

**WATERWOOD IMPROVEMENT ASSOCIATION, INC.**  
ANNUAL MEMBERSHIP MEETING – OCTOBER 15, 2011

**CALL TO ORDER** – The 2011 Annual Membership Meeting was called to order by WIA President, John Charlton at 10:00 a.m. on October 15, 2011 at the WIA Office.

**QUORUM STATEMENT** – John Charlton announced that the number of eligible voters for 2011 were 1511 with 10 percent needed for a quorum. A quorum was declared present. 175 voters were declared present in person and proxy.

**INTRODUCTION OF DIRECTORS, WIA OFFICE PERSONNEL AND SPECIAL GUESTS** – President Charlton introduced the directors and office staff.

**APPROVAL OF THE 2010 ANNUAL MEMBERSHIP MEETING MINUTES** – Reading of the minutes of the 2010 Annual Membership Meeting was waived as the minutes had been posted on the WIA website in November 2011. Dick Hansen made a motion to approve the 2010 minutes as written. This motion was seconded by Mike Bercu and passed.

President Charlton reported that there were 175 Proxy Ballots received by the October 13, 2011 deadline. There was 1 invalid proxy ballot.

**RECEIPT OF AUDITORS REPORT FOR 2010** – Election Committee Chairman John Charlton reported that total number of received proxy ballots cast were 175 voting for the Receipt of the Auditors Report for 2010 and 0 against.

**RATIFICATION OF AUDITORS FOR 2011** – Election Committee Chairman John Charlton reported that total number of received proxy ballots cast were 174 voting for the Ratification of Auditors for 2011 and 1 against. The auditors will be Kenneth C. Davis and Company, PC.

**ELECTION COMMITTEE REPORT** – Election Committee Chairman John Charlton announced the votes received for each candidate as follows: Jack Zimmermann (146), Earl McVay (149), Linda Marshall (134), Al Goldsmith (133), and Pat Nabers (123). Write in votes were as follows: Willie Wiginton (2), Justin Curren (4), Chris Jakobson (2), John Channing (2), and James Geer (1). There were 180 valid ballots received. The total number of invalid ballots was 1. No signature on the signature stub.

**UNFINISHED BUSINESS** – There was no unfinished business.

**NEW BUSINESS** – President Charlton reported on security, the date, time, and place of WIA and MUD meetings and spoke about EMS service.

Executive Director Joe Moore presented President Charlton with a commemorative plaque for his 2010-2011 year as President.

There being no further business, Director Shideler made a motion to adjourn, seconded by Director Hansen. The meeting was adjourned at approximately 10:50 a.m.

**WATERWOOD IMPROVEMENT ASSOCIATION, INC.**

**SPECIAL MEETING**

*October 15, 2011*

**CALL TO ORDER**

President John Charlton called the meeting to order at 9:00 a.m. on Saturday, October 15, 2011 at the WIA Office. John Charlton served as Chairman of the meeting. Other Directors present included: Mike Bercu, Dick Hansen, Joe Oates, Tom Readal, John Shideler, and Walt Ringler. Directors Absent: Lisa Aguero and Donnie Marshall. Others present were Sally Charlton, Al Goldsmith, Janas Goldsmith, Lalla Goka, Thomas Goka, Lisa Hayman, Carol McVay, Earl McVay, Jane Miller, Joe Moore and Kathy Oates.

**CANVASS ELECTION RESULTS**

John Charlton, Election Committee Chairman, announced the total number of eligible votes for the 2010 Annual Meeting. There were 1511 eligible voters with 165 valid proxy ballots and 1 invalid proxy ballot received.

Receipt of Auditors Report for 2010 -	175 For	0 Against
Ratification of Auditors for 2011 -	174 For	1 Against

John Charlton gave a report for the election of directors. There were 180 total ballots submitted with 1 invalid ballot, signature stub not signed. Director Shideler made a motion to approve the election results. Motion seconded by Director Bercu and passed.

At this time the board entered into an executive session.

Regular session reconvened.

Director Readal made a motion to approve the salary increase of two security officers as discussed. Motion seconded by Director Hansen and passed.

Director Ringler made a motion to increase only by inflation rate of 4.12% for all officers. That raise will not put them over the maximum rate. Motion seconded by Director Bercu and passed.

There being no further business, Director Shideler made a motion to adjourn, seconded by Director Hansen. The meeting was adjourned at approximately 9:48 a.m.

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Date

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President

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Secretary

Copies of approved and signed minutes are available at the WIA administrative office  
Minutes recorded by Lisa Hayman, Assistant Secretary  
*{Preliminary Minutes - Until approved at the November 21, 2011 WIA Board Meeting}*

WATERWOOD IMPROVEMENT ASSOCIATION, INC.

DIRECTOR'S MEETING

October 15, 2011

CALL TO ORDER

John Charlton called the meeting to order at 11:10 a.m. on Saturday, October 15, 2011 at the WIA Office. John Charlton served as Chairman of the meeting until the new president was elected. Directors present included: Mike Bercu, Al Goldsmith, Linda Marshall, Earl McVay, Joe Oates, Tom Readal, John Shideler, Walt Ringler, and Jack Zimmermann. Directors absent: None. Others present were John Charlton, Sally Charlton, Lisa Hayman, Donnie Marshall, Carol McVay, Joe Moore, and Barbie Ringler.

Election of Officers

After calling the meeting to order, John Charlton opened up nominations for President. Director Ringler nominated Jack Zimmermann for the office of President. Director McVay and Director Readal were also nominated. A secret ballot tally was conducted and Director Zimmermann was elected as WIA President for the 2011-2012 year.

Nominations for Executive Vice President were taken. Director Readal nominated Director McVay and Director Bercu nominated Director Readal. After a secret ballot tally was taken, Director McVay was elected Executive Vice President for the 2011-2012 year.

Director Oates nominated Director Ringler for Secretary. With no other nominations, motion was seconded by Director Shideler and Director Ringler was elected Secretary for the 2011-2012 year.

WIA Executive Director Joe Moore was elected treasurer by acclamation.

Lisa Hayman was elected Assistant Secretary by acclamation.

President Zimmermann spoke briefly concerning his ideas of committee assignments. He requested that each director inform him of the committee they would prefer. He will email the committee assignments.

Unfinished Business

Director Ringler questioned the resolution documents. That documentation will be sent to the new directors.

New Business

None

There being no further business, a motion was made by Director Shideler to adjourn the meeting at 11:30 a.m., seconded by Director Readal, motion carried.

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Date

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President

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Secretary

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