

**MINUTES OF THE WOODMOOR IMPROVEMENT ASSOCIATION
BOARD OF DIRECTORS MEETING**

April 23, 2007

1. Hans Post Uiterweer, WIA President, called the meeting to order at 7:05 PM.

WIA Board Members present:	Hans Post Uiterweer	President
	Bill Walters	Vice-President
	Terry Holmes	Treasurer
	Elizabeth Miller	Architectural Control
	Gary Marner	Common Areas
	Steve Malfatti	Covenant Enforcement
	Amy Smith	Forestry

WIA Board Members Absent:	George McFadden	Secretary
	Brian Osterholt	Public Safety

Staff in attendance:	Camilla Mottl	WIA Executive Director
	Kevin Nielsen	WPS Chief

Visitors present:	Chris Pollard	Our Community News
	Nicole Osborne	Tribune
	Robert Irwin	Colorado Lakeshore Holding LLC
	Dave Jones	Copperknoll Investments
	Dave Hammer	Copperknoll Investments

The following homeowners were present: James & Alberta Kerby, Ron Dozier, Jim Gilbreath, Robert Meachem, Stan and Betsy Beck, Rich and Rebecca Hicks, Steve Snaipar, Michael Bertsch, Anna Walsh, Shawn Thompson, Steve Perry, Roger Shields, Anne Parker, Annette Hagopian, Ken Rudeen, David and Lyn Viselli, John Poncina, Nancy Riesch, Pam Bartlett, Allan McMullen, John Brennan, Dwight, Al and Sandra Kinchen, Jason Roney, Steve Steffey, L. C. Pierce, Cindy and Jeff Cole, Steve Mitchell, Robert Yates, Dave Bledsoe, AB Tellez, Bill Herebic

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2. Approval of the Minutes

The March minutes were approved as written.

3. Colorado Lakeshore Holdings, LLC/Utility Easement

Robert Irwin of Colorado Lakeshore Holdings, LLC presented plans, approved by Woodmoor Water and Sanitation, to move the existing sewer line currently located on the parcel of land that borders Lake Woodmoor on its east side (eastern shore) south

of Deer Creek Road and north of Lake Woodmoor Drive. The easement, as currently placed, lies under the middle of several lots, thereby making them difficult to build on. Irwin stated that there was no superimposition of the easement on the original plat but it did show existing monuments that were used to perform a new survey. Colorado Lakeshore determined there was an error on the original survey and that the lines were incorrectly placed. They have made an agreement with Woodmoor Water and Sanitation to replace the current plumbing lines sometime within the next six month. The work will take approximately one month to complete. Irwin stated that there are no current plans to submit for building as it is their intent to sell the single family lots to individual builders. Irwin also stated that, at the present time, they have no plans regarding the multi-family lots due to the current market. He stated that a maximum of 380 units can be built on all their multi-family land combined. The firm also entered into an agreement with WW&San regarding the maximum height of the lake as well as a plan on reclamation of the property that belongs to them that is currently under water. A treatment similar to the rock rip-rap that has been placed around the lots adjacent to theirs will be installed up to the 100 year flood line. This brought up questions regarding the maximum amount of "fill" permitted by the Woodmoor covenants.

4. Copper Knoll Investments/Knollwood Village Center

Discussion surrounded the request of the Developer at the March meeting to change the existing covenants by allowing business hours to extend beyond 9p.m. 100 questionnaires were sent to surrounding homeowners asking whether they would prefer an extension of hours if the developer restricted the height of the buildings to one story or make no change and allow office buildings up to the 30 foot height. Thirty six residents responded with slightly more than half stating they preferred the lower building. The developer representative, David Jones then stated that they did not want the hours extended, they wanted unlimited hours in order to attract national chains like Starbucks. Extensive discussion regarding the ramifications of unlimited hours ensued. Walters **moved** that the current covenants be honored, maintaining the original agreed upon operating hours. Malfatti **seconded** the motion. Marner, Smith, Walters, Miller and Malfatti voted in favor of the motion. Holmes and Post abstained. **The motion carried.**

5. Luau/Pig Roast

Homeowner Steve Mitchell requested the Board give him permission to have a luau and roast a pig by burying coals under ground on May 11. He presented paperwork from the Fire Department outlining their guidelines in relation to the pig roast. The members referred the request for follow-up by Steve Malfatti, Director of Covenant Control.

6. Approval of Agenda

It was agreed that the following three items would be added to the agenda:

- District 38 Key Communicators Committee – Post
- Seeking legal opinions – Holmes

7. March Financial Report

Holmes presented the March 2007 Balance Sheet and Financial Statement. He explained all variances and noted that most of our interest income will not be reported until it is actually received. The interest earned from CDARS will be around \$15,000.

