

From: [MtConure](#)

Sent: Saturday, August 21, 2010 10:45 AM

My problem with the mindless sheep like Breezy, Toad, and the Bear is that you don't attend meetings regularly and after this last meeting the board should not allow a few of you to even sit in the public section ever again.

You insist on disrupting a mandated meeting by shouting from the floor and not following proper procedures by submitting a public comment card.

When the board was discussing business the toad shouted objections like it was some "Tea-bagger" protest... pointing his finger and calling out insults. Then when it was his turn to speak he would not stay on topic... I have no respect for people who can not conduct themselves professionally.

Breezy accuses people of stealing her money when she knows better...maybe you think you did something you didn't...you aren't a spring chicken anymore, maybe you need to check your memory... what an embarrassing display her comments to the board were... I left when the meeting was over, I am so tired of the mindless 4 or 5 of you interrupting the board meetings and airing your insanity here... I heard you threaten people on that board with going to the Attorney General.

Well, you know what, you are all a bag of wind, because if you had a case the Attorney General's office would entertain it would already be in his office. You are all just a bunch of ignorant country fools with not a brain between the bunch of you and you are making the improvement of what the shareholders are trying to do in CPP harder by your actions. You are like the ant at the picnic or the mosquito buzzing around your ear, you are pests and should shut up and stay out of things you don't understand.

I took the time to go in and get my business clear with the office and do my homework and find out what was going on and am satisfied that the people we are spending our money on are genuinely professional, well qualified, and making that total mess better.

Breezy isn't there anymore, I am happy about that...and nobody living in CPP are working in there anymore, no more conflict of interest.

So what do you want to do? Are you going to put on your big girl panties and act like a grown up or are you going to continue to whine, complain and post your sniping comments here that are unfounded and unwarranted and then when someone opposes your foolishness... oh, ya, I am the bad guy. Grow up, get the facts or shut up!

From: [Roncpp](#)

Sent: Saturday, August 21, 2010 10:48 AM

lazytoad: Proxies only come into play if there is a quorum. If there is not a quorum there is no election by shareholders.

When that occurs, the board does not count proxies but simply conducts an election by the board to fill the vacancies. Each board member has one vote. The candidates who receive the most votes wins the position. This is the only lawful alternative when the shareholders fail to attend or assign their proxies for someone to represent their shares.

The status quo is a function of shareholder behavior. Just as in regular political elections when many do

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

not vote, the few make the decisions. In a corporate election the use of proxies extends the opportunity to participate without attending. So if you want to ensure a shareholder election will occur, persuade your neighbors to do one or the other, not just opt out.

The Board has done everything possible to encourage participation. 6 candidates to chose from is a record in my memory. We have about 3 weeks to get those proxies in or shareholders to attend in person on a sunny, summer day with food and drink and opportunity to meet and discuss whatever is on your mind.

From: [BreezyMtnLady](#)

Sent: Saturday, August 21, 2010 10:57 AM

TBSSWTFLC, MtConure: Welcome to the discussion. Both of you represent other organizations in the community that do fine work. Volunteering to help feed those in need, helping the Crestline parade activities, etc. There is no need to make your comments personal. It adds nothing to the discussion and reflects poorly on the other orgs you represent. Passions, frustrations run high, I do understand. It's just "business", nothing more.

Bearlady, lazytoad: sorry you also were personally assaulted by this. Hopefully it will subside.

From: [Dave@ROTW](#)

Sent: Saturday, August 21, 2010 10:59 AM

Please discuss the issues, but end the mud slinging, name calling and keep it civil.
Please don't force me to get involved.

From: [PattiM](#)

Sent: Saturday, August 21, 2010 11:18 AM

Ron, can you tell me if Robert's Rule's of Order is in place at the meetings? If so, sounds as though the Parliamentarian needs to get better control of things. It's obvious by my asking the question that I have never attended a meeting before and pls take notice that because I have not I have never made any comment pro or con. Thanks Ron.

From: [Roncpp](#)

Sent: Saturday, August 21, 2010 11:26 AM

We follow a loose version but try to be flexible as long as everyone is civil. Sometimes with just a handful of attendees we get into general discussions if there is interest in a topic.

We have no parliamentarian as far as I can tell. The speaker cards for the public comment portion of the meeting and a revision of how we conduct board business was to address the former situation where the business of the board could not proceed while general chaos prevailed among the audience.

From: [BreezyMtnLady](#)

Sent: Saturday, August 21, 2010 11:28 AM

PattiM: From my knowledge of other orgs, this is what I've learned. An organization would have to draft a Rules of Order to establish how meetings would be conducted. CPPMWC does not have that particular resolution. For years meetings appeared to be conducted by consensus. Robert's Rule's of Order is loosely applied at meetings. Hope that helps.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: PattiM

Sent: Saturday, August 21, 2010 11:48 AM

Thank you Breezy. My past experience in various organizations always adopted Robert's Rule's of order within their by-laws and the by-laws then voted upon & accepted by the voting membership and always followed correctly. Think you understand what I'm saying.

From: BreezyMtnLady

Sent: Saturday, August 21, 2010 12:28 PM

PattiM: My experience as well. Mutual Water companies are a unique "animal" law wise, but interesting none the less.

...sounds as though the Parliamentarian needs to get better control of things.

