

Westwood Village Homeowners Association
Minutes of the Board of Directors Meeting
February 23rd, 2007

1. Don called the meeting to order at 2:30pm with the following members present:

Don Wolfe (President)	Jerry Binder (Vice President)
Sam Howard (Treasurer)	Rocky Seelbach (Secretary)
Holly Clements	Lynn Watts
Paul Kimmel	Mike Paukert

Not present: John Hunter

Also present: Bill Wise, Westwood manager.

2. Don moved for approval of the last meeting's minutes. Motion carried.

3. Sam provided the treasurer's report.

Checking Account	3,904.03	3,904.03
DA Davidson		
General Fund	93,218.63	
Insurance	<u>3,827.91</u>	
	97,046.54	<u>97,046.54</u>
Total		100,950.57

4. Committee Reports:

Bylaws Committee:

Lynn discussed the idea of restating our governing documentation with Westwood's legal counsel, Ted Diehl. The rewrite would create new versions of the documents and bring them up to date by including all of the amendments made since the documents were rewritten last. The effort would also include changes to correct inaccuracies. Ted estimated the rewrite would cost about \$5,000, with an additional \$3,000 to \$5,000 for a survey to document all of the improvements to Westwood. The cost of correcting the inaccuracies alone, through amendments, would be around \$1,000.

Lynn made a motion that the Association undertake the task of a full restatement of the governing documentation. Discussion centered on how much of a priority this effort warranted, especially compared to other work that needs to be done. Motion was defeated.

Planting Day Committee: Nothing to report.

Design Committee:

Jerry briefed the board and shared drawings of a project that Bruce Johnson would like to do on his Tyee unit.

Old Business:

5. Manager's Report:

Work on the irrigation intake (suction line box) continues.

Bill met with Charlie Cramer to develop a bid for replacing pilings in the marina. Work would be phased over several years with nine pilings to be done this year. The bid has not been received, but expected to run about \$1,000 per piling. This is well within the budget laid out for the work.

6. Approval to Change. Jerry and Holly talked about a procedure they were developing from the Estoppel certificate and a letter from Ted Diehl. The intent is to provide guidance to owners about how to gain Association approval for projects, and when to ask for it. The draft form and procedure will be mailed to board members for comment. The topic will be added to the next board meeting's agenda.

7. Rules and Regulations. Rocky presented a draft rewrite of the existing Rules and Regulations document which includes the boat slip rental policy approved in the September, 2006 board meeting. The draft also reorganized the content and clarifies some points. A final version will be presented at the next meeting for approval.

8. Conflicting amendments. At the Association's annual meeting in 2005 the owners agreed to modify the size of the board of directors, and change the terms of office to be three years. A total of 10 directors were elected at the meeting and their terms were staggered to allow election of approximately a third of the board each year.

The decision to change the size of the board and its terms resulted in two amendments to the governing documentation. The amendment to the Articles of Incorporation established the size of the board to be not less than 5 and not more than 10 members. The amendment to the Bylaws set the size at 7. After discussing the difficulty in setting meeting dates that were satisfactory to everyone in the larger board, it was decided to leave the documentation as is, and allow the board to attrite to 7 members while preserving the staggered terms.

Term Expires in 2007

Mike Paukert

Term Expires in 2008

Sam Howard

Rocky Seelbach

Don Wolfe

Jerry Binder

Term Expires in 2009

Holly Clements

John Hunter

Paul Kimmel

Lynn Watts

9. Mansard Roofs. Sam moved that repairs to the Coyote mansard roofs be started. This will cost approximately \$25,000 and is part of the capital improvements approved in the last annual meeting. Motion carried.

10. The subject of roof maintenance evolved into a discussion of owner additions and improvements, like car ports. These are owner funded projects and the Association should not be responsible for any follow on repairs or maintenance. Prior to approval of a significant addition or alteration of a unit, owners are required to sign an Estoppel Certificate in which the owner agrees to indemnify the Association from maintenance and repair responsibility for those changes. Examples include car ports, and also skylights, additions of rooms, and connections between units and garage conversions. Under an Estoppel Certificate, maintenance and repair of the additional siding and roofing remain the responsibility of the owner, and all subsequent owners, as the Estoppel agreement becomes part of the property description filed with the county. Unfortunately, it doesn't appear that all such improvements resulted in a filed agreement. It was suggested that the Association identify which improvements were not covered and require the owners to sign an Estoppel Certificate. The board will continue the discussion at the next meeting

11. There were multiple complaints made about a party at a rented Westwood unit earlier in the month. The owner will be contacted and will be sent a bill to cover the costs of cleaning and repairing the common area.

12. The board received a letter from an owner that identifies a problem in the roof drainage of their unit. The problem is especially bad in the winter when water freezes on the walkway. The board discussed the issue and agreed that the Association is not responsible for correcting the problem. Bill and Virgil will help where possible, and the Design Committee can help identify a long term solution.

13. Sam has next year's budget drafted and will send to the board members for comment.

14. Next meeting is set for Friday, April 13th at 2:30pm.

15. Meeting was adjourned at 4:47pm.