

## **DRAFT—For approval at Annual Meeting on November 12, 2009**

### **FAIRLINGTON GLEN COUNCIL OF CO-OWNERS ANNUAL MEETING MINUTES**

**Held at Fairlington Community Center  
November 6, 2008, continued to December 4, 2008**

#### **NOVEMBER 6, 2008**

#### **ATTENDEES**

Robert Patrician (President); Margaret Windus (Treasurer); Jasper Thomson (At-Large); Terry McGuire (Cardinal Management); approximately 45 Glen Co-owners and interested parties.

John Fuller, Vice President, and Alison Burns Trimble, Secretary, each had pressing personal issues which prevented them from attending the meeting.

#### **CALL TO ORDER AND INTRODUCTION OF THE BOARD**

Bob Patrician, President, called the meeting to order at 7:40 pm and distributed copies of the revised agenda.

#### **APPOINTMENT OF PARLIAMENTARIAN**

Charles Robbins was appointed parliamentarian.

#### **PROOF OF NOTICE OF MEETING**

Bob Patrician reported that the notice of the annual meeting of the Fairlington Glen Council of Co-Owners was mailed to all owners of record in accordance with the Virginia Condominium Act.

#### **APPROVAL OF MINUTES**

It was moved and seconded to approve the minutes from the last Annual Meeting, held on November 14, 2007. The motion passed unanimously. It was further moved and seconded to approve the minutes of the special meetings held on June 18 and Sept 17, 2008. The motion passed unanimously.

#### **SELECTION OF INSPECTORS OF THE ELECTION**

Kari Boe Doyle and James Campbell were appointed inspectors of the election.

#### **PRESIDENT'S REPORT**

Bob Patrician reported on the year's progress. He noted that during 2008 twenty sewer laterals were relined and two were replaced. In most cases, an outside cleanout was also installed. Hopefully, this process will be complete in 2009. Roof replacement is continuing on schedule, as is repainting. A new painting contractor seems to be working well.

Nelson Ordoñez and María Castro have stepped up to their larger responsibilities, and we are all grateful to them for the work they do in the Glen.

The most significant project for 2009 is to renovate and rebuild the maintenance facility and pool structures. The new facility will provide more storage space and a safer work area, as well as improved bathhouse facilities. We are still waiting for one more permit from Arlington County – as soon as that is issued, work can begin.

Bob then discussed at some length the relationship of trust between the community and the Board, and the need for transparency in the decision process, including financial decisions. Following an unusually large condo fee increase in 2005, a large group of co-owners effected a change in the Board, its contractors, and much of the community organization. That reorganization has generally been working well, but there are a few areas in which more community participation is necessary. Oversight of the grounds maintenance and landscaping crews is the most significant area in which we need volunteers if we are going to move forward.

### **PROCEDURAL DISCUSSION**

At this point a co-owner, Paul Coelus, raised a series of procedural questions concerning the validity of proxies which did not address the question of the budget amendment proposed by Will and Regina Smith. Further questions concerning language of the questions on the ballot were raised by Dan Shapiro. Hal Vorhies moved that the budget amendment should be disallowed as not relevant to the budget. Although the motion was seconded, the President ruled it out of order. After long and protracted discussion, Parliamentarian Charles Robbins ruled that the initial proxies were valid as a vote for or against the proposed budget.

### **2009 BUDGET PRESENTATION**

Margaret Windus, Treasurer, thanked Bill Worsley, Kathy Clatanoff, Bill Boswinkle, Mike Whitfield, and Sandy Heaton for their work in putting the budget together. She then presented the Board's proposed budget for 2009. Note that the cost of water and sewer is significantly increased, in spite of an overall decrease in consumption. The long term plan to fund our reserves is on target, and we hope to reach our goal within the next few years. The study of our reserve needs is available on our yahoo site, and everyone is urged to look at it.

Next, the proposed amendment to the budget (attached) was presented and discussed. The problem of a new contractor using toxic pesticides without advance notice was one catalyst for this amendment, and the Board noted that the contractor had been notified of this lapse and accepted responsibility for giving advance notice in the future. Several co-owners requested that the board emphasize the importance of this by putting it in writing to the contractor, and the Board agreed.

### **PRESENTATION OF BOARD CANDIDATES**

The President introduced the two candidates for the two open positions on the Board, Kathy Clatanoff and Margaret Windus.