From reviewing all the minutes of the meetings from 2004 to present I would mark February 19, 2008 as the milestone date when meetings started changing. That meeting represented a change in policy and attitude regarding the review of minutes. It appeared the prior standard of practice, as documented in previous meeting minutes, is that **minutes and financials** were reviewed by both the shareholders and the Board prior to final approval – the consensus method as I think of it. The meetings became more formal in 2009 with the introduction of Public Comment cards etc. Today's standard practice regarding the approval of meeting minutes and financials is restricted to the Board and their management company. Shareholders only see minutes and financials after approval. If shareholders notice corrections regarding those approved minutes they must fill out a form, and submit thru the chain of command. The chaos as commented on by those 2 posters is inaccurate. The Board allows for the democratic option to express and discuss. IMO

From: BreezyMtnLady

Sent: Saturday, August 21, 2010 01:02 PM

Robert's Rule's of Order is more appropriate for larger organizations, government etc. CPPMWC is a small company, less than 1000 shareholders. Implementing a formal Rules of Order based on RROO could result in "The law of unintended consequences". Another interesting piece of research, but I digress. For my review and research, it was significant to notice the maxims of RROO that were applied for water company meetings over the years. It's just another barometer to measure the company business.

From: lazytoad

Sent: Saturday, August 21, 2010 03:21 PM

Ron, I have a question then. I know the issue of the proxy's and am good with it. Would you entertain the idea that instead of a proxy in the future, that an absentee ballot might draw a greater response from the public at large? If it is not possible, could an explanation be offered? We do this in government elections.

From: James E Morrison (that1deadguy)

Sent: Sunday, August 22, 2010 05:38 AM

I 2nd the absentee ballot as another option of getting your vote counted.!

From: PattiM

Sent: Sunday, August 22, 2010 07:58 AM

Me too!

From: Roncpp

Sent: Sunday, August 22, 2010 08:21 AM

It was done once that I know of in order to achieve a 2/3 approval of our USDA loan to complete major infrastructure requirements mandated by the State. As I recall it required months to accumulate enough votes to approve the action.

That fact alone would be major problem in conducting our annual meeting. We would still be required to hold the meeting to conduct the mandated business. So if we switched to an absentee ballot, when would we conduct the election and how long would be permitted to obtain the required number of votes to constitute a majority plus 1?

I wasn't involved directly in that discussion and understand it was an extreme, last ditch effort to get something done that was very important to the companies viability. Elections are normally confined to selection of directors and financial matters involving expenditure of significant amounts of money such as borrowing \$1.4MM. I think the threshold is somewhere around \$200k.

The Board runs the corporation and the shareholders select the directors *if* they chose to participate once a year for a couple of hours. Our bylaws require a quorum at the annual meeting to conduct a shareholder election so we would have to change our bylaws and the Department of Corporations would have to approve the change. Perhaps this was dealt with at the time of that one election? Approval of an action is simpler than an election of directors in several ways but still presented problems.

So to answer your question, I guess I would support exploring that option to find out what can be done and of course a consensus of the board would be required on any specific changes.

From: Roncpp

Sent: Sunday, August 22, 2010 08:28 AM

One obvious difference between government elections and corporate elections is the quorum requirement. If government elections required a percentage of all eligible voters (not just registered voters) our public elections would run into the same problem the company has. The proxy circumvents that problem because they permit everyone to participate without attending. All that is required is a designated surrogate in lieu of attendance. What could be simpler or easier than that?

No opinion? Leave it blank

Personal choice? Designate your choice as your proxy.

Ambivalent? Designate someone you trust who can evaluate options at the meeting and decide for both of you which way to vote.

Or show up, ask questions and decide for yourself.

From: Roncpp

Sent: Sunday, August 22, 2010 08:44 AM

Reasons to participate:

Your home is the largest single investment most of us make in our lives. It's value is based in part on the quality and availability of water to drink and to fight fires.

If we obtained water from MWD in Los Angeles and had multiple sources of water for purchase and all operating expenses were spread over millions of consumers, apathy might be appropriate.

Because we are one of the very few water companies on this mountain that has sufficient water production without resort to CLAWA water in normal to wet years and has access to CLAWA water when needed to supplement our own production, we enjoy a unique situation.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

Lake Arrowhead must purchase nearly all of their water because they can only take a specific amount out of Lake Arrowhead each year. Since they opted out of CLAWA they are forced to spend far more money importing other people's water from MWD and San Bernardino via Silverwood and CLAWA lines for a premium.

Many companies depend heavily on CLAWA water which is subject to reduced allocations as problems of drought and the Sacramento Delta area affect what can be exported to the south. We have been allocated more than we have needed in recent years, and yet are not immune to further reductions.

That fact is why our long term capital budget goals include improvements in our storage, production and importation capabilities. These all require significant amounts of money which we do not have and can not borrow at present.

The Board's efforts to generate enough revenue to service our existing debt, maintain operations and set aside reserves that are mandated by the terms of our loan with the USDA and ordinary prudence, are the key to our future viability.

So why wouldn't shareholders be interested and concerned with how their company is run? It impacts all of us in profound ways.

From: [lazytoad](#)

Sent: Sunday, August 22, 2010 11:08 AM

Thank you Ron for the feedback, good info.

So if I understand you it is the 50% plus one that makes the absentee ballots difficult and makes a proxy more advantageous.

From: [Roncpp](#)

Sent: Sunday, August 22, 2010 11:12 AM

That's my view based on how it has worked for us. I have no other experience with commercial issues with stockholders. Most of my experience is with closely held corporations, LLCs, partnerships or proprietorships. They are far simpler to manage. 😊

From: [lazytoad](#)

Sent: Sunday, August 22, 2010 11:29 AM

As I mentioned earlier in the thread, I am a part timer with a full time heart (having owned our place for 12 plus years). I am fortunate that I do know several of my neighbors (both full time and part timers) and we discuss local issues. My wife and I spend every bit of free time here and make trips up to hear the water board meetings when possible. That being said, I know we are more the exception than the rule and that is why I brought up the absentee ballots for those that could not attend. I did not know if this path was viable for the water company.