8. Executive Director Report

Mottl reported that

- The newsletter was finished and mailed.
- The website was updated with notices posted for Firewise Day, the Great American Cleanup and the Flea Market.
- 2600 inserts were prepared for the Woodmoor Monthly to advertise Firewise Day and the GAC.
- Mottl mailed out a questionnaire regarding the developers request for a change in the business hours to 100 area residents and tallied the results which were given to each member in their Board packets.
- Mottl fielded over 25 calls regarding the Knollwood subdivision.
- Mottl and staff fielded numerous calls regarding the Woodmoor Monument Fire Protection Notice of Meeting that was to take place the same time as the WIA Board Meeting. She included a recap of information given the WIA by Brian Jack and Charlie Pocock of the Fire Department plans. Also, a Woodmoor homeowner asked whether or not the WIA Board has given any thought to petitioning the County for the residential properties of WIA to be excluded from the proposed special district?
 - Members of the Board agreed that Woodmoor owners were divided on this issue and would need to vote their preference.
- Mottl mailed out over 200 letters to surrounding area homeowners regarding Colorado Lakeshore Holding's attendance to the Board meeting.
- Mottl fielded 30+ calls regarding development of the lake area. There is a group of homeowners that are interested in taking part in any necessary action regarding this issue.
- Mottl assisted Marian Taylor by writing letters to vendors and businesses requesting sponsorship for Firewise Day and the GAC.
- Mottl received notification of foreclosure proceedings on one Woodmoor residence.
- Mottl reported receiving a complaint regarding Greg's Pond in the Meadows common area. There is a small dam that is badly eroded and the owner fears it will fail. Chief Nielsen inspected the dam and the pond and reported that it is definitely eroded.
 - Gary Marner, Common Area Director stated that he would look into this issue.

9. Public Safety Report

Nielsen reported that

- WPS had had slightly more calls for service than last year, both monthly and quarterly.
- There was one burglary at Woodmoor Park. The front door was left unlocked.

- The WPS offices are ready and the desks and phone system will be moved the week of May 7th.

Old Business

10. Change BOD Meeting dates

- The meeting scheduled to be held on Monday, May 28 will be held on Monday, May 21, 2007.
- The meeting scheduled to be held on Monday, December 24 will be held on Monday, December 17, 2007.

Bill Walter informed members he would be unable to attend the May meeting.

11. Ratify purchase of new phone system

Terry Holmes **moved** that the Board ratify their April 13 e-mail approval of the new Initech phone system proposal totaling \$5,175.31 with a lease arrangement of \$113.24 per month for five years and a \$1 buyout at the end of the lease, which is below the budgeted amount. The motion was **seconded** by Malfatti. Miller, Smith, Malfatti, Marner, Holmes and Post voted in favor of the motion. Walters abstained. The motion **passed**.

12. Resolution re: corrections to Policies, Procedures, Rules and Regulations

Bill Walters **moved** that the following resolution be adopted.

WHEREAS, the Board of Directors (hereinafter called the "Board") of the Woodmoor Improvement Association, a Colorado non-profit corporation, (hereinafter called the WIA") is empowered by the Declaration of Covenants ("hereinafter called the Woodmoor covenants") as well as the statutory provision of the Colorado Common Interest Ownership Act, Colorado Senate Bill 100, Colorado Senate Bill 89, the Colorado Non-profit Corporation Act, its By-laws (amended March of 1995) and applicable law, to institute such rules as it deems advisable, including interpretation and enforcement of the Woodmoor Covenants; and

WHEREAS, the WIA By-laws (amended March of 1995) under ARTICLE VII - Powers and Duties of the Board of Directors, Section 1 (a) states the Board of Directors shall have power to adopt and publish rules and regulations and interpret and enforce the Declaration, Bylaws and Rules and Regulations in all manner and forms permitted or authorized by law or statute, and

WHEREAS, the Board of the WIA has determined that the Rules and Regulations; Parts I, II and III (First Edition - June 1995; and the Rules and Regulations, Part IV, referred to as the Design Standards Manual (Approved September 20, 1995, amended December 13, 2006); require, from time to time, updating, correcting; and being brought in line with recent changes in Colorado Statutory law;

NOW THEREFORE BE IT RESOLVED that the Board of the WIA agreed on April 23, 2007 to:

1. Hereby amend the Policies, Procedures, Rules and Regulations; Parts I, II, III, IV (First Edition - June 1995; and amended thereof) as follows:

Page 9 – Part M. OUTBUILDINGS; Paragraph 2 shall be changed to: “The ACC has defined outbuildings as a shed or ancillary building. The shed shall not exceed one hundred twenty (120) square feet in floor space and not exceed fourteen (14) feet in height. The ancillary building shall not exceed five hundred thirty (530) square feet in floor space and fourteen (14) feet in height. The shed and ancillary building materials and overall architecture must be the same as the primary building. Prefabricated or portable buildings are not allowed that do not reflect the appearance of the primary building.”

