

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

March 24, 2008

1. Steve Malfatti called the meeting to order at 7:13 PM.
2. Attendance to meeting

WIA Board Members present:	Steve Malfatti	President
	Terry Holmes	Vice President
	Kevin Weese	Secretary
	Anne Stevens-Gountanis	Director Architectural Control
	Gary Marner	Director Common Areas
	George McFadden	Director Covenant Control
	Amy Smith	Director Forestry
	Jake Shirk	Director Public Safety

Board members absent:	Bill Walters	Treasurer
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Staff in attendance:	Camilla Mottl	WIA Executive Director
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Visitors present:	Bob and Nancy Sheffield	Homeowner
	Randi Higbee	Homeowner
	David and Mari Rollins	Homeowner
	Rebecca Hicks	Homeowner
	Hilary Brendemuhl	Homeowner
	Mark Abplanalp	Homeowner
	Annette Hagopian	Homeowner
	RuthAnn Spidell	Homeowner
	Sharon Marner	Homeowner
	Robert Irwin	Colorado Lakeshore
	Steve Hammers	Hammers Construction
	Nicole Chillino	Monument Tribune
	Chris Pollard	Our Community News
	Lenard Rioth	Attorney-at-Law

3. Approval of the February Minutes

The February Meeting minutes were submitted for approval. The following changes were agreed upon:

- Page 4 - on Memorial Day two *Fridays* need to be changed to *Monday*.

The February 2008 Meeting minutes were approved as amended.

4. Malfatti informed Nicole Chillino that a correction needed to be noted in the March 6, 2008 Tribune article titled "Malfatti to serve as Woodmoor board president". The article stated "Malfatti also said he would like Woodmoor residents to address questions to the appropriate director instead of going to office staff. In doing so, the staff can be left to do their jobs." Malfatti was communicating to the Board members that WIA directors that have questions regarding a WIA department procedure should address their questions to the appropriate director so that the staff can spend their time serving the residents.
5. Welcome Visitors

Knollwood Village - Malfatti welcomed Steve Hammers of Hammers Construction, Inc. Hammers reviewed a proposal for Knollwood Village. In exchange for approving a change to 6am to 12 midnight in the current covenants that stipulate the hours of operation will be 6am to 9pm, Hammers stated that they will grant some concessions by building a 360 degree architecture, single level, low rise structure with a 17' eave with 3 architectural features with a maximum height of 27'. The maximum features will be located at the front of the building and that they will work with the county and the Charter School to facilitate access to the school as it relates to the proposed development plan with a proposed right-in, right-out from Hwy 105 to alleviate traffic problems and minimize vehicles on Knollwood Road.

Discussion and question-answer ensued inclusive of attendees.

The Board made no decisions regarding this proposal.

6. Approval of Agenda

McFadden requested that the Employee Medical Health Plan item placed in Executive Session be deferred until such time that Bill Walters was present at the meeting. Mottl stated that she thought the subject of fencing, currently in Executive Session, was previously covered by Lenard Rioth. Smith requested the Board discuss the Charter School. Mottl stated that subject would be covered during the E. D. Report as she had not received the information to be distributed until the afternoon of the meeting. The agenda was approved as amended.

5. Insurance Proposal

David Reitan of Six and Geving Insurance reviewed the annual insurance coverage as proposed as well as changes in coverage and cost differentials. **Stevens-Gountanis moved that the insurance proposal be approved as presented. Holmes seconded the motion. All were in favor. The motion carried.**