From: [Roncpp](#)

Sent: Sunday, August 22, 2010 11:40 AM

So you can assign your proxy to one of your neighbors who agree with your preference for who fills the two positions. That is really all that is required if you can't be here. Your virtual presence and the votes cast by your proxy holder is full participation.

From: [Roncpp](#)

Sent: Saturday, September 4, 2010 07:24 AM

Proxy update: Apparently no one has turned in a proxy form in weeks. The total shares represented by those submitted so far is less than 200. I hope everyone understands you must turn in one half of the form

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

to the office by the deadline of 9/13/10 (5 PM) to be validated. You give the other half to your designated proxy. Those turned in and validated by the deadline plus the actual number of shares represented in person by shareholders on the day of the annual meeting will determine if we have a quorum for purposes of conducting a shareholder election to fill the 2 vacancies.

Failure to reach a quorum will require the board to elect the replacement directors.

From: [lazytoad](#)

Sent: Saturday, September 4, 2010 07:56 AM

Thank you Ron. Is there a drop box at the water company or do they wish these to be mailed? Good reminder.

Thanks

From: [Roncpp](#)

Sent: Sunday, September 5, 2010 07:16 AM

There is a mail slot in the office door or you can mail them. Deadline is 5pm Monday 9/13/10.

From: [Roncpp](#)

Sent: Monday, September 13, 2010 03:11 PM

I have just been informed the office will accept proxies until 4pm today. Sorry for the late correction.

From: [James E Morrison \(that1deadguy\)](#)

Sent: Tuesday, September 14, 2010 06:58 AM

No proxies necessary here, I'll be there.

From: [IWantMyCPP](#)

Sent: Wednesday, September 15, 2010 08:58 AM

I live up near the other water company in CPP. I dont have to drink this cesspool water ha ha...

From: [VistaCCP](#)

Sent: Wednesday, September 15, 2010 12:36 PM

This morning I left some copies of The San Bernardino County Sentinel at the CPP post office, great article about the CPPMWC, Bottom of the front page.

From: [BreezyMtnLady](#)

Sent: Wednesday, September 15, 2010 03:42 PM

ALPENHORN ARTICLE - September 9, 2010

Proxy questions

Gail Fry - Staff Writer

Cedarpines Park Mutual Water Company has scheduled its annual meeting and board election for Saturday, September 18, 1:30 p.m. at the Cedarpines Park Community Center located at 21827 Plunge Road.

The letter and Notice of Annual Shareholders' Meeting Proxy Solicitation and Instructions from Cedarpines Park Mutual Water Company (CPMWC) dated June 2010, indicate there are two vacant positions on the board.

The notice provides instructions on how to complete the proxy form and explains the proxy has to be returned to the office no later than 4:00 p.m. on Monday, September 13.

The proxy form includes a place for the shareholder to write-in who they wish to represent them as their proxy, however, the form also provides that if the shareholder does not name a proxy, "The Cedarpines

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

Park Mutual Water Company, Board of Directors, will designate Wilfred Steiner, Secretary of the Company, to represent my shares as endorsed by the board of directors.”

According to Vice President Ron Albright, in order for the shareholders to conduct an election, a quorum is required. A quorum is 50 percent plus 1 of the shareholders in good standing present at the annual meeting or a completed a proxy form.

A proxy is defined by California corporations code as “a written authorization empowering another person to vote or act for the signer, as at a meeting of stockholders.”

Albright said in the past 20 years there were one or two occasions where a quorum of the shareholders was obtained. Albright said, “That is why we extended the annual meeting a couple of months. We wanted everyone to have enough time to do the work and we wanted to do it right this time.” Albright explained, “If a quorum is not reached then we can’t hold an election by the shareholders. Then the remaining board members would elect the new board members.”

Shareholder Steven Hackin submitted a board action request form at the August 13 board meeting asking the board to include the names of the candidates, the proxy solicitation and instruction and a brief biography about each candidate with the July-August bill.

Hackin explained, “The candidates names were not listed in the notice of annual shareholders meeting dated June 2010. Therefore, none of the shareholders knew who to cast their proxy for or anything about any candidates.”

Hackin’s continued, “The only name mentioned, 4 times, was the Secretary of the Board. Clearly, this is biased and gives preferential treatment to the board. This was not a fair, reasonable or legal method for each voter to have all information to make an informed decision in casting their proxy vote.”

Experts in the field of elections express that the use of proxies provides more opportunity for fraud in an election. However, The Alpenhorn News recognizes that when many of the shareholders are part-time residents, the use of proxies may be one of the more viable ways to obtain a quorum.

The candidates running for the board are Lynn Chen, Ron Albright, Sandi Segalla, Glen Dark, Paul Hartman and Suzanne Bowen.

Shareholder Cheryl Turpin said, “I just received the list of candidates five days before the election. I do not know any of these individuals besides Vice President Ron Albright and have never seen any of these individuals attending the meetings. CPMWC is not able to tell us how many shares are outstanding, our best estimate is 4,320 shares.”

Section 2.13 of CPMWC bylaws states, with regard to filing proxies, “Casting ballots all rules and regulations shall operate impartially fairly and equitably.”