Page 12 – Part R. TRAILERS; Number 3 shall be changed to: “The first violation of these rules will result in a Covenant Violation Warning Notice. Subsequent violations may result in a Notice of Hearing and levy of fine(s) as determined by the Board. Fines may also be levied on a daily basis. Fines must be paid or appealed in accordance with WIA procedures.”

Page 23 – Number 6. Election Procedure (a) and (b) references to Unit Owner shall be changed to “Lot Owner”.

All references to the Designs Standards Manual Rules & Regulations, Part IV will be changed to read “Design Standards Manual, Policies, Procedures, Rules and Regulations Part V.”

BE IT FINALLY RESOLVED that this Resolution shall be effective immediately from and after the date hereof.

Malfatti **seconded** the motion. All were in favor. The motion **passed**.

Discussion then ensued regarding the corrections that Steve Malfatti was proposing (see April 21, 2007 e-mail in packet) to align the Fines and Sanctions section of the governing documents with the fine schedule. Malfatti **moved** that these changes be included in the resolution presented by Walters. Miller **seconded** the motion. All were in favor and the motion **passed**.

13. Firewise Day Update

Smith stated that preparation for this event has been extremely time consuming. Several fire agencies will be involved but we have been less successful finding vendors. Press releases have just been sent out and should appear in the Gazette and Hub. There will be extensive visual aids, door prizes, activities and gifts for children. There will also be fire demonstrations. She encouraged all members to attend as Woodmoor will be formally and officially be recognized as a Firewise Community – USA Status. By becoming a Firewise Community, WIA must hold one community event each year to retain its status.

14. Great American Cleanup & Flea Market Status

Marnar informed members that Marian Taylor is working on donations for the GAC. He is lining up common area captains for the event. Marnar feels he is getting more educated about the common areas and their needs as he visits them. He is working with Allan McMullen on the Flea Market.

15. Implied Powers/Discretionary Spending

Malfatti **moved** to allow the President and/or the Executive Director to seek legal advice or emergency services at their discretion and without approval of the entire Board of Directors in an amount not to exceed \$1,500. Miller **seconded** the motion. Holmes, Smith, Miller, Malfatti and Marnar voted in favor of the motion. Walters voted against. The motion **passed**.

New Business

16. Attendance to May 2 Hearings

Miller, Post, Malfatti, Smith and Marnar will attend the May Hearings.

17. May BOD Meeting Agenda Items

- If possible, Holmes would like a report on the Fire Department Meeting.
- Marnar will research whether the new lakeshore sewer line will actually curve.
- Firewise Day, Flea Market and GAC After Action Reports

18. By-Laws – Article 6, Section 4

Walters quoted the By-laws “*Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting provided a reasonable effort is made to contact all Directors and written approval of the action is given by five (5) or more Directors. If the officer requesting such approval considers the matter to be of sufficient urgency, a telephone vote of approval by five (5) Directors will be deemed as sufficient. Any action so approved shall have the same effect as though taken at a meeting of the Directors and shall be duly recorded.*” Walters stated that he did not approve of anything other than urgent matters being voted on via telephone or e-mail and that the Board needed to add “e-mail” to Section 4. Members agreed on this issue. However, it was noted that the issue of telephone service bids was addressed at the March meeting. Members also agreed in the March meeting that, in effort to finalize and order the system in a timely manner, a final vote would be taken via e-mail and ratified at this meeting.

19. Mottl presented a bid for repair to Room 14 downstairs to repair the roof leak along with the walls and window that are water damaged and mildewing. This bid was received in mid February and, despite numerous calls, we have been unable to find anyone else willing to bid the job. Since the damage is becoming greater with each snow and rain, Mottl requests the members approve the bid. Discussion ensued. Holmes **moved** to authorize up to \$4,000 for the repair.

Smith **seconded** the motion. All were in favor. The motion **passed**.

20. LPHS Key Communicators Program

Post reviewed the LPHS announcement regarding reestablishment of their Key Communicators Program. Terry Holmes agreed to attend the April 27 meeting.

21. Seeking Legal Opinions

Holmes stated the need to put the question to rest in regards to the legal opinion on the OSSI issue. Holmes **moved** that Hans Post acted properly and in good faith in consulting our attorney at Anderson, Dude & Lebel regarding the legality of the WIA Board changing the amount of the Open Space Safety Incentive and that the expense is approved. Malfatti **seconded** the motion. Miller, Smith, Holmes, Malfatti and Post voted in favor. Marner abstained. Walters voted against. The motion **passed**.

Moved to Executive Session at 9:57 PM

Moved back to Regular Session and Adjourned at 10:05 PM

RESPECTFULLY SUBMITTED:

Date

Camilla Mottl, Executive Director