

**WOODSTREAM FALLS CONDOMINIUM ASSOCIATION
BOARD OF DIRECTORS REGULAR MEETING MINUTES**

**September 18, 2010
Clubhouse 9:00 a.m.**

8:00 a.m. Executive Session:

The Board of Directors Present: Jay Fluet, Vice President: Juanita Rucker, Member-at-Large; Boris Lipkind, Member-at-Large. Pansy Moore, Managing Agent, Lindsey Smith of Winzenburg Leff Purvis and Payne, LLP and Russell White, CPA was also present.

Executive Session

The Board discussed Association proposed audit and election matters.

Regular Meeting

1. CALL TO ORDER

Vice President Fluet called the meeting to order at 9:03 AM. homeowners were in attendance.

2. ROLL CALL

The Board of Directors Present: Jay Fluet, Vice President: Juanita Rucker, Member-at-Large; Boris Lipkind, Member-at-Large. Lindsay Smith of Winzenburg Leff Purvis & Payne, LLP and Russell White, CPA was also present.

3. NOTICE

Homeowners were informally notified of the Board meeting and notices were posted on all mail kiosks and at each of the five entrances to the community.

4. DETERMINATION OF A QUORUM

A quorum was present.

5. READING AND APPROVAL OF MINUTES

Reading of the Minutes – The July minutes were approved with no changes. The August meeting minutes were approved.

6. HOMEOWNERS FORUM

- 1) #415 expressed appreciation for the recent tree trimming activity throughout the complex.
- 2) #310 inquired about the status of mediation. Lindsey indicated that she had been busy with other tasks and would resume work on this task.

7. UNFINISHED BUSINESS

- 7.1** Building maintenance.
- a) The Maintenance Manager stated that roofing and deck work is currently occurring at bldg C. The project should be completed by the week of September 24. Bldgs A D F CC and AA have been completed.
 - b) The Maintenance Manager stated that retubing of the boiler included replacement of 190 tubes. This should contribute to an improved functionality of the boiler during the upcoming winter months. Retubing should be completed the week ending September 24.
 - c) The Maintenance Manager stated that 17 trees were either trimmed or removed from the property. The remaining trees will be addressed prior to the winter months.
 - d) The Maintenance Manager recommended that the conversion take place either the first or second week of October. The Board agreed.
- 7.2** The Board unanimously approved the selection of the Election Company of VR Election Services to hold the balloting process for the upcoming annual membership meeting. The cost is approximately \$2300 and will include prepaid envelopes to return ballots, and a sealed envelope will be sent to the Association's attorney to be opened at the meeting to reveal the results of the election items. There are nine candidates vying for two vacant Board seats as follows: Erica Crumpton, Chu Son, Akeem Makeen, Konstantin Myasdove, David Frazier, Juanita Rucker, Joyce Taylor, Forrest DeYoung, and Wanda McConnell.
- 7.3** Director Fluet received a request to dissolve the Revitalization Committee due to the inability meet the task of revising the current revitalization plan. Direct Fluet made the motion to dissolve all committees until a new board is elected next month and they could decide which committees they would like to establish or not. Director Rucker seconded the motion. The motion passed with two for and one against. Director Lipkind opposed the motion.
- 7.4** The playground contract was reintroduced for a motion to sign. The Board discussed the need for play areas and the motion was made by Director Fluet to sign the contract. The motion was seconded by Director Rucker and unanimously passed.
- 7.5** Mr. Russell White, the Association's CPA was invited to the meeting to discuss the audit proposed by Director Lipkind. Previous allegations of fraud and mismanagement of funds is the underlying reason for the proposal. Mr. White discussed the audit process, indicated the normal timeline is 3 months, and cost ranges from \$30,000-\$50,000. The Board discussed their request for a review of 2008 data due to inconsistencies by the Mitchell Powell Company with respect to the appearances of comingled funds. The result of the review with audit procedures was no fraud was found at that time but there were inconsistencies that required an adjustment to the allowance for doubtful accounts.

The Board and Managing Agent welcomed another audit and are confident no fraud or mismanagement of funds have occurred. State Statues require HOA audits be completed every other year if the assets exceed \$250,000 AND the majority of the owners request an audit. In response to continued and unfounded allegations of fraud an audit, review with audit procedures or compilation have occurred at Woodstream Falls since 2006.

Director Lipkind requested the audit be completed prior to the upcoming election. Director Fluet motioned to complete an audit prior to the election. Director Rucker seconded the motion. The motion passed unopposed. The audit will begin the week of September 20. The owner of #310 asked if the office would be closed, the Board responded that the office would be closed until the audit is completed.

8. NEW BUSINESS

- 8.1** Annual Meeting Agenda was discussed by Ms. Smith of Winzenburg who indicated that the ballot document was completed and ready to be sent to the election company. Director Fluet asked if there were any changes that the Board would like to make to the agenda or the ballot. No other changes were recommended. Director Fluet motioned, in accordance with Article V Section 6 of the By Laws to have the ballot include a recall of Director Lipkind from the Board of Directors. The letter listing the reasons for the recall was read to the Board. Director Rucker seconded the motion. The motion passed with two for and one against. Director Lipkind opposed the motion.

Ms. Smith advised that Director Lipkind complete a rebuttal document indicating why he should not be removed be posted on the Association's website with the recall letter for the membership's review to assist in decision-making during the ballot process.

9. REPORT FROM MANAGEMENT/COMMITTEES

10.1 Committee Reports –

By Laws- By Laws finalized and prepared for mailing

Grounds – Finding residents throwing food on the grounds and reported seeing Coyotes on the property searching for food.

Election – Completed task of recommended ballot process for elections going forward.

Revitalization – No new activity at this time.

- 10.2** Financials – The financials for the Association are available on the Association's website.

11. ADJOURNMENT

Adjournment was at 10:35 A.M.

12. NEXT MEETING

November 20, 2010, 9:00 a.m. Clubhouse

**NO MEETING DURING THE MONTH OF OCTOBER DUE TO THE ANNUAL
MEMBERSHIP MEETING**

 Oct 15, 2010

Respectfully Submitted, Pansy Moore, Secretary/Managing Agent