<http://www.alpenhornnews.com/>

From: [BreezyMtnLady](#)

Sent: Wednesday, September 15, 2010 03:46 PM

San Bernardino County Sentinel article

Friday, September 10, 2010

Cedarpines Park: 1984 Board Decision Trumps Shareholders

By Gail Fry

The closely-knit board of Cedarpines Park Mutual Water Company board has been able to keep control of the water company away from the will of the shareholders over the past 26 years through a requirement that 50 percent plus one of the shareholders was a quorum.

A copy of the bylaws of Cedarpines Park Mutual Water Company (CPMWC) dated 1996 obtained by The Sentinel state that the corporation is subject to the General Corporation Law, which is set out in California corporations code sections 100 through 2319.

Corporations code section 602(a) provides unless otherwise provided in the articles, a majority of the

shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. However, it also says a quorum can be a lesser amount of the shareholders and in the case of a mutual water company the law provides an allowance of twenty percent of the shares entitled to vote.

The CPMWC bylaws dated 1996 show no definition of a quorum of shareholders, thereby, causing shareholders to look at the corporations code for guidance and to the minutes of the meetings held over the years.

According to minutes dated July 30, 1966, the number of shareholders at that time was 1,212 and reflects they were 250 shareholders short of a quorum. The board discussed that there had been a change in the law in 1965 allowing a quorum to be reduced to 20 percent of the shareholders.

On July 30, 1966, Director Oppen said, "Our bylaws provide that in certain areas they can be amended only by a vote of the shareholders. Other sections can be amended by the Board." Oppen moved to amend the bylaws to read, "20% of the shares issued outstanding, in good standing, represented in person or by proxy, shall constitute a quorum for the transaction of business."

Corporations code section 211, provides, "Bylaws may be adopted, amended or repealed either by approval of the outstanding shares (Section 152) or by the approval of the board, except as provided in Section 212. Subject to subdivision (a) (5) of Section 204, the articles or bylaws may restrict or eliminate the power of the board to adopt, amend or repeal any or all bylaws."

At the July 28, 1984, meeting the minutes reflect President Fischer declaring, "In 1966 the board at the annual meeting, attempted to change the quorum requirements from 50% plus one to 20% of all shares outstanding. The change was adopted but we have now found the change not to be lawfully amended, therefore 50% plus one of the total number of shares outstanding must be represented to conduct a legal meeting. The water company has issued 4,030 shares and only 886 1/2 proxies have been counted. We do not have enough proxies to conduct a legal meeting." Therefore, the minutes reflect that the board appointed two interim directors to sit on the board.

A letter dated December 1, 2004, from the law firm of Fullerton, Lemann, Schaefer & Dominick, LLP addressed to Robert Friedman (a CPMWC former board member) attempts to address the difficulties of obtaining a quorum.

The letter discusses the fact that Section 2.15 of the bylaws of Cedar Pines Park Mutual Water Company sets the quorum for a shareholders meeting at a majority of the shareholders and that at least 50 percent plus one of the shareholders must be present in person or by proxy at the meeting in order for business to be conducted.

The letter acknowledges that the number of shareholders combined with the number of shareholder proxies has been far less than the 50 percent quorum requirements and that it is frequently less than the 20 percent of the total voting power of the shareholders.

The letter states, "The only times when a quorum has been obtained is when the meeting agenda features a discussion of considerable interest in the community." The letter points out that there has "not been a contested election for a seat on the Board of Directors within the memory of anyone presently serving on the Board."

The letter continues, "You have told me that there may be a feeling by some shareholders that the quorum requirement is effectively depriving them of the right to vote and be heard on corporate matters. But it

does not appear that anyone has tried very hard to obtain the votes and proxies necessary to be elected to the Board of Director or to bring matters to a vote before the shareholders.”

The letter from the law firm suggests three possible scenarios to resolve the problem. One solution was for a new corporation with new articles of incorporation and bylaws be created and then merged with the existing company for a cost of \$15,000 in legal fees.

Another solution was to create a technical invalidation of the bylaws by amending the articles of incorporation to then contradict the supermajority provisions contained in the bylaws citing that under corporations code the bylaws cannot contradict the articles of incorporation. However, the law firm acknowledges that an amendment to the articles of incorporation would require a majority vote of the shareholders.

The third solution was to utilize the provisions of corporation code section 7515 which provides, “If for any reason it is impractical or unduly difficult for any corporation to call or conduct a meeting of its members...in the manner prescribed by its articles or bylaws...then the Superior Court...may order that such a meeting be called or that a written ballot or other form of obtaining the vote...be authorized, in such a manner as the court finds fair and equitable under the circumstances.” The law firm quoted a cost of \$15,000 for bringing such an action before the court.

Cedar Pines Park Mutual Water Company did not take action on any of the solutions suggested by the law firm Fullerton, Lemann, Schaefer & Dominick, LLP and as a result the water company still has the impossible challenge of attempting to reach a quorum required for the shareholders to hold an election and for the board to hold a legal meeting.

Corporations code section 603(c) says, “In the absence of a quorum, any meeting of shareholders may be adjourned from time to time by the vote of a majority of the shares represented either in person or by proxy, but no other business may be transacted, except as provided in subdivision (b)” and subdivision (b) only allows adjournment.

The corporations code says bylaws may authorize a corporation to conduct a meeting with a quorum of less than onethird of the voting power then they can only vote on matters of a general nature.

Without the unanimous written consent of all shares entitled to vote the shareholders cannot elect the directors and the power is left to the board of directors and that is how the business of CPMWC has been conducted for the past 26 years.

Vice President Ron Albright informed the Sentinel that a quorum is necessary in order for the shareholders to hold an election. According to Albright, a quorum requires 50 percent plus one shareholders in good standing to either attend the annual meeting or have a completed a proxy form on file.

