

**COLUMBIA COMMUNITY CREDIT UNION  
2009 Annual Meeting Minutes**

**April 28, 2009**

Meeting of the 57<sup>th</sup> Annual Meeting was called to order on Tuesday, April 28, 2009 at 7:00 pm at the Red Lion Inn at the Quay in Vancouver, Washington by the Board's Chair Chuck McDonald.

The Chair confirmed that according to registration, there was a quorum of at least 50 eligible voting members for the Annual Meeting as required under Columbia Community Credit Union's Bylaws Article 4, Section 7 and that members were notified of the Annual Membership Meeting in January, February, March and April newsletters (and with information on CCU's website) as required under Columbia Community Credit Union's Bylaws Article 4, Section 3.

The Chair introduced Parliamentarian Dr. K. Ann McCartney, a Professional Registered Parliamentarian with the National Association of Parliamentarians and a Certified Parliamentarian with the American Institute of Parliamentarians who was in attendance to assist the Chair with parliamentary procedure during the meeting.

The Chair noted that Holly Von Essen, the Board's executive assistant, would record the minutes of the meeting and, to aid in the process, the meeting would be audio-recorded.

The Chair recognized the Credit Union's Board of Directors as follows: Philip Andrews, Wayne Bigelow, John Cheek, Judith Chipman, John Dingethal, Mike England, Lisa Schauer and Jeff Smith. The Chair recognized the Supervisory Committee members as follows: Lowell McDougal (Chair), John Bucholtz, and Donald Harris. The Chair thanked the Board and Supervisory Committee members for all their hard work.

The Chair introduced the Board candidates Judy Chipman, Paul Montague III, and Pat Stryker. The Chair introduced the Supervisory Committee candidates John Bucholtz and Robin Hayden. The Chair thanked the candidates for standing for election.

The Chair introduced CCU's President and CEO, Parker Cann. The Chair asked the members of the senior management team to stand and be acknowledged for their work on behalf of the membership.

The Chair stated that to provide for an orderly meeting, the Board of Directors, with the authority given in RCW 31.12.195(5), and in consultation with the parliamentarian and counsel has adopted the Special Rules of Procedure for the Annual Meeting, which were provided to all attendees at registration along with the meeting agenda. A copy of the Rules is attached to the minutes as Attachment A.

The Chair noted that per the resolution passed by the membership at the 2006 Annual Meeting, last year's minutes were approved by the Board on August 25, 2008 and can be viewed on Columbia's website. The Chair also informed the membership that after the Board approves this year's Annual Meeting minutes, the approved minutes will be found online.

### **Reports**

2008 Supervisory Committee's Report:

The Chair noted that the Supervisory Committee's Report was included in the 2008 Annual Report which is available online, in branches and distributed at the Annual Meeting. The Supervisory Committee reported that Columbia's financial condition remained strong and that internal controls, policies and operations of the Credit Union complied with governmental regulations. The Chair noted that members can get a copy of CCU's Audited Financial Statement for 2008 by asking the CFO, Ron Dobyns, or the Controller, Penny Harris.

2008 Annual Report:

The Chair presented highlights from the 2008 Annual Report.

CEO Report:

CEO, Parker Cann, provided a financial overview of what is on the horizon in 2009 for Columbia Credit Union. Cann noted that he will be leaving Columbia and stated that the Board had appointed Chief Operating Officer, Steve Kenny, as Interim CEO. Cann introduced Steve Kenny who addressed the audience.

### **Member Comment Period**

The Chair asked any member who wished to make comments to come forward. No member came forward.

### **Elections and Results Announcements**

The Chair announced that all applicants for either Director or Supervisory Committee member positions were nominated, and that no members applied for nomination by petition. Since there were no more nominations than open positions, the elections are held at the Annual Meeting by hand vote using the voting card distributed to eligible voting members at registration. Voting was done according to the Rules (attachment A).

The Chair announced that voting members would elect three **Board Directors** who will serve until the 2012 Annual Meeting and until their successor is duly qualified and elected or appointed.

The Chair announced that voting members would elect two **Supervisory Committee members** who will serve until the 2012 Annual Meeting and until their successor is duly qualified and elected or appointed.

The Chair announced the results of the election of three Directors and two Supervisory Committee members.

<u>Director Candidates</u>	<u>Votes</u>
Judy Chipman	47
Paul Montague III	53
Patricia Stryker	53

  

<u>Supervisory Committee Candidates</u>	<u>Votes</u>
John Bucholtz	56
Robin Hayden	53

The Chair stated that Linda Meadows had resigned from the Supervisory Committee on March 31, 2009. The Chair noted that the remaining Supervisory Committee will appoint someone to serve until next year's Annual Meeting.

The Chair thanked the CEO, Parker Cann, for his four years of service at Columbia Credit Union and wished him well with his new position. The Chair, on behalf of the Board, staff and membership, recognized Parker Cann for his service as outgoing CEO with a memento. The Chair stated that the executive search for a new CEO is ongoing. The Chair thanked the Senior Management team and Steve Kenny, the Interim CEO, for their continued assistance in doing great things for the members.

The meeting was adjourned at 7:28 pm.

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Chuck McDonald  
Chairman

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Lisa Schauer  
Secretary

ATTACHMENT A



**SPECIAL RULES OF PROCEDURE (Rules)**

**For April 28, 2009 Annual Membership Meeting**

The Annual Meeting shall be conducted according to these Special Rules of Procedure (Rules) and Robert's Rules of Order Newly Revised (RONR 10<sup>th</sup> Ed.), with the Rules taking precedence over RONR 10<sup>th</sup> Ed.

- 1. Attendance in Meeting Hall.** Only members, the Chair-designated Parliamentarian, Columbia Credit Union staff, location staff, Election Teller staff, credentialed press members, Columbia's counsel, and persons providing necessary assistance to any of the above persons, will be allowed into the Meeting.
- 2. Eligibility to Vote:** Only those eligible members as of the voting date of record in attendance at the Annual Meeting at the time of voting may vote on the items under consideration.
- 3. Registration.** Registration shall open at 6:00 p.m. and remain open until the Meeting is adjourned. Picture ID may be required for registration.
- 4. Amendments, New Business.** No amendments to the Agenda or motions for new business shall be in order.
- 5. Discussion or Debate Limitations.**
  - a.** A member will be entitled to speak up to two (2) times on any debatable issue or discussion, each time no longer than two (2) minutes
    - i.** To speak a second time on the same issue, a member must wait until those who wish to speak on it for the first time have done so.
    - ii.** Speaking a third time or longer than two minutes will require permission from the assembly.
  - b.** Discussion or debate must be germane to the motion or issue that is on the floor.
  - c.** No person will be allowed to disturb the assembly.

**6. Voting Process:** Three positions for Director and two positions for Supervisory Committee will be filled by three candidates nominated for the Board of Director and two candidates nominated for Supervisory Committee. According to Bylaws Article V section 4 the election will be by hand vote. The candidates receiving the greatest number of votes shall fill the open Board and Supervisory Committee positions.

- a. Voting Cards will be used as provided to members eligible to vote at registration.
- b. Any discussion will be limited as outlined under item #5.
- c. There will be no nominations from the floor of the Annual Meeting.