

Approved March 7, 2009

**WOODS MANOR ASSOCIATION BOARD MEETING**

1:00 pm  
December 13, 2008  
Woods Manor Clubhouse

**Call to Order: 1:04 pm**

**Board of Directors Present:** Jay Rust, Karen Schilling, Chuck Sebald,

Len Vest, and Mary Lee Van Meter by teleconference

**Board Member Proxy:** Wes Cobb to Karen Schilling (email proxy on file)

**Four Seasons Management Company:** Bob Springer and Steve Erlandson

**Approval of Agenda:**

Chuck Sebald made the motion to accept the agenda and Karen Schilling seconded it. The discussion of the Board requested the following changes:

- ❖ Add under Old Business – MWL Invoice for Payment
- ❖ Remove minutes approval for HOA Meeting Minutes and change to review. These minutes will be approved at the 2009 HOA Meeting.
- ❖ Direct all reviews by email to Karen Schilling by December 21, 2008

All in favor. Passed

**Approval of Board Meeting Minutes –**

**September 6, 2008 Minutes:** Chuck Sebald made the motion to accept the September 6 Board Meeting Minutes as written and Karen Schilling seconded it. All in favor. Passed

**October 4, 2008 Minutes:** Chuck Sebald made the motion to accept the October 4 2008 Board Meeting Minutes and Karen Schilling seconded it.

The discussion of the Board requested the following changes:

- ❖ Add Board appointees for the Financial Reports Committee
- ❖ WMA appointees: Jay Rust and Chuck Sebald
- ❖ WMI appointees: Len Vest and Mary Lee Van Meter

All in favor. Passed

**Gary Longballa, Farmers Insurance** – Mr. Longballa presented his quote for Liability and Property Insurance for WMA and WMI. The board considered options for increasing property coverage considering adequate “replacement value” with code upgrades given the current fire risk from the Pine Beetle infestation of the forests. Mr. Longballa confirmed the Farmers Insurance Policy quote defined “replacement value” as replacement to status at time of loss. The

burden of proof would lie with the Board and the whole owners. Owners are advised to photograph the property in their individual unit. The code upgrade is a separate line item and is covered.

Furthermore, the Farmers quote included Liability coverage for the WMA common area and the WMI interval units along with Property Coverage for the Common Areas and all unit interiors plus the WMI interval units contents. The whole owner contents coverage is their responsibility to acquire individual unit policies.

Mr. Longballa recommended the Board obtain an independent property appraisal review reported by both Replacement Cost Appraisal and Appraisal for Insurance so adequate replacement insurance would be written.

Len Vest requested Mr. Longballa to review The Farmers Insurance policy quote for compliance with the WMA Insurance section of the Declarations 32.1 – 40.

The Board will continue to review the insurance coverage dependent upon additional information requested.

The current insurance policy continues to be in effect.

## **Financial Report**

### **A. WMA**

Bob Springer presented financial reports as of 11/30/08. The accounts receivable balance was \$14,450 with prepaid dues/assessments and the "Intercompany payable" of \$20,000 was noted. There was a discussion on Four Season's accounting and it was agreed they are doing a better job and should be trusted and not micromanaged to the point that was necessary in the past. Four Seasons will continue sending monthly financial reports to the Board for review. Chuck will set up a meeting to discuss accounting practices with Four Seasons, their accountant Jan, Len Vest, Chuck's business accountant Pat and himself at the Four Seasons office in Breck. Jay instructed Four Seasons to roll the "roof/parking" reserve account into the "special assessment reserves" category and that would be the reserve account for future expenditures after paying remaining flat roof replacement expense. Mary Lee asked if WMA had enough money for it's operating expenses for the year and Bob answered that WMA should be almost even on funds by the end of the year. Bob noted that the 2008 assessment expenses were over by \$90,000 because there were more projects completed than budgeted for. Chuck moved to pay for the WiFi install out of reserves as well as repairs/improvements made to managers house. Karen seconded the motion and it carried unanimously.

### **B. WMI**

Bob Springer also presented the WMI financial reports as of 11/30/08. The balance sheet was discussed noting that the accounts receivable were over budget with prepaid dues. On the P&L Bob noted that deep cleans and maintenance items were completed in the 6 timeshare units. On the accounts receivable report it was noticed that late fees may have been missed for November. Four Seasons is to look into this matter. A discussion on WMI special assessments followed and it was agreed that WMI needs a reserve replacement

study in hand before the annual meeting next July. Future discussions are needed to determine useful life of timeshare unit contents. Bob informed the Board that one of the maturing CD's was deposited into the reserve account recently and the other CD was left and a 12 month CD.