“Proxy” means a written authorization signed authorized by a shareholder or the shareholder’s attorney in fact giving another person or persons power to vote with respect to the shares of such shareholder.

Albright remarked that there have only been one or two occasions in the past 20 years where a quorum of the shareholders was reached. Albright explained that this year the annual meeting was extended in order to try to reach a quorum.

Albright explained, “If a quorum is not reached then we can’t hold an election by the shareholders. Then the remaining board members would elect the new board members.”

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

This year Cedarpines Park Mutual Water Company has scheduled its annual meeting and board election for Saturday, September 18, at 1:30 p.m. at the Cedarpines Park Community Center located at 21827 Plunge Road.

The letter and Notice of Annual Shareholders' Meeting Proxy Solicitation and Instructions from Cedarpines Park Mutual Water Company (CPMWC) dated June 2010, show two vacant positions on the board that are up for election.

The notice gives instructions on how to complete the proxy form and explains the proxy has to be delivered to the office no later than 4:00 p.m. on Monday, September 13, 2010.

The proxy form has a space for the shareholder to complete who they wish to vote for them as their proxy, however, the form also says that if the shareholder does not name a proxy, "The Cedarpines Park Mutual Water Company, Board of Directors, will designate Wilfred Steiner, secretary of the company, to represent my shares as endorsed by the board of directors."

Shareholder Steven Hackin provided a board action request form at the August 13 board meeting requesting the board include the names of the candidates, the proxy solicitation and instruction and information about each candidate with the July-August bill.

Hackin said, "The candidates names were not listed in the notice of annual shareholders meeting dated June 2010. Therefore, none of the shareholders knew whom to cast their proxy for or anything about any candidates."

Hackin's explained, "The only name mentioned four times was the Secretary of the Board. Clearly, this is biased and gives preferential treatment to the board. This was not a fair, reasonable or legal method for each voter to have all information to make an informed decision in casting their proxy vote."

Experts in the field of elections express that the use of proxies provides more opportunity for fraud in an election.

The candidates running for the board are Lynn Chen, Ron Albright, Sandi Segalla, Glen Dark, Paul Hartman and Suzanne Bowen. **In reviewing the San Bernardino County Assessor records, all of the candidates with the exception of Suzanne Bowen were found to own property in Cedarpines Park.**

Shareholder Cheryl Turpin said, "I just received the list of candidates five days before the election. I do not know any of these individuals besides vice president Ron Albright and have never seen any of these individuals attending the meetings. CPMWC is not able to tell us how many shares are outstanding, our best estimate is 4,320 shares."

Section 2.13 of CPMWC bylaws states, with regard to filing proxies, "Casting ballots all rules and regulations shall operate impartially fairly and equitably."

<http://www.sbc sentinel.com/>

From: Roncpp

Sent: Wednesday, September 15, 2010 06:42 PM

What is the connection between Alpenhorn and Sentinel? I spoke to one person representing the Alpenhorn, not the Sentinel, yet they quote me in a way that suggests I gave them a statement. I have never heard of them before today.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: OLDGUY

Sent: Wednesday, September 15, 2010 10:57 PM

Gail Fry is a reporter for both, but of course you knew that.

From: Roncopp

Sent: Thursday, September 16, 2010 06:31 AM

Another question of logic. Because the company is required to send out notice of the annual meeting and solicit proxies months before the meeting date and there are no candidates at that time, how would the company announce the candidates? The whole point of the notice is to make it known that there are vacancies or expiring terms, provide the proxies and invite members to apply. That process takes place between the notice date and the meeting date.

When can candidates be verified as eligible? Up to the deadline for submitting applications. So when does that process provide a list of vetted candidates? About 3 weeks before the meeting date. There were changes in eligibility status right up to the deadline and one candidate withdrew after the deadline and before the list was published. The list was published and distributed with the bills sent out the first week of September. That is almost immediately upon completion of the mandatory process. Yet some claim they had no idea who the candidates were until this week? Several of the candidates have attended recent meetings.

Very few proxies were submitted up to the deadline Monday. There are not sufficient shares to constitute a quorum represented by those proxies. Therefore attendance by sufficient shareholders to vote their own shares are required in order to conduct a shareholder election.

From: Roncopp

Sent: Thursday, September 16, 2010 06:34 AM

How would I know that? She sent an e-mail requesting information and only mentioned the Alpenhorn. I've never heard of the Sentinel before yesterday.

She wrote quite different stories except for a section that appeared in both. She attributes her comments about the board "having a tight grip" on the company for many years to no source.

A question of logic comes to mind. The board has had a variety of shareholders serve over the years. There has been a change in board composition in each the past 3 elections (counting this weekend). None of the board members are non-shareholders, so how can shareholders conspire to keep the memberships from themselves?

From: Roncopp

Sent: Thursday, September 16, 2010 06:38 AM

Iwantmycpp:

Making false statements regarding the safety or quality of the water is actionable under the law. If you are a shareholder of this company you have received the water quality report which is matter of public record and based on internal and external testing as prescribed by law. The State and County both monitor water quality and investigate all complaints.

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: Rhondalee

Sent: Thursday, September 16, 2010 10:37 AM

Well just a couple of more days until the shareholders of CPP Mutual Water Company know if we have a say or not. I sure hope a quoram is met, and I look forward to meeting everyone. It will be nice to put a face to all these ROTW names. I may be a "part-timeer" but I have been since 1987 and I love CPP and hope good things come about at the meeting.