6. Colorado Lakeshore Development

Malfatti explained that the owners had been notified because changes in the sewer line and beach embankment have been proposed in conjunction with 'The Beach' portion of this property. In response to questions, Lenard Rioth explained that in 1998, the previous owners of this land filed a lawsuit against the WIA. In 1999, a Court Order Approving the Settlement of the Class Action Lawsuit was filed. In it, the parties agreed to Multi-Family and Commercial covenants as outlined in an attachment to that document. (A copy of these covenants was made available to meeting attendees.) Those covenants covered all the multi-family and commercial land owned by the previous company in the lake area. Further, the court found that the 1999 WIA Design-Standards are applicable to the single family lots that have already been platted on 'The Beach.' Items that are being negotiated by the WIA with the developer and, in conjunction with Woodmoor Water & Sanitation, include a change in the sewer line in 'The Beach' common area and extending the rip-rap so that the entire 'Beach' area level is one foot above the 100 year flood line. In exchange, the WIA is seeking confirmation from the current property owner that the parcel of land, also known as 'South Beach' is also a member of the association and subject to the restrictions in the multi-family covenants.

Because Woodmoor Water and Sanitation is currently draining the lake for repairs, the water company and the developer agree that this is the optimum time to have the sewer line moved and the rip-rap installed.

Woodmoor Water and Sanitation wants to insure that lake water is not on the Colorado Lakeshore property and can be retained without flooding other properties if they ever reach the 100 year flood plain in this area.

Discussion and question/answer ensued inclusive of attendees.

7. Welcome to Visitors contd.

Malfatti apologized for not opening the meeting earlier to those owners that signed up to address the Board members and invited their input.

- Bob and Nancy Sheffield had already left the meeting

- Board members responded to the Rollins questions about fencing on the property being developed at the rear of her property; road easements; Financial Statements; 2008 increase in dues; salaries; Public Safety services; the Unallocated Fund and its uses; current income from other sources versus future income; investment earnings; Reserve Funds; Board contact information. Mottl gave Rollins copies of the latest financials and it was agreed that the most recent financials will be posted on the website.
- Mrs. Spidell gave the Board information regarding 501C3/C4 corporations.

8. Financial Report

McFadden reviewed the February Financial Statement; explained variances and current balances and renewal of CDARS Accounts as well as funding for the scheduled Replacement for Reserve purchase of a new WPS vehicle and the replacement of the previously “totaled” WPS Jeep.

McFadden questioned why the previously named Unallocated Fund Account was now called the Operating Fund on the Financial Statement and requested that the accountant look into it.

McFadden moved that \$14,424.97 gain/loss settlement check received from the insurance company previously taken out of the Unallocated Account for purchasing a replacement vehicle be transferred back into the Unallocated Funds account. Shirk seconded the motion. All were in favor. The motion carried.

McFadden moved to accept the Financial Report as presented. Stevens-Gountanis seconded the motion. All were in favor. The motion carried.

9. Executive Directors Report

- Malfatti, Stevens-Gountanis, McFadden, Marner and Mottl, met with Laura Gipson, Pres/ BOD and Dana Murphree, President of the Charter School PTA and viewed the school from a Woodmoor residence. Mottl handed out the school landscaping plan and rendering received that afternoon. Murphree reviewed the plan and the rendering. A Lighting Study was performed and the plan is dark sight compliant. They were unable to address when the landscaping would be accomplished. and stated they would have more information on the time-frame for landscaping in the next sixty days. The school is working with Hammers Construction on the proposed “right-in, right-out”.
 - Due to ongoing discussions, Lenard Rieth requested and Gipson agreed that the school would have their attorney present their proposal in writing.
- Rieth departed the meeting.
- Brian Beland, owner of Tri-Lakes Disposal will supply a re-cycling dumpster free of charge and WIA will get 50% of whatever he collects for recycled paper and aluminum cans. It was agreed that Mottl would see what size dumpsters were available and if Brian was willing to do this on a trial basis. Brian wants to know if we are having a GAC so he can schedule dumpster and pickup.
- Electricity will be off in order to install the new breaker box off in the Administrative Offices and “Barn” on March 28 starting at noon.
- A new outdoor sprinkler system controller (water sealed/water tight \$285/\$35 rebate from WW&San) and a rain sensor: (\$125/\$25 rebate WW& San) have been scheduled for installation.
- Four copies of Roberts Rules are available for members to sign out for their use.
- We have received one ad for the April newsletter for ½ page at \$115.
- Possible incentive for owners to sign-up for WIA e-mail will be a gift certificate drawing.
- One financial institution is requesting additional signatures and an additional photo ID from Weese.
- Mottl presented bids and rationale for the Board to consider a motion that the Board approve expenditures in an amount not to exceed \$12,000 out of the Replacement Reserve fund to refurbish the common area components in the Community Center kitchen and bathrooms as well as the bathrooms in the Administrative Offices using Drake Construction as the Contractor. Discussion ensued. Marner will work with Mottl on this bid.