Four Seasons Lodging reported their effort with the accountant and Board members to update the accounting procedures for the financial records. Jay appointed Chuck, Len and Mary Lee to teleconference and/or met with Four Seasons to work towards finalizing these procedural changes needed for implementation starting with the 2009 fiscal year.

Mary Lee Van Meter made a motion to accept the WMA and WMI financial reports presented by Bob of Four Seasons Lodging. Chuck Sebald seconded the motion. All in favor. Passed

## Maintenance Report –

### A. WMA

Steve Erlandson presented the maintenance checklist listed below and reviewed completed projects line-by-line. Steve asked the Board about emergency light replacement. It was agreed to replace only the five faulty lights and leave remaining lights that function. It was agreed to close 1st floor access to clubhouse as needed for safety. Chuck will engrave temporary signs to hang on A & B building doors instructing guests to access clubhouse from garage level in the event the exterior paths are covered in ice. Four Seasons was instructed to continue with hall paint touch-up and the shine is better than viewing the dings in walls.

### B. WMI

Steve gave a brief overview of items completed during the maintenance week. Various items were repaired in units including: replacing discolored caulk in bathrooms/kitchens, replace/repair leaky bath/kitchen faucets, closet door track repairs, misc furniture repairs, steam clean carpets and deep clean entire units. Ongoing minor maintenance items are accomplished upon weekly checkouts of the units. New brooms, dustpans, mops, TV remotes and various other items have been placed in each unit.

	Date issue reported	Description of issue	Who reported issue	Date confirmed (by FSL)	Date fixed	Checked by
1*	7/1/08	Both garage floor drains need to be cleaned	FSL	7/1/08	11/12/08	Steve
2	7/1/08	Replace emergency lights as needed	Jay	7/1/08		
3*	7/1/08	Finish organizing A storage closet	Jay	7/1/08	10/30/08	Steve
4	7/1/08	Test dry standby pipes in both bldgs	Jay	7/1/08		
5	7/1/08	Install lock on women's shower door for supplies	Jay	7/1/08		
6*	7/1/08	Install property boundary signs	Chuck	7/1/08	10/27/08	Steve
7*	7/1/08	Replace clubhouse flat roofs, install drains, repair drywall	Jay	7/1/08	11/17/08	Steve

8	12/13/08	Inspect Flat Roof Sloop water pooling Bldg A	Chuck			
9	12.13.08	Sidewalks freezing over to clubhouse consider	Chuck			
		Intermittently routing guests thru garage to				
		Clubhouse				
10	12/13/08	Have garage B sniffer been repaired	Chuck			
11	12/13/08	Clubhouse entrance drywall repaired	Jay			

\* denotes completed item that will be eliminated from list

The Board thanked Four Seasons Lodging for their efficient and proficient attention to the maintenance of Woods Manor.

## Old Business

### A. Remodel Project/Flat Roofs –

The Remodel Project of the Common Areas started in April is now complete. The water damage in the Club House ground level entrance stair well walls has been repaired and the new roof on the carport, above the dumpsters, complete. The final expenses have been paid. The third installment of the Special Assessment is due April 1, 2009. The Board is working with Four Seasons Lodging to assess the status of remaining maintenance projects for funding and to fund the WMA Capital Improvement Fund.

The Managers House has required both internal and exterior repairs last summer and fall.

Chuck Sebald made a motion to pay for these repairs from the Special Assessment Fund. Karen Schilling seconded the motion. All in favor. Passed

### B. WiFi –

Resort Internet completed the installation in November and it is operational.

Karen Schilling requested Four Seasons Lodging to work with Resort internet to investigate why the alarm system was not triggered during a power failure this morning.

The Special Assessment Fund was designated to fund the WiFi Installation. The November installation was paid out of the 2008 operating fund and will be repaid by the 2009 final installment of the Special Assessment Fund.

### C. Property Survey –

The property survey has been delayed until spring.

**D. WMI 2009 Budget -**

Jan Geiss, Four Seasons Accountant, Steve Erlandson, Four Seasons CO-Owner, Mary Lee VanMeter (by phone) and Len Vest met October 13, 2008 to discuss how best to address WMI items and practices in both the operating and capital reserve accounts. They reviewed the WMI 2009 budget line items and agreed that the Income line item "Transfer from Operating Contingency" and Expense line item "Capital Reserve funding from Dues" should both be removed. We will not need a separate account for Operating Contingency funds and Capital Reserves will be accounted for separately, including a Capital budget which will be worked on for 2010, once the Capital Replacement Schedule has been completed.

Chuck Sebald made the motion to accept this change in the budget format. Mary Lee Van Meter seconded the motion. All in favor. Motion Passed.