From: Darkman

Sent: Thursday, September 16, 2010 12:52 PM

I will do my part and be there

From: No0thrButMe

Sent: Thursday, September 16, 2010 04:04 PM

Isn't there a meeting tonight as well? Where and when please 😊

From: Darkman

Sent: Thursday, September 16, 2010 04:09 PM

Not that I know of, I believe it is all Saturday

From: Roncpp

Sent: Thursday, September 16, 2010 04:13 PM

Yes, there is a regular meeting tonight at 7pm at the Crestline Lake Gregory Water District office off of Crest Forest across from the road maintenance yard.

From: No0thrButMe

Sent: Thursday, September 16, 2010 04:13 PM

Thanks Ron, see you there 😊

From: PattiM

Sent: Friday, September 17, 2010 06:09 PM

I intend to be at the meeting too and am wondering exactly how the voting is to be done. Is this to be a ballot vote IF there is a quorum?

From: BreezyMtnLady

Sent: Friday, September 17, 2010 06:22 PM

Hi PattiM - There will be no voting because there will be no quorum. Sad, I know but somewhat intended.

From: BreezyMtnLady

Sent: Friday, September 17, 2010 06:24 PM

Tomorrow is the Annual Meeting. NewsFlash? THERE WILL BE NO QUORUM. I don't believe the lack of quorum represents total apathy. The water company "changed up" the rules for this year regarding what constitutes an account in good standing. This absurdity created a quorum count that could never be obtained. This "change up" in rules / or lack thereof should be heavily reviewed for the next annual meeting. PER THE BYLAWS the annual meeting is held the last SATURDAY of JULY. July 30, 2011 is the next annual meeting. R. Albright and one of the male candidates will be chosen to serve on the board. I'm betting P.Hartman since he started attending meetings in July 2010. Oh- gasp – surprise? Grow up folks, this was always the case. 😊

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

From: BreezyMtnLady

Sent: Friday, September 17, 2010 06:27 PM

But, let's recap to clearly understand the reality of this pending meeting fiasco. There has been so many myths and mistruths about WHY the meeting was re-scheduled and WHY the candidates were not timely announced. Take a breathe – here's REALITY.

MARCH 2010 – Announcement of Terms Expiring

Director R.Albright and Director H.McLeod would expire in July 2010.

REALITY1: R.Albright is still on the board after July 30,2010 – not too weird eh?

APRIL 2010 – Change Date of Annual Shareholder Meeting per Bylaw 2.14

Board approved rescheduling of Annual Meeting to Saturday, September 18, 2010. Would allow more time for preparation, shareholder status verification, and would insure maximum number of Directors would be present at the annual meeting.

REALITY1: President P. Dahlstrom was taking a vacation from July to August 2010. This change was done for him – not for the shareholders.

REALITY2: Those financials were not quite ready for public consumption. -wink-wink-

June 1, 2010 – Was the last day for candidates to apply for a board position.

At least 6 candidates had filed by that date. More than enough and no valid reason to extend the application date to July 31, 2010.

July 2010 – Shareholder annual meeting package mailed.

There was PLENTY of time to get candidate statements before the July 2010 mailing.

Question to all candidates who care to volunteer this information. DID any of you apply after the June 1, 2010 date???

From: BreezyMtnLady

Sent: Friday, September 17, 2010 06:34 PM

YOUR water company Fiscal year is May 1st to April 30th

per CORPORATION CODE:

Within 105 days after the close of the company's fiscal year, the board makes available an annual report to the shareholders. The report contains the following in reasonable detail.

- (a) Assets and Liabilites of the company as of the end of the fiscal year
- (b) Principal changes in Assets and Liabilites during the fiscal year
- (c) Revenue receipts of the company, both unrestricted and restricted to particular purposes, for the fiscal year
- (d) Expenses or disbursements of the company for both general and restricted purposes, during the fiscal year

REALITY:

The Annual Financials were due AUGUST 13, 2010 – they were just approved SEPTEMBER 16, 2010 and will be available ONLY to those that attend tomorrow's meeting – everyone else will have to request a mailing.

BTW - CORP CODE has a mailing notification requirement prior to annual meetings on this info. It's really simple to look up so, check it out. It's good for the head to do your own research now - isn't it? 😊

From: BreezyMtnLady

Sent: Friday, September 17, 2010 06:42 PM

Finally – here is Patrick Marley’s public comment that is an excellent explanation of WHY and WHY and WHO and WHO and cover-up. It's the same Board that we have today!!! What he said is true then and still remains: **What the Shareholders are asking for is transparency in the conducting of this Company's business.**

CEDARPINES PARK MUTUAL WATER COMPANY, Inc,
REGULAR BOARD MEETING - April 21, 2009
PUBLIC COMMENT by PATRICK J. MARLEY, Esq.,
on behalf of a number of Shareholders

It was August 2008 when the Shareholders discovered that the financial books of the Water Company did not have adequate source documents nor did they follow standard accounting policies. In fact, it was surprising that nearly every month the Board rubber-stamped the monthly financial reports as they were clearly inaccurate. The Shareholders have consistently been asking questions. The Board has asked the Shareholders to be patient.

When the Shareholders offered potential solutions and made suggestions of possible new employees for the Company, the Board advised that the Company would follow standard procedures such as advertising and offering public opportunities for any job openings. It was a surprise, then, when the Board announced it was hiring a consulting firm - without Shareholder input and without any public offering or announcement. The details of the arrangement have not been released to the Shareholders.

During the past eight months I have privately kept the Board informed of my concerns and questions.

