

**MINUTES OF THE WOODMOOR IMPROVEMENT ASSOCIATION
BOARD OF DIRECTORS MEETING
December 16, 2008**

1. The meeting was called to order at 7:05 PM.

Attendance to meeting

WIA Board Members present: George McFadden, Bill Brendemuhl, Jim Wilson, Bill Walters, Anne Stevens-Gountanis, Amy Smith, Gary Marner, Mari Rollins, Steve Steffey

Staff in attendance: Kevin Nielsen, Camilla Mottl

2. Approval of Minutes

Wilson moved to approve the September meeting minutes as amended. Stevens seconded the motion. The motion carried.

Walters moved to approve the October meeting minutes as amended. Stevens seconded the motion. The motion carried.

Steffey moved to approve the November meeting minutes as amended. Stevens seconded the motion. The motion carried.

3. Approval of Agenda

- Smith requested that the Elorie Award be added to Executive Session.
- McFadden requested that discussion on the motion passed in November regarding telephone voting be added as Item 11A.
- Discussion regarding a special offer to WIA residents negotiated with Woodmoor Pines and Kings Deer Country Clubs was added as Item 11B.

Brendemuhl moved to approve the amended agenda. Stevens seconded the motion. The motion carried.

4. Owner Comments

Ruth Ann Spidell and Gloria Ingram addressed the Board.

Reports

5. Financial Report

Walters presented the October Financial Statement.

6. Public Safety Report

Nielsen gave the Public Safety report.

7. Executive Director Report

Mottl gave an administrative report.

8. Forestry Report

Smith reported on attending the 2008 National Firewise Event.

9. Common Area Report

Marner stated that WIA would be moving forward on getting painting and flooring bids for the Community Center.

Old Business

10. Past Due Collections Policy
Mottl presented a draft of a past due collections policy.
11. Board responses to Resident Inquiries
Discussion was held but no Board action was taken.
- 11a. E-Mail and Telephone voting by Board members
Per McFadden's request, members agreed that the motion made in November regarding this subject be submitted to legal counsel for their review when WIA has a legal audit performed.

New Business

- 11b. Members reviewed the letter from Woodmoor Pines regarding a special offer to Woodmoor residents.
12. Re-evaluation of agenda items based on time and necessity
No changes were made.
13. Motion
Marner moved to read into the minutes the e-mail/phone motion of approval of the mold and asbestos remediation contract to Executive Restoration in the amount of \$41,279.50. McFadden seconded the motion. The motion carried.
14. Motion
Walters moved to replace Section 2(c) in the WIA Administrative Policies and Procedures Manual with "Non-exempt members of the administrative staff can, at the discretion of their supervisor, have either a late arrival or early departure time to allow for attendance at WIA meetings held after hours." Stevens seconded the motion. The motion carried.
15. 2009 Annual Meeting and Election
Walters moved to approve the return outer envelope, inner secret ballot envelope and the ballot proxy as presented by Wilson subject to legal counsel review and approval. Steffey seconded the motion. The motion carried.

Brendemuhl moved to have Wilson negotiate with the League of Women Voters to perform all 2009 Board of Director election functions involving the receipt and counting of proxies and ballots. Marner seconded the motion. The motion carried.

Stevens moved that Candidate Presentations would be moderated by Wilson and held on Monday, January 12 from 6:00 to 7:00 pm. Smith seconded the motion. The motion carried.
16. Deadline Dates for inclusion in Newsletter and Annual Meeting Mail-outs
All nominee bios for inclusion in the Election mail-out need to be submitted no later than Friday, December 19. Articles for inclusion in the January Newsletter must be submitted no later than Monday, December 22.
17. Deadline for Annual Meeting Presentation Input
Annual Meeting presentation input is due no later than January 5, 2009.
18. Legal Audit/Contract Audit
Walters moved to engage Hindman and Sanchez to perform a legal and contract audit of all WIA governing documents and any motions made in 2008 in relation to or affecting these documents. Brendemuhl seconded the motion. The motion carried.

19. Confirm date and attendees to January Hearings

The next Hearings will be held on Wednesday, January 14, 2009. Confirmed attendees are McFadden, Steffey, Marner and Stevens. Walters and Smith will check their calendars.

The Board broke at 10:15 p.m. prior to moving into Executive Session to discuss the approval of the Executive Director Evaluation, the Elorie Award, and the 2009 final budget inclusive of salaries.

The Board entered Executive Session @ 10:25 p.m.

Motions:

Elorie Award: Amy Smith moved to accept the recommendation of the Vincent Elorie Committee; seconded by Anne Stevens. The motion carried.

Evaluation of the Executive Director: George McFadden moved to accept the evaluation as presented. Bill Walters seconded and the motion carried.

Budget for 2009: Bill Walters moved to accept the proposed budget as presented. Mari Rollins seconded and the motion carried.

The Board returned to regular session at 11:40 p.m.

The meeting adjourned at 11:45 p.m.

RESPECTFULLY SUBMITTED:

Date

James Wilson, Secretary