

**LAKE WILDWOOD
HOMEOWNERS ASSOCIATION**

MINUTES

ANNUAL MEETING

Monday / March 29, 2010

Meeting called to order by President Kasko at 8:40

Meeting opened with Prayer by Pastor Paul Dziadul, Sr.

Standing Committee reports given

Special Committee report given by Election Committee Chair, Martha Upchurch;

- Election Committee has determined that a quorum exists
- Not all the ballots/proxies had been counted, but enough counted & verified to have an Annual Meeting and to seat the new members to the Board; Cara Barnes, Norman Brown and Wes Patton
- Roll call made by Ms Upchurch to determine if proxy holders still present
- Those having proxies were told of the number each had.

Prior to seating the new Board, President Kasko thanked the three departing Board members, Stuart Griffin, Tracy Weekly and Paul Nishanian for their exceptional service to the community, and asked if they would like to make a speech. Each did, and received a round of applause.

New members, Cara Barnes, and Wes Patton were seated. Because of prior commitments, Norman Brown was unable to attend.

New Board went into Executive Session to elect Officers at 8:59 PM.

Board returned from Executive Session at 9:10 PM:

President Mike Kasko announced the new Board of Officers;

President -	Mike Kasko
Vice President –	Dena Fuller
Secretary -	Wes Patton
Treasurer-	Norman Brown

Moved into the Annual Meeting at 9:12 PM:

- Board member Chad Walton verbally tendered his resignation from the Board, noting he would follow-up with a written resignation the following day. He noted conflicts in his schedule as the reason, and wished everyone well in the challenges ahead.
- Board member Craig Anderson thanked Chad for his exceptional service to the community, and extended an invitation to participate in whatever way his current schedule allowed.
- Board member Elaine Evans made a formal presentation to President Mike Kasko for his service to Lake Wildwood as President from April 2009 to March 2010, giving him an engraved plaque & gavel.
- President Kasko officially opened the Annual meeting, noting that this was the members' time to be heard, and that Board members could only make motions or vote as members, or those for whom they held proxies; like everyone else.
- The following motions were then made, discussed and voted upon:

Motion to amend the by-laws #1

Proposed by Dr. Craig Anderson;

Seconded by Ms Sherrill Martin

Passed unanimously

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively requires that the Lake Wildwood Association's budget reflect and that the Board be required to spend at least 15% of every Annual Budget to continue our plan to resurface our roads. This 15% shall be an amount in addition to the amount budgeted for normal maintenance and repairs to our roads.

NOTE: Taken out was:

(1) "ASAP." (not necessary)

(2) "until the plan's completion" (IAW Ms Faye Collins' suggestion)

Motion to amend the by-laws #2

Proposed by Dr. Craig Anderson;

Seconded by Mr. Jim Williams

3 opposed / PASSED

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively mandates that the Board of Directors make available to all residents at a reasonable time and place, and by publishing in the *Wild Words* all votes made by the Board of Directors, enumerating each directors' vote on each motion. The only exceptions to this provision would be those votes that would be protected by Georgia statute pertaining to Private Organizations, or Homeowners Associations, or held in "Executive Session," where personnel actions, or sensitive legal matters may be discussed. And those matters protected by federal law, (i.e. the Privacy Act of 1974, as amended).

NOTE: Motion 2, left intact, (as is), after much discussion by: Doug Dunmire, Fred Copley, Gary Jackson, Pastor Paul, Craig Anderson, and Dena Fuller.

Motion to amend the by-laws #3

Proposed by Dr. Craig Anderson;

Seconded by Ms Amanda Harrell

2 opposed / PASSED

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively requires that the Lake Wildwood Association to approve and publish the minutes of all Board meetings in the *Wild Words*, and the Lake Wildwood Website, in a timely fashion, of not more than 7 business days, excising portions of the minutes that are contrary to State and Federal privacy laws. To facilitate this provision of timeliness the Board may use any electronic means - phone, e-mail or text to approve the minutes...

