

VALHALLA FIFTEEN ASSOCIATION - BOARD OF DIRECTORS

MINUTES– December 5, 2022 – 6 PM Valhalla Party Room

Welcome Directors & Guests: Jill Bailey, Acting President called the meeting to order at 6 PM.

Board of Directors' meeting scheduled for November 21, 2022, was canceled. The Board of Directors are meeting today to replace the November 2022 and December 2022 meetings. The December 19th, 2022, Board of Director's meeting has been canceled. The next Board of Directors' meeting is tentatively scheduled for January 2022. Please watch for meeting announcements.

Approval of Agenda: Jill Bailey, Acting President. Additions: Appoint a new governing document review committee. Number of Rental units allowed per the new governing documents. A motion was made and seconded to approve Agenda with additions. Motion carried.

Officer's Reports:

Secretary's Report: Linda Castiglioni, Secretary. Approval of Minutes Board of Directors meeting on October 17, 2022. A motion was made and seconded to accept the October 17, 2022; minutes as presented by the secretary. Discussion followed. Yea: Jill Bailey, Pam Burton Kay Aune, Kevin Castiglioni, Danette Anderson, Linda Castiglioni. Nay: Wayne Jasperson. Motion carried.

President's Report: Jill Bailey, Acting President

- 1) The following Board of Directors resigned from their Director positions effective November 21, 2022: Christina Block Unit 400, Carol Sabatke Unit 215, and Karla Dison Unit 203.

Per the Valhalla Fifteen Association new governing documents dated August 29, 2022, only "Owners" may be a Director on the Board of Directors; resulting in Deb Dahley's (non-Resident) and Ed Prosser's (Resident Unit 405) positions being eliminated per the new governing documents.

Excerpts from new governing documents.

Amended ByLaws of the Valhalla Fifteen Association dated August 29, 2022

Section 6 Board of Directors; pages 4-8.

6.1 Number and Qualification; page 4. *"The affairs of the Corporation shall be governed by a Board of Directors. The Board of Directors shall be composed of five (5) to nine (9) directors, who must be Members." Note: "Members" are defined as "Owners."*

6.8 Vacancies; page 7. *"A vacancy in the Board of Directors shall be filled by a person elected within 60 days following the occurrence of the vacancy by a majority vote of remaining directors, regardless of the number; except for vacancies created pursuant to Sections 6.2 and 6.9. Each person so elected shall serve out the term vacated."*

On November 23, 2022, a solicitation to fill the three (3) vacancies was sent to all Owners. One eligible Owner applied for the one (1) "One-year Term" position. No other eligible Owners applied for the two (2) "Two-year Term" positions. On December 5, 2022, at 4 PM, the remaining Board of Directors (Wayne Jasperson, Kay Aune, Pam Burton, Kevin Castiglioni, Jill Bailey, Linda Castiglioni) met to fill the vacant Director positions. Results of this 4 PM meeting were as follows: *"A motion was made and*

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seconded to appoint Danette Anderson Unit 111 to fill the one (1) “One-year Term” Director position. Motion carried.” Please welcome Danette Anderson Unit 111 to the Board of Directors!

Effective December 5, 2022, there are now a total of seven (7) Directors on the Board of Directors. At the 2023 Annual Meeting of the Owners, there will be a total of four (4) open Director positions. Per the governing documents dated August 29, 2022, the Board of Directors may be between 5-9 total Directors (Owners).

At this time, it is projected the Annual Meeting of the Owners will be scheduled for February 2023. This date (February 2023) is subject to change depending upon if the required documents and reports are ready for a February 2023 Annual Meeting.

In general, all Valhalla Fifteen Association Board of Directors meetings are open meetings, all Owners and others are encouraged to attend and participate in these meetings.

- 2) There were two (2) resignations on the Building & Grounds Committee effective November 21, 2022: Carol Sabatke Unit 215, and Karla Dison Unit 203.

It is not required members of the Building & Grounds Committee are Owners. In May 2022, the Committee decided to have no more than five (5) total members and keep it at an odd number. Filling one (1) vacancy would bring the Committee to a total of five (5) members.

