

NOTICE OF SPECIAL MEETING OF MEMBERS

WEST WINDS MASTER HOMEOWNERS' ASSOCIATION, INC.

P.O. Box 11965 | Bozeman, MT 59719 * Email: contact@WestWindsHOAbozeman.org

*Issued **October 15, 2025**, by Direction of the Board of Directors*

Background

This **Special Meeting** of the Members is called in response to a written **Member Petition** dated **September 15, 2025**, submitted by **Stephanie Spencer** under **Article 3, Section 3.2 of the Bylaws** and Montana law **MCA § 35-2-527**, requesting that a Special Meeting be held for the limited purpose of potential removal of one or more current Directors and, if applicable, election of successor Directors.

The Board has confirmed that the petition, as presented, satisfies the requisite percentage of Member signatures to initiate the scheduling of a Special Meeting in accordance with Bylaws § 3.3 and Montana Code Annotated §§ 35-2-527 and 35-2-530, which collectively govern the notice, timing, and procedural requirements for meetings of the Members under the Association's governing documents and Montana law.

Special Meeting Information

Date: Sunday, December 14, 2025

Time: 6:00 PM Mountain Time

Where: **Zoom Meeting** (registration instructions sent by December 7, 2025)
As permitted under **§ 5.9 of the Bylaws** and **MCA 35-2-525 – HOA Remote Meetings**

Agenda:

1. Certification and announcement of Member ballot results (director removal vote)
2. Outline of successor election process & timeline (if needed)
3. Adjournment

Limited Purpose of the Meeting

Pursuant to **Article III, Section 3.2** of the Bylaws and **MCA § 35-2-27**, a **Special Meeting of the Members** is hereby called for the **limited purpose** of:

1. **Reporting the certified results of a member vote conducted by written and electronic ballot** regarding the proposed removal of one or more current Directors; and
2. **If any Director positions become vacant as a result of that vote, explain the process and timeline for a follow-up member election** to fill each vacancy for the remainder of the removed directors' unexpired term.
3. No other business shall be conducted at this meeting. *Only the matters stated above will be addressed as required per Bylaws § 3.2.*

Voting Procedure for Director Removal

Pursuant to **Bylaws § 4.11** and **MCA § 35-2-533**, the Board has determined this Member vote will be conducted **by written and electronic ballot** (no in-person voting).

<u>Step</u>	<u>Schedule</u>	<u>Details</u>
Ballots Distributed	November 24, 2025	Sent to all Owners by email and mail.
Voting Period	November 24 – December 14, 2025 (closes 1:00 PM MT)	Ballots must be received by 1 PM to be counted.
Ballot Verification & Tabulation	December 14, 2025 (1 – 5 PM)	Conducted by the appointed Election Inspector.
Special Meeting (Results Announced)	December 14, 2025 @ 6 PM MT via Zoom	Official certification and public report of results. Documented in Association Records.

Owners in **Good Standing** (as defined below) within the Association shall have **one vote per Lot** for all voting issues of the Association. Returned ballots constitute attendance for quorum purposes (5 % = 21 Lots out of 412 Voting Lots).

Eligibility to Vote

As defined in our governing documents and Montana law, including Bylaws § 4.5 and Article X, **only Owners/Members in good standing may vote.**

A Member is in good standing when all assessments and fees are current and there are no outstanding or uncured covenant or bylaw violations. Owners not in good standing will be given written notice and an opportunity to be heard before the suspension of voting rights pursuant to **Bylaws Article X.**

The Association's designated Election Inspector will verify good-standing status before counting any ballot. Ballots received from Members not in good standing will not be counted toward the quorum or the results.

Director Removal Thresholds

Pursuant to **Bylaws § 5.4** and **MCA § 35-2-421**, any director elected by the Owners may be removed, with or without cause, **by vote of the Owners equal to the same percentage of votes as director received in the election.**

If Any Director Is Removed — Successor Election Process

Pursuant to **Bylaws § 5.4**, if removal creates a vacancy, the Association will conduct a **follow-up election** by written and electronic ballot to fill the remainder of the unexpired term of the vacancy.

<u>Director</u>	<u>Original Term</u>	<u>Term Ends</u>	<u>If Removed -> Successor Serves Until</u>
Kitch Walker	2023 – 2025	April 2026 Annual Meeting	April 2026
Amanda Arnold	2024 – 2026	April 2027 Annual Meeting	April 2027
Linda Racicot	2024 – 2026	April 2027 Annual Meeting	April 2027

If Needed – Successor Election Timeline

<u>Step</u>	<u>Action</u>	<u>Date</u>
1	Call for Candidates	Dec 14, 2025 – Jan 2, 2026
2	Ballots Issued to Members	Jan 10, 2026
3	Ballot Deadline	Jan 30, 2026 @ 5 PM MT
4	Results Announced	Feb 6, 2026

If applicable, **successors serve only for the balance of the removed Director’s term**. The next regular **Annual Meeting of Members** will occur in **April 2026**, when any regularly expiring terms are filled.

Election Inspector and Certification

The Board has appointed an independent **Election Inspector** pursuant to **Bylaws § 4.11** and **MCA §35-2-533** to verify membership, tabulate ballots, and certify results. The Inspector will deliver a signed certification report to the Board within 48 hours after the meeting.

Reminders

- Ballots & voting instructions to follow - will be emailed/mailed on **November 24, 2025**.
- Zoom meeting registration link will be sent **by December 7, 2025**, for the **Special Meeting**.
- Members may observe the vote tabulation summary and ask procedural questions **after results are announced at the Special Meeting (via Zoom) on December 14, 2025**.
- Certified vote report and meeting minutes will be distributed within **ten (10) days** following the meeting.

Summary of Key Dates

<u>Event</u>	<u>Date</u>	<u>Responsible</u>
Notice of Special Meeting (email/mail)	Oct 15, 2025	Board
Ballots Distributed	Nov 24, 2025	Board
Ballot Deadline	Dec 14, 2025 @ 1 PM MT	Members
Tabulation & Verification	Dec 14, 2025 (1–5 PM)	Election Inspector
Special Meeting (Results)	Dec 14, 2025 @ 6 PM MT via Zoom	Election Inspector
Call for Candidates (if needed)	Dec 14, 2025 – Jan 2 2026	Board Officers
Successor Election Ballots Issued	Jan 10, 2026	Secretary
Voting Period Closes	Jan 30, 2026 @ 5 PM MT	Members
Follow-Up Results Announced	Feb 6, 2026	Election Inspector
Next Annual Meeting	April 2026 (TBA)	Board of Directors

Compliance Statement

This notice and voting process satisfy all requirements of:

- **West Winds HOA Bylaws:** §§ 2.1, 2.2, 3.2, 3.3, 4.1, 4.5, 4.8, 4.11, 5.2, 5.4, 5.5, 6.1, and Article X (Obligations of the Members)
- **MCA § 35-2-421** – Removal of Directors Elected by Members or Directors
- **MCA § 35-2-527** – Members’ Petition for Special Meeting
- **MCA § 35-2-530** – Notice of Meetings
- **MCA § 35-2-533** – Action by Written Ballot