### **VOTE ON 2009 BUDGET AND CANDIDATES**

The ballots were collected and the Inspectors of the Election retired to the corridor to count the ballots.

## **COMMITTEE REPORTS**

### **Court Representatives Group: Maynard Dixon Chair**

Maynard noted that this group is very different from the old Buildings & Grounds Committee. During 2008, they began an emergency contact data base, worked on issues of access to and from Quaker Lane, and monitored work being done in various courts.

### **Maintenance: Bob Wilson**

Although the maintenance tracking software is not fully functioning, the need for it is much reduced because Nelson and Maria are doing a very good job of tracking their work. We all are looking forward to the new maintenance facility, which should be a great help to them.

### **Landscaping:**

Their report was generally reflected in the discussion of the budget amendment.

### **Variance: Greg Lukmire**

One variance request is pending for a satellite dish. Although the Glen has a long-standing policy on this, Greg offered a “heads up” that the issue may need to be revisited as co-owners’ options change.

### **Pool: Paula Mathews**

Paula reported that we had a good year at the pool, and look forward to an even better year in 2009 with a newly updated and redesigned complex. Paula particularly thanked Dave Sherman and his work group who put in endless hours coordinating the design and engineering studies for the new complex.

### **Security: Dean Montanye**

Dean reported on our safe community: there were no serious crimes reported in 2008. Property theft from vehicles (larceny) was primarily related to visible GPS units, so lock your cars and put your GPS units out of sight.

He then proceeded to discuss the fire hazard presented by dryer vents which fill with lint. This is serious – clean out your duct!

### **Tennis: No Report**

### **Basketball:**

Responding to a question from the floor, the President reported that the resurfacing which was completed last year seems to be holding up well.

### **Most Improved Water Usage Award:**

The President presented an award to Sandy Heaton on behalf of Court 6, which reduced water usage by more than any other court during the last several years. It is anticipated that this will be an annual award. Margaret Windus noted that recent condo fee increases were driven mainly by water and sewer costs. In Arlington County, rates are going up dramatically to pay for sewage treatment upgrades. Water was 13% of the budget in 2003 but is now 25%. Sandy announced

that the Glen is offering residents tablets to monitor for leaks in toilet tanks at no cost, and has identified a reliable plumber who will work for residents of the Glen at a reduced cost. Contact Sandy or your court rep for more information.

### **RESUMPTION OF PROCEDURAL CHALLENGE**

At this time, Paul Coelus resumed his challenge to the validity of the initial proxies by moving that the counting procedure of the ballots for the proposed 2009 Budget be modified from that promulgated by the Board with the distribution of the ballots so that those distributed in the first mailing (yellow ballots) would only count for or against adoption of the Budget without reference to the proposed Budget amendment. Only those proxies distributed with the second mailing (blue ballots) would count for or against adoption of the amendment to the Budget.

The President referred the proposed motion to the Parliamentarian to determine if the motion was in order. The Parliamentarian ruled that the motion was out of order because the directions promulgated by the Board were clear, reasonable, and understandable, and the voting, counting, and tabulation process for the ballots had already commenced in accordance with those instructions. The effect of the motion would be to allow a portion of the Membership, those who filed blue proxies, to disenfranchise those who had submitted their yellow proxies as absentee ballots with the understanding that they would be counted in accordance with the Board's instructions. The time for objections or modifications to the voting process was at the time of the promulgation of the instructions for that process when time remained in which to allow their modification and redistribution to the entire Membership prior to the Annual Meeting.

Therefore on the issues for which ballots had been distributed in advance (the proposed 2009 Annual Budget; the propose amendment to that Budget. and the two Board vacancies) the Parliamentarian determined that the proposed motion was untimely and out of order. The President accepted the finding of the Parliamentarian and did not allow the motion to proceed.

Mr. Coelus then appealed the decision, and the appeal was ruled out of order by the President.

A motion to retain the ballots following their count, pending any dispute, was then made and seconded. It was accepted unanimously.

At 9:55 the Inspectors of Election announced that the vote was not yet completed, and as the building had to be vacated by 10pm, it was decided that the vote would be reported to the Board at their next regularly scheduled meeting, on December 4<sup>th</sup>.

At 10:00 pm, the meeting was continued until 7:30 pm, December 4.