On November 23, 2022, a solicitation to fill the one (1) of vacancy was sent out to all Residents and Owners. Two applicants applied for the one (1) open position. On December 5, 2022, at 4:23 PM, the remaining Building & Grounds Committee members (Pam Burton, Kevin Castiglioni, Jill Bailey, Linda Castiglioni) met to fill the vacant Committee member position. Results of this 4:23 PM meeting were as follows: *“A motion was made and seconded to appoint Deb Dahley Building 15’s Caretaker to fill the one (1) committee member position. Motion carried.”* Please welcome Deb Dahley Building 15’s Caretaker to fill the one (1) position.

The Building & Grounds Committee is an open meeting, others are encouraged to participate in these meetings and projects.

- 3) With the recent changes in the Board of Directors. The President position was vacated. Since November 21, 2022, Jill Bailey Vice President has been filling the roles of “Acting President” and Vice President. According to the new governing documents, one person may not fill the positions of “President” and “Vice President” simultaneously.

Excerpts from new governing documents.

Amended ByLaws of the Valhalla Fifteen Association dated August 29, 2022

Section 7 Officers; pages 8-9.

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7.1 Principal Officers; page 8. *“The principal officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be elected by the Board of Directors. The Board of Directors may from time to time elect such officers and designate their duties as in their judgment may be necessary to manage the affairs of the Association. A person may hold more than one office simultaneously, except those of President and Vice President. Only the President and Vice President must be members of the Board of Directors.”*

- A motion was made and seconded to elect Jill Bailey Unit 102 to the President position. Motion carried.
- A motion was made and seconded to elect Danette Anderson Unit 111 to the Vice President position. Motion carried.

Treasurer’s Report: Wayne Jasperson, Treasurer

- 1) Total current balance \$297,000 as of 12/01/2022. Delinquent Dues on #200 & #300 +Fees = approx. total due \$14,000. APT 300 has been paid in full today and will be reflected in next month’s report.
- 2) Third Special Assessment installment payment is due December 30, 2022.
- 3) Fourth Special Assessment installment payment is due March 31, 2023

Vice President’s Report: Jill Bailey, Acting President.

- 1) The Building & Grounds Committee has decided to put up the Christmas Tree in the lobby area this year. On Friday December 9, 2022, there will be a Christmas tree trimming and treats party in the lobby from 2PM to 5 PM. Christmas decorations have been donated by Deb Dahley. Everyone is welcome to join the decorating crew, come for a Christmas treat and/or visit with your neighbors from 2PM to 5PM.
- 2) Coming Soon...There will be a door Wreath contest during the month of December for all Building 15 Residents. Prizes for 1st, 2nd and 3rd places will be awarded. Stay tuned for more information.
- 3) Excerpts from new governing documents. There is currently an audit to determine if all current (November 2022) units being rented by Owners meet the new restrictions. This audit will be completed within the next 30 days.

Valhalla Fifteen Association Amended and Restated Declaration dated August 29, 2022

Section 7 Restrictions on Use of Property; pages 13-19

Section 7.17 Leasing; pages 16-19. Page 16; Paragraph b. *“Rental Cap. Subject to the provisions of this Section 7.17, no more than fifteen (15) Units at the Property may be leased at any given time.”*

Master Board Representative’s Report: Pam Burton, Master Board Representative.

- 1) Holiday Volunteer Appreciation Party will be held in the Party Room on December 14, 2022, 5PM to 8 PM.
- 2) There are Maintenance staff vacancies.

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- 3) Valhalla Management Association Annual Meeting will be held in February 2023. Stay tuned for updates.
- 4) Concrete stairs from Building 15 to the main Valhalla complex area will be closed for the winter months.
- 5) Lawn Maintenance 2-year contract has been signed (2023 & 2024).

Building & Grounds Committee: Linda Castiglioni, Chair. Meetings will be scheduled for the 2nd Monday of the month at 4 PM in the Party Room starting January 2023. Minutes from Building & Grounds meeting on November 28, 2022 - Published.

Highlights of Building & Grounds – Request for approval to proceed:

- 1) *Interior Project Status: Flooring sample presentation, discussion, and recommendations. Building & Grounds Committee recommended the below flooring colors for the Corridors/Landings/Stairwells/Lobby areas as listed, and patterns as presented from Mohawk Group / Durkan. Sample flooring colors and patterns were presented for the proposed flooring. Types of flooring carpet: Corridors will have a linear directional pattern, Stairwells/Landings/Lobby will have a multi-directional pattern. Walk-off Carpet (black w/gray specks) will be for the Elevator/Vestibules/Mailroom/other entrance areas. White rubber/vinyl 5-6” baseboards from Mohawk will be for all areas with previous baseboard trim. Discussion followed. Motion carried.

