

**GEORGETOWN COMMUNITY SERVICES ASSOCIATION, INC.
BOARD OF DIRECTORS**

**MINUTES OF EXECUTIVE SESSION
ELECTION OF OFFICERS AND APPOINTMENT OF COMMITTEES
JULY 10, 2012**

1. **CALL TO ORDER.** The President called the meeting to order at 8:20 and the Secretary called roll with the following results:

Richard Lindsey	President	Present
Kenneth Corder	VP	Present
Warren Smith	Sec/Treasurer	Present
Robin Byers	Member	Present
Kenneth Corder	Member	Present
Butch Braddy	Member	Present
Renee Rabbitt	Member	Present
John Thompson	Member	Present
Carmen Ward	Member	Present

2. **NEW BUSINESS:**

a. ELECTION OF OFFICERS

President: Mr. Corder nominated Mr. Lindsey to be president. Mr. Braddy seconded the motion. There were no further nominations. The Board voted unanimously to approve the motion.

Vice President: Mr. Warren Smith nominated Mr Corder to be Vice President. Mrs. Rabbitt seconded the motion. There were no further nominations. The Board voted unanimously to approve the motion.

Secretary Treasurer: Mr. Corder nominated Mr. Warren Smith to be Secretary/Treasurer. Mr. Braddy seconded the motion. There were no further nominations. The Board voted unanimously to approve the motion.

b. APPOINTMENT OF COMMITTEES

ARB: Mr. Warren Smith motioned to reappoint the current ARB members: Pastor Bob Smith, Robin Byers, Renee Rabbitt, Michael Carmen, and Warren Smith. Mr. Braddy seconded the motion. There was no further discussion or nominations. The Board voted unanimously to approve the motion.

Elections Committee: Mr. Warren Smith motioned to reappoint Mike Yardman and Paige Schuman to the Election Committee. Mr. Corder seconded the motion. There was no further discussion or nominations. The Board voted unanimously to approve the motion.

3. **ADJOURNMENT.** At 8:30, Mr. Warren Smith motioned to adjourn the executive session. Mr. Corder seconded the motion. There was no further discussion and the Board voted unanimously to approve the motion.

GEORGETOWN COMMUNITY SERVICES ASSOCIATION
MINUTES OF 2011 ANNUAL MEETING
July 10, 2012

- 1. WELCOME.** At 7:00 p.m., Mr. Richard Lindsey, Board President and Association member, welcomed the attendees. He advised attendees that the Annual Meeting had been postponed from June due to lack of a quorum...i.e., insufficient numbers of attendees or proxies on hand. He explained that, in accordance with the Covenants, the quorum requirements for this evening's meeting had been reduced by 50%.
- 2. DETERMINATION OF QUORUM.** Mr. Lindsey asked the General Manager, Mr. Odom, to confirm that the notice of the meeting was mailed to all members in accordance with the by-laws. Mr. Odom confirmed that it was. Mr. Lindsey asked the Chairman of the Elections Committee, Mr. Yardman, to confirm if a quorum existed for this meeting. Mr. Yardman confirmed that it did. Mr. Lindsey reported that this meeting was duly constituted and that the members could proceed with business.
- 3. ELECTION OF CHAIRPERSON.** Mr. Lindsey stated that the first order of business was to identify a person who would serve as chairperson for this meeting. He stated that this was, in fact, a meeting of members and that anyone could serve in this position. Mr. Warren Smith nominated Richard Lindsey to be chairman. Barbara Rubin seconded the motion. There were no additional nominees. The vote was unanimous, including proxies, to approve the motion.
- 4. COMMENCEMENT OF VOTE COUNTING.** Mr. Lindsey introduced the members of the Elections Committee, Mr. Yardman and Ms. Schuman, and asked for a motion to begin the vote-counting process. Kenneth Corder motioned to begin the counting. Mr. Warren Smith seconded the motion. There was no further discussion and the vote was unanimous, including proxies, to approve the motion. The Elections Committee began the counting process.
- 5. APPROVAL OF MINUTES.** Mr. Lindsey requested a motion to approve the July 12, 2011 Annual Meeting minutes. Mr. Corder motioned to waive reading of the 2011 Annual Meeting minutes and approve those minutes as written and distributed. Mr. Warren Smith seconded the motion and there were no additional comments or questions from the floor. The members voted unanimously, including proxies, to approve the motion.
- 6. AUDIT REPORT.** Mr. Cooper Glenn, CPA briefed the attendees on the results of the annual audit he conducted in May. He reported that GCSA financial statements accurately reflect the financial position of the organization and the results of the operations and cash flows conformed to generally accepted accounting principles. He went on to say that there are no matters involving internal controls could be considered reportable conditions, and that the operation reflects excellent management. Mr. Glenn made two additional points: (1) the Reserve Study needs a summary page, and (2) there needs to be a written policy regarding funding for future repairs that links the Reserve Study to the budgeting process. There were no questions from the attendees at the end of the brief.

