

**Wolf Laurel Property Owners Association  
Board of Directors Meeting  
Minutes for May 4, 2010**

President John Beneke called the meeting to order at 10:00 am. Also present, physically, were Jim Linkenauger, Jessica McGee, Mark Miller, Joanne Wit, Sonny Corvett and Chuck Freeman. Present via teleconferencing were Jim Simmons and, later, Tom Eller and Jim Landry.

The minutes of the last meeting were approved.

Treasurer's Report: Sonny Colvett reported that he had distributed the monthly financial report to board members, but it appeared that an error in transmission had occurred, as no one had received their copy. Sonny stated that he would retransmit the report, but that there was nothing unusual to report, save for the fact that we had only 434 members to date, whereas 602 had been budgeted.

Membership: Jessica McGee and Hassiekay Honeycutt reported that there were 434 members, which was unchanged. It was noted that Roads Maintenance and Security has received approximately 900 annual assessment payments. It was planned to have a table set up at the first *Friday Nighter* to encourage additional property owners to join the association.

Legal/by-laws: Mark Miller asked that discussion of this topic be held for executive session.

Long Range Planning: Jim Simmons reported that there was nothing significant to report.

Office/Social: Joanne Wit reported that the first *Friday Nighter* would be held on May 28<sup>th</sup>, with further *Friday Nighters* scheduled for every other week. After the event on the 28<sup>th</sup>, everyone will be asked to bring a dish.

*Top of the Bald*: Chuck Freeman reported that the special issue of the TOB has gone to the printers and should be mailed within a week or so. Because of the rapidly moving pace of events, the close out of the issue had been delayed to accommodate changes.

Garden Club: Jessica McGee reported that the first project for the clubs would be the planting of the bank behind the tennis courts. This project is on hold awaiting the return to the mountain of the volunteer force.

Old Business:

- John Beneke reported that dates had been set for two events: the campaign kickoff at the *Friday Nighter* on May 28<sup>th</sup> and an informational meeting of the general membership on June 21<sup>st</sup> at the Pavilion or the Barn, depending on weather. He reiterated that the Annual Membership Meeting would be on July 26<sup>th</sup> at the Wolf Laurel Country Club.

- Jessica McGee read a prepared statement, which is attached. Some discussion of these issues (for instance, the below signed indicated that he had been directed, by the Chair at the beginning of this term of Office for the Board, to take a minimalist approach to recording the minutes in order to encourage free discussion without attribution. Accordingly, only the substances of motions and the votes for record have been included in the minutes.) were discussed in open session with the remainder of the discussion being deferred to the executive session which followed.

#### New Business:

- John Beneke noted that extension microphones had been purchased for the teleconference system. He queried the Directors who were participating by phone, who indicated much improved sound quality.
- John Beneke indicated that he had appointed Lewis Daniels as Chairman, assisted by Warren Johnson and Bob Walker. He indicated that none of these property owners were interested in serving on the Board for the upcoming term. He indicated that current Directors whose terms were expiring should notify Lewis at [JLD1@verizon.net](mailto:JLD1@verizon.net) if they were interesting in serving again.

#### Visitor Comments:

- Terrill McGee rose and stated that he was concerned as to the way the Board was making secret decisions. He felt it was essential to make sure published minutes report all decisions and appointments. He also challenged the position that it was not necessary to record minutes for executive sessions, as it might be possible to record such minutes at a future date when secrecy was no longer necessary. He said that while there are times and places to operate outside of the by-laws and covenants, and the present instance is one, they need to be documented. Whatever the Board does, it is the property owners' business. He indicated that he was appalled at how secret the current process has been and that the Board needs to avoid the impression that we have something to hide.
- Larry Smith rose and stated that he was much happier to have listened to the active discussion that occurred during the meeting.
- John Beneke made clear that the on-going actions are not an effort to keep secrets but are the consequence of critical negotiations with Bald Mountain Development Corp. He hoped that gossip and rumor could be curtailed during these negotiations until firm agreements had been reached.
- Kay Ryan asked who runs the Architectural Review Board (ARB) and asked if there was a moratorium on combining lots. She was concerned that four lots on McKinney Gap were the site of significant tree cutting, apparently with the approval of the review board. John Beneke, in his capacity as a member of the

Roads Maintenance and Security Board, advised Kay that the ARB was the exclusive creature of Bald Mountain Development Corp. He also confirmed that a moratorium on combining lots for assessment purposes was, in fact, in place but noted that it did not stop anyone from buying multiple contiguous lots and developing them as a single entity.