<i>Black Bean Chalk Dust</i>	<i>Chalk Dust Graphite</i>	<i>Sterling Gray Alabaster</i>	<i>Chalk Dust Stainless</i>
090090	090059	090093	090058
W3	X4	N4	U4

Castiglioni will discuss next steps with Mohawk/Durkan designer. No ETA for bidding labor and/or ordering the materials, currently. Board approved project timeline is 2023. Project is on-track.

- 2) Extra two (2) garage parking spaces: Proposed changes in two garage parking spaces lottery discussed. It has been determined, the flooring project may need these two parking stalls sometime in 2023 for staging materials and equipment for the flooring installation the Building & Grounds Committee recommends offering these two parking stalls on a month-to-month bases versus a 12-month lease. The committee has determined a month-to-month lease is best for 2023.

A motion was made and seconded to offer the two garage spaces on a month-to-month rental bases for 2023, all Owners are eligible to submit their apartment unit number(s) for the lottery drawing, and the rental rate = \$80/month. Discussion followed. Motion carried.

Notification Items:

- RAMB Committee – RAMB Committee – November 2022. No meeting in November 2022.

Caretaker’s Report: No report

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Welcoming Committee: Kay Aune/Jill Bailey. Unit 115 is scheduled to close on December 19, 2022.

Old Business: See above.

New Business:

- 1) New grass seed blanket was installed around the building in November 2022. It is imperative this new ground coverage is left undisturbed to ensure the appropriate grass growth. Please stay off the grass areas around the 2100 building, until further notice. Please stay off the grass areas even when there's snow on the grass around the 2100 building.
- 2) **Special Board of Directors' Meeting at 12/5/022 at 4 PM:** Directors present: Jill Bailey, Wayne Jaspersen, Kevin Castiglioni, Pam Burton, Kay Aune, Linda Castiglioni.
 - a. Per the governing documents dated August 29, 2022, the Board of Directors are required to demonstrate a "good-faith" effort to fill Director vacancies within 60 days of a vacancy. It is projected the Annual Meeting of Valhalla Fifteen Association will be in February 2023, which is greater than 60 days. See above *President's Section* for details and results of these vacancies.
 - b. Building 15 Christmas year-end bonus for our Caretaker was discussed. A motion was made and seconded to approve the Caretaker's Christmas year-end bonus. Motion carried.

Meeting adjourned at 4:22 PM.

- 3) **Special Building & Grounds Committee Meeting at 12/5/022 at 4:23 PM.** Committee members present: Jill Bailey, Kevin Castiglioni, Pam Burton, Linda Castiglioni). See above *President's Section* for details and results of the vacancies. Meeting adjourned at 4:35 PM.
- 4) Appoint a committee to review and understand the new Valhalla Fifteen Association governing documents is scheduled for December 19th at 4 PM in the Party Room. Watch for announcements.

Open Comment/Feedback: Guests & Directors

- Exterior garage key fob reader appears to have been damaged today. Maintenance workorder will be submitted by Linda Castiglioni.
- Question regarding the Interior mailboxes – Referred to Building & Grounds Committee.
- Question regarding the verification of the vote for proposed flooring, types, colors, and patterns; plus, baseboards. All seven (7) Directors acknowledged they voted "yes" (unanimous) approving the proposed flooring and baseboards, as presented.

A motion was made and seconded to adjourn the meeting at 6:57 PM. Motion carried.

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	X = Present		V = Present Video		A = Absent		
X	Kay Aune, Apt 308	X	Wayne Jasperson Apt 415, Treasurer	X	Guest: Brenda Miller Apt 306		Guest:
X	Jill Bailey, President, Apt 102	X	Kevin Castiglioni, Multiple Apts Owner	X	Guest: Dale Kukla Apt 105		Guest:
X	Danette Anderson, Vice President Apt 111			X	Guest: Bobbie Jean Williams Apt 400	X	Guest: Kerry Castiglioni, Apts 104, 105, 206, 209, 211, 306, 307, 405
X	Pam Burton, Master Board Representative, Apt 404	X	Linda Castiglioni, Secretary; Multiple Apts Owner		Guest:		Guest:
					Guest:		Guest:

Respectfully submitted: Linda Castiglioni, Secretary