

WOODSTREAM FALLS CONDOMINIUM ASSOCIATION, INC.
SPECIAL ASSOCIATION MEMBER MEETING
Overland High School, Aurora, CO
January 15, 2009

1. Call To Order

President Caryl Buckstein called the meeting to order at 7:20 p.m.

2. Roll Call

Roll call of Association members attending in person and certification of proxies was being completed by check-in at the front door. All Board members were present: Caryl Buckstein, President; Pansy Moore, Vice President; Juanita Rucker, Secretary; Barry McConnell, Treasurer; and Jay Fluet, At-Large. The secretary reported a preliminary count of more than the quorum of one-third of the votes eligible to vote. The count of attendees in person and by proxy will continue and be reported to the chair.

3. Notice

The President received the Secretary's certification that proper notice of the meeting was mailed to all members of record on December 23, 2008.

4. Reading and Approval of Minutes

Upon proper motion and second, by voice vote, the members waived reading of the minutes and approved the minutes of Annual Member Meetings November 30, 2007 and November 24, 2008, as written and distributed to all attendees before the meeting.

5. Reports of Officers and Committees

Barry McConnell, Treasurer, re-reviewed the 2009 operating budget approved at the November 24, 2008 Annual Member Meeting. No special assessments are planned for 2009. There were no other reports from officers or committees.

6. Election of Directors (Managers)

To conduct the election, the President appointed Gary Tobey, Association Counsel, as Temporary Chair of the meeting.

Chairman Tobey reviewed the election guidelines that the Special Meeting would be electing three directors, the two candidates receiving the most votes would be elected for terms expiring at the Annual Meeting in 2011, and the candidate receiving the next largest number of votes would be elected for a term expiring at the Annual Meeting in 2010. The procedure was 1 -- nominations, 2 -- presentations by candidates, 3 -- voting, 4 -- counting of votes by the Teller Committee. He announced that all proxy appointments were to have been turned in at check-in and exchanged for one ballot for each unit and that the Association counts only ballots in the election, not proxies. Chairman Tobey requested volunteers and appointed the Teller Committee

from the floor with representatives from the apparent factions, but no candidates or spouses of candidates, to collect and count the ballots.

Chairman Tobey previewed that he would ask for further nominations from the floor, reviewed rules for candidate presentations prior to the vote, and stated that then the meeting would then move to the vote.

He then asked if there were any further nominations from the floor. He repeated the request and there were no further nominations from the floor.

The following candidates then made their presentations to the meeting in the random order their names appeared on the ballot: Forrest DeYoung, Igor Pleskov, Blair Rollenhagen, Pansy Moore, Juanita Rucker, Chu Son, Boris Lipkind.

The Teller Committee then collected all the ballots submitted and retired to count the ballots. Temporary Chairman Tobey turned the chair over to President Buckstein to continue the meeting while he supervised the counting of the ballots.

The chair then turned to the approval of the 2009 Budget. After explanation and discussion, on proper motion and second, the 2009 Budget was approved by a voice vote.

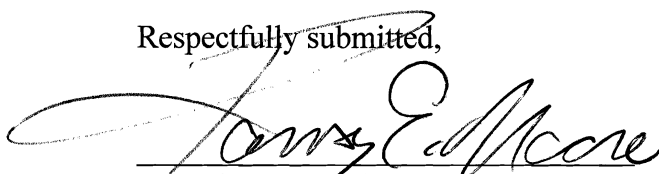
The vote count was reported to the chair and the chair announced the election results as follows: Moore – 79, Rollenhagen – 73, Rucker – 64. Moore and Rollenhagen were to serve terms through 2011, and Rucker to serve through 2010.

After the election results were announced, Forrest DeYoung made it known that he had not received ballots for the proxy appointments he carried. Unknown to the President and Mr. Tobey, and after considerable surprise and confusion, Mr. Tobey determined that indeed the proxy certification was still going on and that ballots had not been issued to Mr. DeYoung and that approximately 50 other proxies had not been exchanged for ballots, or ballots had been issued incorrectly. Since the erroneous vote count announcement had already been made, some Association members had already left the meeting, and the proxy certification was far more difficult and time-consuming than possible to complete at the late hour, he recommended to the Board that the election be invalidated.

The Board unanimously decided to declare the election invalid and this was announced to the remaining Association members at the meeting place. Suggestions were made by various parties to solicit the services of an outside entity to manage the future election process to avoid any appearance of impropriety on the part of any faction.

7. Adjournment The President adjourned the meeting at 9:30 p.m.

Respectfully submitted,



Pansy E. Moore, Successor Secretary