- Mottl presented bids and rationale for requesting that the Board approve the purchase of one computer to replace the computer currently used by the Covenants and Forestry Administrator; one monitor to replace the one that is used by the ACC Administrator; upgrade software Office 2003 to 2007 on all computers; new backup system and the necessary labor to install all of the above. **Shirk moved that the Board approve the purchase of one computer to replace the computer currently used by the Covenants and Forestry Administrator; one monitor to replace the one that is used by the ACC Administrator; a new backup system and the necessary labor to install the purchases. Holmes seconded the motion.** Discussion ensued.

McFadden moved to table the original motion. Weese seconded. The motion to table failed.

Shirk moved to amend the original motion to state that the Board approve the purchase of one computer to replace the computer currently used by the Covenants and Forestry Administrator; one monitor to replace the one that is used by the ACC Administrator; upgrade software Office 2003 to 2007 on all computers and a new backup system in an amount no greater than \$4,049 plus tax/shipping/handling and the necessary labor to install the purchases following consultation and agreement with Weese, McFadden and Smith. The cost of the computers shall be paid out of the Replacement Reserve Account. Smith seconded the amended motion. Discussion ensued inclusive of owner input. **Holmes, Stevens-Gountanis, Smith and Shirk in favor. McFadden, Weese and Marner opposed. The motion carried.**

Smith moved that, in order to save time at the meetings, the E.D. Admin and Public Safety Reports be written and sent to members for their review and meeting time spent on Questions and Answers regarding the reports. Shirk seconded. Discussion ensued inclusive of owner input.

Smith withdrew the motion and the members agreed to allow Shirk to withdraw his second.

10. Public Safety Report

Shirk reported that:

- Suspect information was passed onto EPSO by WPS for the arson incident in south Woodmoor that ultimately resulted in 1st degree arson charges being filed.
- An alarm response by WPS at a local business resulted in a burglary suspect being apprehended and 2nd degree burglary charges being filed.
- A male juvenile driver was caught by WPS driving (doing donuts and such) in the Toboggan Hill common area with a 4-wheel drive resulted in a summons issued for trespassing.
- WPS continues to receive reports of vandalism to mailboxes and driveway lights. Incidents occur mostly in the middle of Woodmoor near Woodmoor Drive and Shadowood, Top O' the Moor East, and Deer Creek Road. Included were 3 additional reports of Drano bombs. Numerous low voltage driveway lights were recovered from the roadway on Top O' the Moor East. If anyone is missing these fixtures, please call WPS.
- Officer Chad Forquer, having served Woodmoor for seven years, has submitted his resignation effective April 30th. Forquer has taken a position out of state and deserves a "job well done" and will be missed.
- WPS is currently accepting applications and is going forward with hiring a replacement for Chad. The goal is to have a replacement hired, trained, and in place by mid May so not to disrupt WPS service to the Woodmoor community.

McFadden moved that the WPS Director and Chief introduce the candidate for the position to the Board either in person or with their resume via e-mail for approval. The motion was seconded by Weese.

Discussion ensued with owner input.

Marner, Malfatti and Weese were in favor of the motion. Holmes, Stevens-Gountanis, Shirk and Smith were opposed. The motion failed.

Old Business

11. Actionable Items on Annual Meeting

Deferred to the April Meeting.