GCSA Minutes of 2012 Annual Meeting (continued)

7. GENERAL MANAGER'S REPORT. Mr. Odom provided the attached briefing: 2011-2012 Year in Review. The briefing covered the goals and accomplishments for the past 12 months and provided goals for the next year. Among the accomplishments cited by Mr. Odom were: (1) replacing the roofs on three of the Southside Buildings; (2) soliciting for a new landscaping contract; (3) paying off the Townhome parking lot loan early; (4) installing irrigation water meters to service the Southside campus; (5) constructing a driveway apron at the playground as well as sidewalk sections at 190 Lion's Gate Road, the north side of the King's Grant entrance, and at the intersection of Lion's Gate Road and Wild Heron Road; (6) constructing a crosswalk at 185 Lion's Gate Road; (7) replacing the water system feeding the Maintenance Building; (8) completing the scheduled phased replacement of major pool equipment; (9) replacing the basketball court slab; (10) completing renovations to the Northside Clubhouse including new carpet, cabinets, countertops, appliances, and a/c units; (11) completing the scheduled upgrades to the video surveillance systems; (12) repairing the Lion's Gate entrance wall; (13) repairing the Wexford and St. Ives entrance signs; (14) updating the Reserve Study; and (15) completing the surveying and engineering phases of the prototype lagoon dredging project. Mr. Odom stated goals for the next 12 months include: repairing the roadside marquis; soliciting and executing the lagoon dredging prototype; replacing the gate guard building a/c unit; replacing the tennis court nets, wind screens, and logo banners; replacing 1/3 of the pool furniture; implementing an updated collections process; finishing the digitizing of corporate documents; and preparing a 2013 budget that attempts to maintain the current assessment level while dealing with potential changes in taxes, health care insurance cost, extension of the pool season at the Northside Clubhouse, and needed investments in Northside tables and chairs and arbor/shrub maintenance in common areas..

8. RATIFICATION OF BOARD ACTIONS. Warren Smith motioned to ratify the actions of the Board, Board officers, and others for the past year. Renee Rabbitt seconded the motion and there were no additional comments or questions from the floor. The members voted 131-3, including proxies, to approve the motion.

Mr. Warren Smith motioned to suspend the Annual Meeting while the election committee was completing the vote count and to convene a General Meeting of the Board at this time. Mr. Corder seconded the motions. There was no further discussion and the Board voted unanimously, including proxies, to approve the motions.

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9. ELECTION RESULTS. Once the election results were available, Mr. Warren Smith motioned to re-start the Annual Meeting. Mr. Corder seconded the motion. The Board voted unanimously, including proxies, to approve the motion. Mr. Lindsey received the vote tallies from Mr. Yardman and reported that the following five candidates had the highest vote counts and were hereby elected to the Board: (1) Butch Brady; (2) Richard Lindsey; (3) Renee Rabbitt; (4) John Thompson; and (5) Carmen Ward. The new Board was seated.

GCSA Minutes of 2012 Annual Meeting (continued)

10. ELECTION OF OFFICERS AND APPOINTMENT OF COMMITTEES. Mr. Warren Smith motioned to pause the Annual Meeting and go into executive session of the Board to elect officers and appoint committees. Mr. Corder seconded the motion. There was no further discussion and the vote was unanimous to approve the motion. At the conclusion of the executive session, Mr. Lindsey reconvened the Annual Meeting.

11. RECOGNITION OF DEPARTING MEMBER. Mr. Lindsey stated that he was taking the opportunity to thank outgoing member Pastor Bob Smith (not present) for his dedicated service and achievements as Board member since 2009. Mr. Lindsey read a citation from a certificate of appreciation on behalf of the Board.

12. OPEN DISCUSSION.

a. Mr. John Graves raised a concern about yard maintenance notices and challenged what constituted appropriate notice. Mr. Gerard, Association Counsel, discussed the legal aspects of these types of notices as well as the rationale for sending notices via both regular and certified mail.

b. Mrs. Linda Benau raised a question regarding Leeward way and why it was not part of the Association. Mr. Yardman responded that the developer would not agree to build the houses in keeping with GCSA specifications.

c. Katherine Culver asked that the timbers lining the parking lot adjacent to #48 King Henry Court be modified/cut to allow better access for the handicapped. Mr. Odom agreed to have a section removed.

13. ADJOURNMENT. At 8:15 p.m., Mr. Lindsey asked for a motion to adjourn. Warren Smith so motioned. Mr. Corder seconded the motion. There were no additional comments or questions from the floor. The members voted unanimously, including proxies, to approve the motion.