For example, I gave Past President and current Director Bob Friedman what I believed to be sufficient reliable information to quickly resolve a Director's shortcoming in the number of shares owned. He told me he would attempt to resolve the issue. Now, months later, it appears the Company has a Director who is not a "Shareholder in good standing" yet he continues to serve on the Board and receives water delivery, in direct contradiction of the Company's Rules & Regulations and By-Laws. All Shareholders, including Board Members, must purchase the required number of shares for the property owned. A review of the March 2009 Regular Board Meeting Minutes looks like a cover-up of this issue.

Some time ago, I requested an audit of the Company's books and received back the same old figures, not the audit necessary to discover not only if money was missing, but if so, how much. Vice President Ron Albright may be satisfied with the figures, but has failed to provide the documents explaining the audit figures. The whole process makes it look like the Board is involved in a cover-up.

At the February 2009 Regular Board Meeting, President Perry Dahlstrom said that the valve cans covering the new valves for the Canyon Vista water main, although off-grade, were OK because the pipes were installed at an angle. This is not standard and not to Code. CSA18, our local Road Department, has twice informed the Water Company that the off-grade valve cans in the CSA18 road (Lakeland View) are not acceptable and must be corrected. This process makes it look like the Board is again involved in a cover-up.

Secretary Bill Steiner has made it clear he does not want Shareholders looking at the Company's books. When the Shareholders reported source documents for financial records were missing, Bill did not want to permit further investigation. This example makes it look like the Board is involved in a cover-up.

Then, there is the issue of a Director not having sufficient shares for the amount of property owned - a claim that a purported engineer's report will support Treasurer Howard McLeod's ownership of only 35,000 square feet of contiguous property when the County records show ownership of 55,700 square feet of contiguous property. Looks like another situation where the Board is involved in a cover-up.

These and many other Shareholder questions have gone unanswered for a half a year. Everything seems to be a secret. **What the Shareholders are asking for is transparency in the conducting of this Company's business.**

Our President is trying to say the Company has accepted the Canyon Vista water main, even though the requirements set forth in the hidden contract with our ex-Field Manager have not been met. Too often the Shareholders do not have an opportunity to participate in any evaluation or give any input until after the fact.

Why is the dismissal of the Office Manager a secret?

Why were the discussions on the Canyon Vista water main a secret?

Why is the Canyon Vista water main installation a secret?

Why is the Company inspector's evaluation about the Canyon Vista water main installation a secret?

Why the secret Church Street giveaway to the (then) Office Manager?

Why the Church Street \$5,000 secret payment to the (then) Field Manager?

Why is the audit of the Company books a secret?

Why were the shares of the Directors kept a secret?

Why is everything this Company seems to do a secret?

Why has this Board regularly approved the monthly financial reports, often when the reports could not be understood and when they clearly do not accurately reflect the finances of the Water Company?

Why has this Board failed to present a budget for the fiscal year beginning May 1, 2009?

MISSING \$140,000

The Cedarpines Park Mutual Water Company's Annual Financial Report dated April 30, 2008, stated that the cash and accounts receivables were over \$440,000.

Now, about one year later, the Balance Sheet dated March 31, 2009, contained in the Cedarpines Park Mutual Water Company Agenda and packet for the April 21, 2009 meeting, states that the cash and accounts receivable were less than \$300,000. Where is the missing \$140,000?

One explanation could be that the Company in fiscal year 2008-2009 has lost \$140,000, but, in fact, the March 31, 2009 financial reports show the Company has made a profit for the current fiscal year of \$6,991.05. Where is the Company Reserve Account and the \$140,000 that should be in it? Where is the missing \$140,000? (Note: These figures are quoted from the Company's Annual Report for April 30, 2008 and the latest Company Balance Sheet dated 3/31/09.)

Some months ago, when the Board was informed by Shareholders that, based upon the Company's own financial reports presented at the Board meetings, thousands of dollars were missing - not one Board Member asked a single questions about it. Why?

During the past several months, I have privately presented each of the Board members with over 100 pages of Shareholder concerns and requests, which for the most part have gone unanswered. Recently, I requested a private meeting with the Board to discuss serious problems and concerns. The Board did not even give me the courtesy of a response.

If the Board proceeds in this manner, the Board leaves me with only two avenues of resolution. First, I can sue the Company on behalf of the Shareholders to obtain the secret information the Board has failed to provide. I will prevail, and I suspect I will be granted attorney's fees. In this first scenario because of the actions and lack of transparency of this Board, only the Company will be the loser.

In the alternative, I can expose these issues to the press and each of the Board Members will have the opportunity to respond. In this scenario, the Board Members will be the losers, not the Company.

I believe that each one of you started your tenure on this Board with the best of intentions. Because of the pattern of secrecy that has developed over time, I now question this Board's present intentions.

PATRICK J. MARLEY, Esq.,
on behalf of a number of Shareholders

From: [BreezyMtnLady](#)

Sent: Friday, September 17, 2010 06:46 PM

There will be food and etc, etc, etc, that **YOU - the shareholder** have already paid for. So, at least, show up and take your share of food and goodies otherwise it will get donated to organizations that you may or may not approve of. Have a great day and hope for a better meeting next year.

From: Rhondalee

Sent: Friday, September 17, 2010 10:05 PM

ARE YOU SERIOUS? How do you know that NO quorum can be met???

you mentioned about accounts being in good standing. Do you mean that over 50% of the shareholders accounts are "not" in good standing? I understand not many proxies were submitted (if you know the percentage please fill me in on that too), but it was looking like many shareholders where going to show up in person, at least by the comments on this thread. HOPEFULLY Breezy you will read this tonight, cause if you know that there is NO way a quorum can be met, then what is the point of showing up (except for the food,etc. LOL). But we have many miles to travel so if the CPP Water Company has made it "impossible" for a quorum to be met, PLEASE LET ME AND OTHER SHAREHOLDERS KNOW. Thank you for all your help, work and time you have put into this "fiasco". I AM SOOO DISAPPOINTED IF THIS IS THE CASE 😞.