12. WIA Administrative Procedure Manual Review

McFadden stated that this was actually an Employee Benefits Review. The item was deferred to the April Meeting.

13. Wild Duck Pond

Marner reported that work on Wild Duck Pond had begun last Friday. Discussion ensued regarding bids, previous unanswered Board questions and approval of this contract.

New Business

14. Agenda Format

Malfatti moved that the following procedure will be used to place items (motions) on the agenda and then placed before the Board of Directors as follows:

1. Develop the main Motion.

- a. Description (draft motion)**
- b. Pros & Cons**
- c. Solutions**
- d. Benefits to WIA**
- e. Cost & Timing**

2. E-Mail the exact motion that will be presented at the meeting no later than one week prior to the meeting including all the relevant information in item #1 (This will also serve as prior notice, Ref: RONR)

3. Other Board members can request additional information if necessary.

4. The item is placed on the agenda

5. The agenda packet will be delivered to the Directors.

6. When the agenda is approved at the meeting, the item will come up in its turn.

7. The rest will follow normal procedures of Robert's Rules.

Holmes seconded the motion. Discussion ensued.

McFadden moved to amend the motion by adding that the President, acting as Chair, will monitor e-mail exchange so that it allows for clarification of facts but eliminates on-line debate on proposed motions. Shirk seconded the amended motion. All were in favor. The motion, as amended, carried.

15. ACC Training

Stevens-Gountanis clarified the situation surrounding the request for a Bed and Breakfast in Woodmoor.

Stevens-Gountanis moved that the ACC train all current and future members on the importance and use of all Governing Documents, their interrelation with each other and who has authority to make changes to those documents. McFadden seconded the motion. All were in favor. The motion carried.

16. Design Standards Motion

**Stevens-Gountanis moved that the Board approve, via resolution, a motion providing for listing the Applications for Miscellaneous Projects that can be approved, at no charge, by the ACC Administrative Assistant in the office as well as those requiring submittal and Architectural Control Committee review and approval accompanied by a filing fee of \$25, in the Policies, Procedures, Rules and Regulations Part V; Design Standards Manual as follows:
Approval by ACC Administrative Assistant at no charge:**

1. Repainting a house or changing trim colors (earth tones)
1. Re-roofing a house or change trim color (the materials must be an ACC 50 year or lifetime approved roof, the list can be found at www.woodmoor.org or in the WIA office)
2. Changing out windows and doors including storm door and garage doors, no change in size, materials, and location
2. Fence maintenance or deck maintenance (no change in size, materials or location)
3. Driveway resurfacing, no changes in footprint
4. Flagpoles
5. Basketball hoops portable
6. Snow Fences (Nov. 1 – April 30)
7. Change out windows and doors and garage doors – same size
8. Basketball hoops portable

Reviewed by the Architectural Control Committee with a \$25 fee filing fee

1. Alter drainage and grading property
2. Installing or altering a fence or wall
3. Modifying or building a new deck
4. Enclosures
5. Altering a driveway footprint
6. Sheds
7. Hot tubs/spas
8. Pods & Dumpsters
9. Siding material – i.e. stucco, hardiplank
10. Basketball hoops in-ground

The motion was seconded by Shirk.

Discussion ensued.

McFadden moved to amend the motion to include in ground basketball hoops, pods & dumpsters, installation or relocation of playground equipment, conduct a business on residential property and hot tubs being installed on existing pads in the list of items that are approved by the ACC Administrative Assistant at no charge; but to charge a \$25 for new hot tub pads. Weese seconded the motion.

Further discussion ensued.

McFadden moved to table the amended motion until the April meeting. Weese seconded the motion. All were in favor. The motion carried and the item was tabled.

15. Board Job Descriptions

Deferred to the April meeting.

16. Community Wide Event

Marner stated he was unsure as whether or not the Great American Cleanup would be held this year.

