

Meeting of Crosswinds Homeowners Association Members

October 22, 2006 - Oakland United Methodist Church

Minutes compiled by secretary, Melissa Kistler, including notes from former secretary, Carol Vawter.

Prior to 5pm:

Homeowners sign in and receive informational packet including:

- Statement of meeting agenda
- Original notice of meeting
- Current HOA bylaws
- Minutes for previous Association and Board meetings
- Correspondence with Board relating to grievances
- Sections of the WV State Code, Chapter 36B

5:07pm : Meeting Begins

25 lots present, 24 lots signed in as represented. (Angie Moore abstains from signing in.)

Discussion of Who Must Preside

There is a question as to whether a member of the current Board must preside over the meeting. Pattie Abdulla states she will preside, cedes the floor to Peter Furnee to discuss business.

Statement as to Meeting Purpose

Meeting's purpose, as stated in original notice (pursuant to bylaws, section 3.4) is for a vote to eject current Board of Directors in entirety. Peter Furnee presents list of 16 signatures (minimum 14 (20%) required) of association members calling for meeting to this purpose; states signatures are available for inspection immediately following the meeting by anyone desiring to do so. Peter states meeting is being video recorded to document proceedings.

Discussion of Entitlement To Vote

There is a question as to which members present are entitled to participate in a vote.

Discussion of who is current with payment of dues. Access to records denied by Board after repeated requests in writing. In absence of records to confirm which lots are current with payment, sign-in for meeting serves as certification by unit owner of current status.

Discussion of Grievances

- Repeated requests to board members for review of Association records, as granted by the Bylaws (Article VII) have been denied.
- Failure by Board to follow voting guidelines as outlined in the Bylaws (Article II Section 2.1)
 - Annual meeting adjourned by board following nomination of officers; members denied a vote
 - Board held closed meeting and elected candidate not nominated by association members

Motion to Eject Board

Motion put forward by Pattie Abdulla for vote.

- 22 lots must be respresented to comprise a Quorum.
- 24 lots represented in person.
- 16 votes required for motion to pass (66% of lots represented)
- 18 votes cast in favor of ejection. (not including 8 proxy votes present).
- Motion is carried by 75% vote in favor.

Board of Directors of Crosswinds Homeowners Association, Inc. is Ejected in entirety.

Discussion of Validity of Vote

Angie Moore states that Association Attorney, Mr. Hamstead, was consulted and advised that the meeting is not authorized/invalid. Question raised as to why Mr. Hamstead was not requested to be present to observe meeting and/or address concerns. Angie states he was contacted regarding the meeting.

Question raised as to who denied membership a vote for Excuite Board after officers nominated at July meeting. Buck Wheaton is stated to have adjourned the meeting, stating "We'll take it to the Board for a vote." Kristin Fox states Board was operating based on old version of the bylaws stating officers to be elected by board members.

Discussion as to whether members are current on dues based on \$100 assessment of January 1 or additional \$200 assessed on July 1. Per Article 1 of the Restrictive Covenants, it is concluded that dues are payable on January 1 of each year and all who have paid \$100 for 2006 are current.

Discussion as to whether WV State Code 36B Uniform Common Interest Community Act, with reference to requirements of Board operating procedure and member oversight, is applicable to Crosswinds Homeowners Association, Inc. Todd Synder states Mr. Hamstead advised the law does not apply.

Floor Opened for Volunteers or Nominations for Board Positions

To be held until regular General Meeting on the last Sunday in June, 2007.

Nominations for President:

- Peter Furnee
- Tamara Thompson
- Patrick Moylan

Nominees introduce themselves and take questions from members present. Question is raised as to whether President elected will investigate possibility of hiring a management company. All nominees agree to investigate after review of financial statements and budget issues.

5:46pm: Meeting is adjourned to vacate chapel for church use; reconvene in side room of same building.

5:46pm: Meeting is reconvened. Roll is called against sign-in sheet.
29 lots represented: 21 in person, 8 by Proxy.

Election of New Board

Vote by Raise of Hands

Nominations for President:

- Peter Furnee
- Tamara Thompson
- Patrick Moylan

Peter Furnee is elected with 18 votes in favor

Nominations for Vice President

- Tamara Thompson
- Patrick Moylan

Tamara Thompson is elected with 18 votes in favor.

Discussion as to whether any members present are an Accountant/CPA. Alicia Payne is an accountant for company dealing with Real Estate

Nominations for Treasurer

- Alicia Payne

Alicia Payne is elected by majority vote (no votes opposed)

Nominations for Secretary

- Melissa Kistler

Melissa Kistler is elected by majority vote (no votes opposed)

Election of Directors at Large

Nominations:

- Ronald Kelley
- Patrick Moylan
- Ken Binder
- Jeff Hackney
- Pattie Abdulla
- Javan McCutcheon
- Nancy Synder

Discussion of Budget Approval

Question as to whether the Board is required to present proposed budget to homeowners for approval annually. Disagreement as to whether the board is required to get membership approval prior to substantial capital expenditures. Question again as to whether state code is applicable.

Election of Directors at Large

Discussion as to voting procedure. Members present come to consensus on procedure: Written vote is taken – each lot represented to cast votes for 5 of the 7 nominees on single sheet of paper. Votes are handed in, tabulated. Peter Furnee reads the names, Melissa Kistler and Todd Synder keeping count. Both counts in agreement on the 5 nominees with the highest number of votes.

Patrick Moylan

Pattie Abdulla

Javan McCutcheon

Ron Kelley

Ken Binder

Elected as Directors at Large for new Board of Directors.

First Meeting for Board of Directors set for 5pm. November 5. To be held at Pattie Abdulla's home.

Meeting is Adjourned.