**DECEMBER 4, 2008**

**ATTENDEES**

Robert Patrician, President; John Fuller, Vice President; Margaret Windus, Treasurer; Jasper Thomson, At-Large; Alison Burns Trimble, Secretary; Kathy Clatanoff, Terry McGuire (Cardinal Management); approximately 10 Glen Co-owners and interested parties, including Alan Bow (Ct. 1), Hal Vorhies (Ct. 3), Mary Helen Madden (Ct. 4), Will & Regina Smith (Ct. 9), Jack Marshall (Ct. 10), Tevis Smith (Ct. 10), Paul Coelus (Ct. 11), Charles Robbins (Ct. 13), and Maynard Dixon (Ct. 16)

**CALL TO ORDER AND PRESIDENT'S REMARKS**

Bob Patrician, President, called the meeting to order at 7:30 pm and announced the results of the vote for Board of Directors and 2009 budget. As reported in the notice to co-owners sent on November 13, Margaret Windus and Kathy Clatanoff were elected to the Board by a vote of 42.787% voting interest (67.48% of votes cast) for Margaret, and 43.094% voting interest (67.97% of votes cast) for Kathy. Bob thanked Alison Burns Trimble for her service, noting that she had agreed to continue editing the Glen Echo newsletter and managing the Glen's web site.

The budget was approved as amended by a vote of 31.257% of voting interest (49.3% of votes cast), as against 30.048% voting interest (47.39% of votes cast) for the Board's budget. 1.505% voting interest (2.37% of votes cast) voted against the budget.

Bob acknowledged the controversy surrounding the voting procedures. The Board has sought the opinion of legal counsel on the voting process, and was advised that both the process and the response to the challenge were appropriate. That notwithstanding, the Board apologizes to the community for the unintended confusion and will take steps early in 2009 to review all of Fairlington Glen's election procedures.

A brief discussion period followed, until 7:45pm.

**NEW BUSINESS**

Bob announced the formation of a Committee on Voting Procedures, members to be Maynard Dixon, Paul Coelus, Mike Hickey, and Lori Derkay. This committee will be asked to recommend voting procedures for ballots and proxies which are consistent with the Bylaws of the Glen. It was suggested that they report back to the Board by June, 2009 at the latest.

**The meeting was adjourned at 7:50 pm.**

Respectfully submitted,  
Kathy Clatanoff  
Secretary

FAIRLINGTON GLEN COUNCIL OF CO-OWNERS

PROPOSED AMENDMENT  
TO  
2009 BUDGET

*Text of proposed amendment:*

No funds from the 2009 operating budget or reserve accounts shall be used for the purchase or application of any toxic chemical pesticide by any person, including a grounds maintenance contractor, except (a) as required by federal, state, or local law, or (b) in an emergency, to protect persons or property from imminent harm. Upon request, co-owners are to be allowed to opt out of any application of other than non-toxic biologically safe pesticides.

For the purpose of this amendment, the term “toxic chemical pesticide” means a substance that (a) has a defined molecular composition; (b) is used to destroy, control the effects of, or protect against harmful or undesirable organisms; and (c) through its chemical action on life processes, can cause death, permanent injury, or temporary incapacitation to humans or animals other than the species against which its action is directed. Pesticides include fungicides, microbicides, herbicides, insecticides, and rodenticides. “Toxic chemical pesticide” includes those pesticides determined by the U.S. Environmental Protection Agency or any state environmental authority to be a possible, probable, or known carcinogen, mutagen, teratogen, reproductive toxin, developmental neurotoxin, endocrine disruptor, or immune system toxin. It includes pesticides in EPA’s toxicity categories I and II and should generally be regarded to include those in category III. Examples of toxic chemical pesticides include, but are not limited to: mecoprop, malathion, metolachlor, metolachlor-s, propanil, pendimethalin, chlorothalonil, triclopyr, acetoclor, dimethanamid, trifuralin, and 2,4-D.

This amendment shall not be construed to prohibit the purchase or application of very low-toxicity chemicals (to be used as a last resort) or nontoxic biologically safe pesticides, such as:

- silica gels;
- diatomaceous earth;
- microbe-based pesticides, such as *Bacillus thuringiensis*;
- pesticides made with horticultural oils, such as neem, not including pyrethrums, without toxic synergists;
- materials for which the active and inert ingredients are nontoxic and disclosed; or
- insecticidal soap.

Advance notice shall be provided of application of pesticides, as required by law.

*End of text*