- Chuck Freeman took the opportunity to publicly thank Jim Linkenauer and Sonny Colvett for their contributions of time and effort in the on-going negotiations

There being no further public business, the meeting was adjourned and the directors moved to executive session. The next meeting was to be held on Monday, June 7, 2010 at the Ebbs Chapel Fire Station at 10:00am.

A handwritten signature in black ink, appearing to read "Charles W. Freeman". The signature is written in a cursive, flowing style with some overlapping letters.

Charles W. Freeman, Secretary

1 atch: Jessica McGee Prepared Statement

I am reading a statement, and I, as Vice President of WLPOA, request that it be recorded verbatim in the minutes of today's meeting. A copy will be provided to the secretary.

1. I realize that the recording of the minutes is a difficult job, but one that is very important. In fact, the WLPOA by-laws state that its Secretary is responsible for keeping the minutes of all WLPOA business. Therefore, minutes should be taken during a closed meeting. This was not done at the closed meeting on April 19. Minutes of a closed meeting should be posted publicly as soon as the issue becomes public knowledge.

In addition, the minutes should record all board member votes (for and against) on all motions of the board. Minutes should also include a list of speakers on each side of every question. This record gives the residents direct information on how they are being represented. (These rules of recording are plainly stated in Robert's Rules of Order, Revised).

2. The BMDC Covenants, Article VI, "Membership in the Wolf Laurel Property Owners Association Inc.", reads as follows: Owners at Wolf Laurel have formed the WLPOA to promote the general welfare of all Property and Lot Owners, support harmonious living, assist in enforcement of Covenants and Restrictions, and to assure the protection of its natural features for the aesthetic enjoyment of the residents.

BMDC is of the opinion that membership in the WLPOA is beneficial for all Owners and encourages all Owners to join this organization...."

Based on the above and WLPOA's By-Laws which state four times in its Purpose (Article II) that it is organized for the Wolf Laurel Community and all of its residents, I disagree with the purchase agreement prohibiting The Ridges property owners from purchasing an equity membership in the proposed WLPOA amenities program. I am 100% in favor of preserving the integrity of the village property and its traditions. I respect the work that has gone into the negotiations to date. However, the decision to ban The Ridges was made without either WLPOA Board or Legal (to my knowledge) approval.

Based on the covenants, WLPOA by-laws and common sense ethics, I disagree with this aspect of unauthorized agreement.

3. Since February, I have asked questions relevant to the village purchase and/or requested that the Board seek WLPOA's legal counsel on certain issues. The responses have been that my questions were not any of my concern and that I should stick to the marketing function (my committee). This concerns me since we **all** are elected by the residents to serve

equally on this board in order to represent them. Gender should not be an issue on the board.

4. I agree that in the past, we have heard that the residents have said they wanted to control the amenities, but assumptions can be wrong. However, we did have one board member suggest a survey to see what the residents thought about this proposal and determine their input, but no action was taken on the recommendation. Shame on us!
5. I am not against the proposal to purchase the Village property. I just want us to be sure that we know where we are going, that we have considered the details, that we have a thorough legal review, and that we have developed a long-term plan. I have no-ill will towards the developer. I consider him to be a close personal friend. But, I also, represent the homeowners who elected me to this board and I feel obligated to conduct those duties to the best of my abilities. I will continue to do the Marketing Program for the Village Amenities, but because I have questions, does not mean I am against the Program.

Jessica McGee