**E. WMI Operating/Reserve Expenditures –**

The Board discussed past decisions about appropriate funding sources for the Special Assessment, Murphy beds, and linens/towels/bedding. Mary Lee will discuss this further with Four Seasons and propose recommendations to the Board at our next meeting.

**F. WMA Maintenance Schedule Planning –**

Chuck Sebald presented a spread sheet to begin detailing items and projected costs for a Long Term Maintenance Replacement Schedule for the Woods Manor Common Areas and the Woods Manor Limited Common Areas. The Board will review and work with Four Seasons to integrate the evolving projects into Budget Planning.

**G. WMI Maintenance Schedule Planning –**

WMI Maintenance Planning was tabled due to time constraints to the next Board meeting.

**H. Security System Contract-**

Bob Springer reported that the current security system service contract with Apex had been automatically renewed without notice. The Board had requested this contract be put out for bids in a continuing process to reduce costs. Bob will continue to work on resolving the Apex contract problem and keep the Board updated.

**I. Rules and Regulations Addition –**

Four Seasons reported to Jay that vandalism had occurred in Woods Manor mens Clubhouse bathroom by unit guests (overhead light cover smashed; yards of toilet paper spread around; ping-pong ball smashed) . Upon review of the rules and regulations there is not current wording to fine vandalism.

The Board requested Jay to work draft the needed additions and communicate by email for review and vote.

By email, Karen moved to accept the following Vandalism rule as written. It will be included in the Rules and Regulations and posted with such. Chuck seconded the motion. All in favor. Passed

### VANDALISM

Any malicious destruction, damage, waste or defacement of Woods Manor property throughout the interior, exterior and /or grounds of the complex.

#### **J. Second Resident Manager –**

The Board and Four Seasons Lodging signed the addendum to the service contract adding a second resident manager to reside in the Woods Manor Resident Manager House.

Four Seasons has hired the position.

#### **K. Monthly Homeowner Statements –**

The Board discussed the HOA monthly billing format to homeowners.

It was agreed by consensus to keep the current format of mailing a year to date account statement and an invoice for current charges. This procedure has clarified homeowner accounts status as requested by homeowners at the 2007 HOA Annual Meeting.

#### **L. MWL Invoice for payment -**

Jay requested a motion to add to this meeting agenda final payment of \$125. to Mountain West Lodging for remodel cleaning services.

Mary Lee Van Meter made the motion to add this to the minutes. Karen Schilling seconded. All in favor. Passed.

### **New Business**

#### **A. Technology Policy –**

The Board agreed by consensus to not post Board Members individual phone numbers and email addresses on the Website.

The procedure on the Website officially will be for homeowners to email or call the Board thru Four Seasons Lodging. Four Seasons will answer question and share information regarding homeowner concerns. If a homeowner needs further clarification or desires to appeal a decision(s), written correspondence directed to the Board must be mailed to the WMA post office box in Breckenridge.

Individual Board members may give out their personal contact information or directly contact homeowners when requested.

**B. Unit Inspections –**

Jay reported a homeowner had requested regular unit inspections by the Management company be considered by the Board. The Four Seasons management contract does not include this request. The Board discussed the cost of this service and impact on the WMA budget which may have to borrow funds from the Special Assessment account to pay this fiscal years bills.

The Board requested FSL to provide more information as to a recommended process and continue the discussion for the next meeting agenda. Homeowners may call Four Seasons to request unit inspections which include flushing toilets and filling sink plumbing drains with water when needed to prevent sewer gas from entering their unit. Four Seasons will share what the cost of this service will be to the unit owner.

**C. Email Voting –**

WMA business increasingly requires discussion and action in-between scheduled meetings. Email voting has become necessary: however, WMA does not have in place a procedure for email voting.

Mary Lee Van Meter made a motion to follow Parliamentary procedure for email voting consistent with formal Board Meetings. Karen Schilling seconded the motion. All in Favor. Passed.

**D. Ebert Appraisal –**

Four Seasons Lodging and the insurance company bidders recommended WMA have a formal written appraisal of Woods Manor so appropriate insurance coverage will be obtained.

Bids were obtained by FSL. The Board favored the local company, Ebert Appraisal.

Karen Schilling made the motion to hire Ebert Appraisal Company for their quote of \$2000 to perform the needed written appraisal including both a replacement value and an appraisal for insurance report. Mary Lee Van Meter seconded. All in Favor. Passed.

**Next Meeting:** Email coordination of schedules.

**Adjournment:** 4:45pm

**Executive Board Meeting –** Arbitration Award and legal decisions regarding WMI non-payment of dues

