

**WindStone Residential Association**  
**2022 Annual Meeting/Information Session Minutes**  
**March 28, 2022**

President Jim Wills called the meeting to order at 7:03 pm at the New Heights Baptist Church. Directors present: Johnny Barnes, Debbie Gwaltney, Thomas Hickey, Tonya Holland, Lynda Pace, Doug Ross, Terry Tracy, and Jim Wills. Director absent: Justin Cash. Guests: Business Manager LeAnn Granic, Financial Manager Lisa Crowder. Twenty-four (24) households were represented at the meeting. Residents were asked to sign-in as they entered the meeting and were provided with door prize tickets.

President Wills called the assembly to order at 7:03 pm and announced that a quorum had not been met (minimum 330 ballots). A total of 272 ballots were returned. Director Pace provided the invocation. President Wills introduced the current WRA Directors present, Business Manager LeAnn Granic, and Financial Manager Lisa Crowder. He thanked outgoing board member Justin Cash for his service.

#### Quorum

1. The necessary quorum to commence the annual meeting (ballots of 50%+1 property owner or 330 (three hundred thirty) votes) was not achieved. 272 (two hundred seventy-two) ballots were received, 58 (fifty-eight) short of the necessary quorum to conduct the principal business of the Annual Meeting, which is the election of new members to the Board of Directors. President Wills thanked resident Carol Stewart for her help in completing the vote tally.
2. The By-Laws state that those Members (homeowners) present at the meeting can choose how to move forward, should a quorum not be achieved. Director Gwaltney explained the following options:
  - a. Option 1: The Members present could choose to call a second meeting in accordance with the By-Laws and Covenants and Restrictions. The quorum necessary to convene that meeting would be 25% (twenty-five percent) of the Membership. The new board members would be seated at the next Regular Meeting following the date of the second meeting.
  - b. Option 2: The Members present could direct the Board of Directors to appoint the candidates to the open board positions (By-Laws, Art V, Section 5, Vacancies). These appointments would take place at the April 2022 Regular Meeting, and the new board members would be seated immediately.
    - i. Four board seats plus the ARB Chairman seat were up for election: two seats with 3-year terms, one seat with a 2-year term, and one seat with a 1-year term. The ARB Chairman is elected for three years.
    - ii. The ballots already received would be used to determine the distribution of terms of the candidates.
      1. The candidates receiving the two highest number of votes would each serve a 3-year term.
      2. The candidate receiving the third highest number of votes would serve a 2-year term.
      3. The candidate receiving the fourth highest number of votes would serve a 1-year term.
  - c. A vote of the Membership present was held. One member per each household was asked to stand to have their vote be counted. Zero (0) votes were cast in favor of Option 1. Twenty-three (23) votes were cast in favor of Option 2; one Member abstained.
  - d. Director Gwaltney motioned that the Board of Directors vote to accept the consensus of the Membership present to appoint the 2022 candidates to the Board of Directors, with terms to be distributed based on the ballots received prior to the commencement of the WRA 2022 Annual Meeting. The new Board of Directors members will be seated at the April 11, 2022, Regular Meeting of the Board of Directors. Director Tracy seconded; Director Barnes abstained. The motion passed.
3. Director Tracy moved to adjourn the 2022 Annual Meeting and move into an informational session. Director Holland seconded; the motion passed. The 2022 Annual Meeting adjourned at 7:21 p.m.

#### Information Session:

1. Financial Report:
  - a. Financial Manager Lisa Crowder provided a year-over-year financial update. The WRA remains in a positive financial position and all expenses are paid in a timely fashion. Collection policies enacted by the WRA have reduced the number of residents who have an unpaid balance on their account.

- b. Director Tracy provided an overview of 2021 expenditures, 2022 expenditures which have been budgeted for and/or completed, and potential future expenditures. He also provided a written breakdown of annual expenditures per household.
  - c. The annual audit has been completed and will be presented for acceptance by the Board of Directors at the April 11, 2022, Regular Meeting. Members who would like a hard copy of the audit should contact Business Manager Granic in writing. A hard copy of the audit will be available following its acceptance by the Board.
2. Director Holland discussed projects completed in 2021: playground improvements, the sidewalk extension along Windstone Drive at Lake Wisley, The Overlook/Cattails drainage project, and the culvert repair on Wisley Way at the #1 green.
  3. Director Pace discussed projects currently under way or budgeted for completion in 2022: the Windstone signage painting project, the installment of the Lake Wisley water level control valve, the replacement of the walking bridge connecting The Overlook and Cattails, and additional sidewalk extensions.
  4. Director Hickey discussed potential future projects: additional sidewalk extensions, updates to the Windstone Drive bridge, and repaving.
  5. The Board of Directors addressed questions regarding the gates and security guards, road conditions, road signage, utility projects, ongoing infrastructure maintenance, and speed bumps.
  6. Business Manager Granic drew for door prizes.

The information session ended at 8:34 p.m.

Respectfully Submitted,

Deborah S. Gwaltney, Secretary

Jim Wills, President