NOTE: Originally Motion # 4. Suggestion made by Jim Williams to increase response time to “7 business days,” after conferring with new Board Secretary. Craig Anderson noted that “LWW Website should be added to where these minutes should be published.

Motion to amend the by-laws #4

Proposed by Dr. Craig Anderson;

Seconded by Ms Faye Collins

3 opposed / PASSED

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively requires that any Board member who resigns their position, is ineligible to occupy a position, by election or appointment, on the Board for a period of one year after said resignation. Members who resign in calendar year 2010 are exempt from this provision.

NOTE: Originally Motion # 5. Some discussion by Fred Copley, per “not adding more rules to the Board,” with a rebuttal from Craig Anderson that being on the Board was like “a marriage, which requires a high level of commitment.” Motion passed.

Motion to amend the by-laws #5

Proposed by Ms Elaine Evans;

Seconded by Ms Gerry Martin

3 opposed / PASSED

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively requires that the positions of Board members whose terms have expired, and have chosen not to submit an application for re-election to the board, be filled by qualified candidates who have submitted applications for candidacy. In the event of no quorum, empty seats on the board will be filled by candidates with the most votes.

NOTE: Originally Motion # 6. Some discussion over the fact that, in the absence of a quorum, this amendment institutes an election via “popular vote.” The last line was taken out, as the Election of 2010 was already over, and this provision did not have a “grandfather clause” in it, (i.e. it is not retroactive).

Motions that were NOT passed follow:

Original Motion to Amend the By-Laws #3

Proposed by Dr. Craig Anderson; s

Seconded by Mr Wayne Fuller

83 for / 23 opposed / Not Passed

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft an amendment to the by-laws that effectively Makes the Election of the Board of Directors, and Annual Meetings, into two separate events; in that the Annual Meeting quorum provision for the election be removed and New board members may be seated at the next Open Board Meeting.

NOTE: Much discussion by Jim Williams, Elaine Evans, Amanda Harrell, Pastor Paul, Ms Ruth Morgan, Tracy Weekly, Mike Kasko, Mike Sullivan, Martha Upchurch & Fred Copley. Motion not passed.

Original Motion to Amend the By-Laws #3a

Proposed by Dr. Craig Anderson;

Seconded by Pastor Paul

63 opposed / Not Passed

Change wording on proposed Amendment # 3 to:

“Quorum requirement to 20% for BOTH events, Annual Election & Annual Meeting.....”

NOTE: Question raised by Gary Jackson if the quorum requirement should be changed to BELOW 20%, which invoked discussion from Dena Fuller, Ms Faye Collins, and others pertaining to possibility of Annual Meetings being dominated by landlords, with enough proxies to impose their will on the rest of the community. Motion not passed.

Original Motion to Amend the By-Laws #6

Proposed by Dr. Craig Anderson;

Seconded by Ms Sherrill Martin

65 opposed / Not Passed

I move that we authorize the Board of Directors, in consultation with the LWW Attorney, to craft and add an amendment to the LWW by-laws that effectively states that Board members whose terms have expired, and have chosen to not seek re-election have in fact resigned effective at the end of their current term, and are ineligible to occupy a position on the Board by election or appointment, for a periods of two years after said resignation. Members who have chosen not to run in the 2010 election shall be exempt from this provision.

NOTE: After much discussion, esp. pertaining to having a “penalty of two years,” Martha Upchurch made a “friendly amendment of this motion,” seconded by Mike Dodds to limit the “penalty phase” to only ONE year.. Fred Copley noted his objection that he felt this amendment was “discriminatory.” Even with the “friendly amendment” motion failed to pass, pending a revision by Elaine Evans & Dena Fuller, which was later voted upon and passed.

- Prior to adjournment of Annual Meeting, Amanda Harrell remarked, in concert with others, that “this has been one of the best Annual Meeting’s Lake Wildwood has ever had.” She noted how “smoothly” things had gone, and how respectful people were of one another’s opinions “even when they didn’t agree.”

Annual Meeting officially Adjourned at 11:04

WESLEY PATTON
Board Secretary
Lake Wildwood HOA