

Laurel Ridge Community Association, Inc.
Special Board of Directors Meeting
April 2, 2009

Meeting was called to order at 2:10pm.

Members present: Tony Himmelspach, Deb McEniff, Richard Vehrs, and Roger Williams.

Not present: Mike Colbert

Also present: Sharon Vetter of Joseph Community Management, and homeowners.

The purpose of the meeting was to discuss the election results of the Annual Member Meeting and the contract with Van's Lawn Service.

ELECTION RESULTS

A request was made to hold a re-election. At the Annual Meeting, the results of the election count showed that one person had won by one vote. That person was announced as winner at the meeting, but the number of votes was not read. Following the meeting, in the next several days, four recounts of the votes were made that showed that a different person had won the election. The lawyer stated that this recount should have been conducted at the time of the meeting and she gave us options as how to move forward. Tony stated that the people involved have decided to hold a re-election.

Bill McClure stated that rather than have the Association incur further costs, he would like to withdraw his name from the nominations.

Roger made a motion to accept the withdrawal of Bill McClure's name. A second was made by Deb.

Alice Champagne suggested that a re-election be conducted. Discussion was made about a re-election. Tony said he knew the count at the meeting was close, but didn't think anything about it. He offered to step down from the Board to allow the two candidates to take positions on the Board. Several owners said that they didn't want to see that happen.

Roger Williams stated for the record that he felt:

- For the amount of money that we are paying a management company, they ought to be aware that if a recount was requested at an annual meeting where the residents are like the voters, it had to be done at that time and at that place, and it has to be requested by the residents. The Board has nothing to do with it; the residents are the ones voting for the directors.
- There were a couple directors that contacted the management company and asked for a recount. The responsibility of the management company is to the "Board of Directors" not to individual directors.
- The documents sent to the attorney by the management company made it appear that the "Board" had requested a recount, when in fact it was not the Board, but individual directors.

- Information should only be transmitted to the management company by a motion made a meeting.

In response to Roger's comments, Sharon Vetter stated:

- The Board decided at a meeting that their own election committee would handle the election, and the management company was not to be a part of it. The management company did not touch, open, or count the ballots. Therefore they cannot take responsibility of whether the ballots were counted or recounted at the meeting, because they were told not to touch them by the Board of Directors.
- Sharon did not know how close the count was until the following day when asked by two directors what the vote counts were from the meeting.

Roger restated that it was up to the residents to request a recount at the meeting. However, the residents and the Board members did not know what the count was at the meeting. People need to understand that there hasn't been an election for several years. Alice Champagne added that the meeting was different this year and didn't last as long as it usually did, which put strain on the election committee to hurry the vote count. The election committee did not know that a recount needed to be done at that time, and couldn't be done later at the management office. Also, the process was different this year and people were confused. Alice stated that she didn't believe it was anything intentional on anybody's part.

Discussion was again made about the re-election. Bill McClure felt that if a re-election was going to occur regardless, he would like to withdraw his previous intention to withdraw from the nomination. The Board unanimously voted against the previous motion to accept the withdrawal of Bill McClure's name. Motion did not pass. Therefore a re-election will be held with the original nominees of Barbara Lange and Bill McClure.

This will be tabled until next weeks meeting when we find out from the attorney what the procedure is for a re-election. There is currently an open spot on the Board. The Board is taking the position that since the election has not been finalized, no one has taken over the seat on the Board, and therefore Barbara remains on the Board until that position is filled. Barbara resumed her place at the Board of Directors table at this point in the meeting.

VAN'S CONTRACT

Van's contract was discussed for certain areas that need to be clarified, re-written, and/or discussed with Van to be sure that the areas are being attended to.

The proposed addendum for the mulch that Deb had previously emailed the Board was read and discussed. Van's estimate for mulch requirement was added at 32 yds for Greenside, 140 yds for Hillwood, and 123 yds for common areas. Roger made a motion to approve the amendment. Van asked to add the specific cost of \$58 per yard installed for the additional mulch. This was added to the end of the first paragraph. Roger made a motion to accept the contract amendment as revised. A second was made by Richard. Motion unanimously passed.

Discussion was made on the number of inches of mulch to be maintained in the plant beds and tree rings. Wording was added after a minimum of 1 new inch of Grade A Cypress mulch to read "to maintain a minimum of 3 inches of Cypress mulch". Barbara made a motion to accept this addition to the contract amendment. A second was made by Richard. There were 3 votes for, 1 against the motion. Motion passed. (see attached amendment).

Van's contract was discussed in detail with specific areas of concern addressed. The purpose of the discussion was as both a review of Van's service and to gain knowledge on areas of the contract that may need revision. A list of the items discussed at the meeting will be written up and given to a committee to review. The committee will put together the proposed revisions and bring them before the Board.

Roger made a motion to adjourn the meeting. A second was made by Deb. Motion unanimously passed. Meeting adjourned at 4:05pm.

The next Board meeting is scheduled for April 9, 2009 at 2pm in the clubhouse.

Accepted _____ Date _____