17. Woodmoor Signage Motion

Smith moved to allocate WIA funds for improving the visual appearance of our Woodmoor stone signs by adding xeric landscaping at the base of the signs at a price not to exceed \$1600. Stevens-Gountanis seconded the motion. Discussion ensued inclusive of owner input.

Marner stated that the funding for the program could be expensed to the common area category.

Holmes, Weese, Shirk, Marner, Smith, Stevens-Gountanis voted in favor. McFadden voted against. The motion carried.

18. Forestry Update

Smith informed members that:

- Protecting Your Property Value\$ Program by Keith Worley, Firewise Specialist, which will also include how to cut back and prune scrub oak with on-site demonstration to be held on - Saturday, May 10, in 'The Barn' from 9am to noon
- Chipping Days will tentatively be held Saturday and Sunday, June 7th & 8th, at the Tri-Lakes/Monument Fire Station from 10am to 2pm
- Removed MPB trees from a common area island on Sherwood Glen and replanting will be scheduled
- Smith will set up a meeting with the new high school in regards to fire safety in response to owner concerns

19. Hearing Information

Deferred to the April Meeting

20. Covenant Report

Deferred to the April Meeting

21. Covenant Enforcement Motion

Malfatti moved to instruct Covenants Staff to proactively pursue violations, by allowing for scheduled monitoring from common areas and public access. Motion seconded by Stevens-Gountanis.

McFadden moved to amend the motion by striking the word 'covenants' from the motion. Weese seconded the amended motion.

Discussion ensued inclusive of owner input.

McFadden withdrew the amended motion and Weese requested the Board allow him to withdraw his second of the amended motion. The members agreed.

Malfatti called the vote for the original motion. All were opposed. The motion failed.

22. Policies & Procedures Log

Malfatti moved that that WIA maintain a log containing all policies and procedures adopted by the BOD in addition to the minutes of the meetings. Shirk seconded the motion. All were in favor. The motion carried.

23. E-Mail addresses for the Board

McFadden moved that individual Board e-mails be created at a cost not to exceed \$10 per e-mail account and that such e-mail addresses are posted on the Woodmoor web page and made available to any owner that requests them. Marner seconded the motion.

Discussion ensued inclusive of owner input.

Smith moved to table the motion until we have a greater understanding of the specifics involved and the cost. Holmes seconded the motion to table. Smith, Holmes and Shirk voted in favor of tabling the motion. McFadden, Weese, Marner and Stevens-Gountanis voted against. The original motion remained active.

Malfatti called the original question. Homes and Smith voted against. Shirk, McFadden, Weese, Marner and Stevens-Gountanis voted for. The motion passed.

24. Attendees to April 9 Hearings

Mottl requested that the members review the Hearings, Variance & Appeals draft list that she distributed and confirmed the April 9 Hearing attendees as Marner, McFadden, Shirk, Smith and Weese. Mottl instructed members to let her know if any changes needed to be made in the there were any changes

25. April Board Meeting Agenda Items

- Take the motion to change the DSM guidelines from the table

- Knollwood Village request to extend operating hours
- Bathroom Refurbishment
- Board Job Descriptions
- Hearing Information
- Covenant Report
- Board E-mail Addresses
- Admin Procedure Manual Review/Employee Benefits Review
- Actionable Items on Annual Meeting

26. Holmes moved that the Board ratify the signing of three checks by Hans Post that took place between the annual election and the naming and motion to change the account signatories at the February meeting. Shirk seconded the motion.

Discussion ensued inclusive of owner input.

Holmes withdrew the motion. Shirk requested that the Board grant permission to withdraw his second. The members agreed. The motion was withdrawn.

McFadden moved to adjourn the meeting. Stevens-Gountanis seconded the motion. All were in favor.

The meeting adjourned at 11:35 p.m.

RESPECTFULLY SUBMITTED:

Date

Camilla Mottl, Executive Director

Date

Kevin Weese, Secretary