From: [BreezyMtnLady](#)

Sent: Friday, September 17, 2010 11:04 PM

Rhondalee - I understand about the travel distance, and will not dissuade you from showing up. Just don't get your expectations up. I have about 5 proxies that I received today. Typically it has been possible to have these last minute proxies counted on the date of the meeting. I've heard that may not be true this year but will see for myself tomorrow.

Do you mean that over 50% of the shareholders accounts are "not" in good standing?

Turn that question around. Up to 50% of accounts may be in good standing. What is an account in GOOD STANDING?

1. No balance due on the account.

2. If balance due then an installment agreement must be filed in the office. NOTE: There is NOTHING in the By-Laws that allows for this criteria. For the September 18, 2010 Annual Meeting it does explain WHY the QUORUM count will now exceed over 900 MORE shares that are qualified to vote this year.

3. Contiguous lots to the metered account must have shares with the water company.

NOTE: There is no verification that this criteria is being used at this time.

What is a QUORUM?

In order to conduct the annual meeting, a quorum of at least 50 percent, plus 1 of the membership entitled to vote must do so, in person, or by submitting a proxy. If the lack of a quorum results then the election will be done by the board. Learn more about historical attendance.

<http://www.breezymtn.com/cppw/histshares.html>

From: [BreezyMtnLady](#)

Sent: Friday, September 17, 2010 11:19 PM

at the 9-16-10 monthly meeting:

a) total company shares = 4,449

b) about 290 shares recv'd by proxy

c) about 2,000 shares needed for quorum

From: [BreezyMtnLady](#)

Sent: Friday, September 17, 2010 11:21 PM

Do show up anyway.

From: Rhondalee

Sent: Friday, September 17, 2010 11:57 PM

Thank you Breezy for answering my questions so fast. This whole damn mess has me fed up, but I know that we must still pursue justice. The big question is, how? I can see all the cover-ups, secrets, etc., but if a quorum can never be met because of the rules this board has put in place, how can we get any new resolutions put in place? Is there any kind of State Agency that oversees such matters? Or is going to Court the only answer? All I know is that this so called "Mutual" Water Company is not very "mutual" at all. It appears that only the board of directors have any real say in what goes on and this is not right. Something must change! I don't know if we will be there now or not, I have to discuss it with the hubby. Perhaps if more of us go to the monthly meetings and make such monthly meetings available via email or mail to all shareholders each month, perhaps more involvement might make a difference. That is how it was when we first purchased our property back in 1987, we automatically received the Minutes of ALL meetings without ever being asked if we wanted them or not. Then all of a sudden they just did not arrive in the mail anymore. I am not sure who all was on the board at that time, but it was a lot more transparent and friendly that's for sure. Oh for the good ole days. 😊

From: [Roncpp](#)

Sent: Saturday, September 18, 2010 09:05 AM

Breezy certainly provides a path down memory lane full of inuendo, false claims, repetition of issues long resolved and outright distortions. Taking her comments with a grain of salt is recommended.

Anyone with unanswered questions, feel free to ask them today or anytime. But having the hard work of

<http://www.rimoftheworld.net/discuss/25/68873?page=0>

ROTW – Cedarpines Park: 9-18-10 - CPPMWC Annual Shareholder's Meeting

this board to resolve past issues belittled and distorted is not the way to build or maintain a viable organization. Most of her statements are not accurate in any respect, and the rest are as seen through a very obscured lens.

From: [BreezyMtnLady](#)

Sent: Saturday, September 18, 2010 09:51 AM

Ronppc- *„,provides a path down memory lane full of inuendo, false claims, repetition of issues long resolved and outright distortions.*

Everything presented is documented. Please be SPECIFIC to whatever you feel is inuendo, or false claims. Generalities is your specialty. I deal with facts taken from company documents. Thank you for your participation.

From: [Rhondalee](#)

Sent: Saturday, September 18, 2010 01:38 PM

Breezy, I went to your Google Groups site and I can't access the financial reports section, they are not highlighted to click on. What happened? Also, I am so sorry, but we decided not to come to the meeting since no quorum could be met. I was looking forward to meeting all. I plan on coming to the next board meeting though. Please fill me and others in on today's Annual Meeting if you would please. Let's hope for a better year ahead. 😊

From: [CP Maynard](#)

Sent: Saturday, September 18, 2010 03:35 PM

how can we get any new resolutions put in place?

I guess NOT by the will of the vocal minority.

From: [Darkman](#)

Sent: Monday, September 20, 2010 08:36 AM

Nice to have met with you folks on Saturday. Have a great week.

From: [Rhondalee](#)

Sent: Tuesday, September 21, 2010 12:23 AM

Well, I have insomnia again, so on the PC and noticed that Breezy never responded to my inquiry as to what happened at CPP Water Co. Annual Shareholder meeting on Saturday. My husband really needed to be at work so since we heard that no quorum could be met we did not go. Please, I would like to know what transpired. Ron - Could you fill me in? I assume there was no quorum, but I don't want to "assume" anything. Thank you in advance for any information you can provide.

From: [BreezyMtnLady](#)

Sent: Tuesday, September 21, 2010 12:43 AM

Rhondalee - sent you email. If you do not receive then let me know.