

**MINUTES OF A SPECIAL MEETING OF THE MEMBERS OF WOODSTREAM
FALLS CONDOMINIUM ASSOCIATION**

June 8, 2013 at 10:00 a.m.

Red Lion Hotel, 3200 S. Parker Road, Aurora CO 80014

This meeting was called pursuant to receipt of a petition from owners representing 103 units, which petition was verified by the board of directors, calling for a special meeting pursuant to Article III(4) of the bylaws. Notice was mailed to all members on May 29, 2013, along with a form of proxy and a ballot, a copy of which is attached to these minutes.

1. The meeting was opened slightly after 10:00 a.m. following the addition of tables in the room. Members signed in, which sign-in sheets are attached to these minutes. Mr. John Stege, counsel for the Association, was present to supervise the meeting and called the roll. Mr. Stege then supervised opening of envelopes mailed to the Association containing proxies and ballots, and envelopes mailed to Ms. Charlene Hunter, counsel for Mr. Chu Ho Son. When all proxies and ballots were counted, Mr. Stege determined that a quorum existed to continue with the Special Meeting.
2. Proof of notice of meeting was waived as a quorum of members was present in person and by proxy.
3. Pursuant to Article IV(6) of the bylaws, board members were given an opportunity to speak as to why they should be retained, and members supporting their removal were given an opportunity to speak.
4. Board member [name??] resigned as a board member.
5. Members who had not previously turned in their ballot on the question of whether or not to remove the board provided their ballots to Mr. Stege, who counted all ballots. 104 members voted to remove the board; 59 members voted to not remove the board.
6. Following a brief discussion on process, the meeting continued to elect new board members. Mr. Stege called for nominations from the floor. The following individuals nominated themselves or were nominated by members present: Erica Compton, Cecil Kanamu, Brandon Scholten, Joyce Taylor, Mr. Lasaki, Chu Ho Son, Forest De Young, Barry McConnell, Kevin Johnston.
7. Each nominated person was given three minutes to speak in favor of her or his election. Mr. Chu Ho Son spoke on behalf of Mr. De Young, who had to leave the meeting previously.

8. Mr. Stege and Ms. Hunter designed a ballot for the election, a copy of which is attached to these minutes. Each member present was given one ballot to complete on behalf of that person's ownership of units as well as on behalf of any proxies they held. Members were told to vote for up to five individuals, giving only one vote to each nominee.
9. Ballots were given to Mr. Stege. Mr. Stege and Ms. Hunter tabulated the votes after removing from voting any units for which the owners were not in good standing.
10. The final tabulation of votes was:

Brandon Scholten	135
Kevin Johnston	112
Barry McConnell	108
Chu Son	103
Forest De Young	97
Mr. Lasaki	45
Cecil Kanamu	35
Erica Compton	29
11. The five nominees receiving the most votes were declared the new board of directors.
12. The board immediately announced that a board meeting would be held on June 12, 2013 at 6:00 p.m. in the Association clubhouse.
13. The meeting adjourned at 3:40 p.m.

These minutes are a true and correct statement of the events leading up to and occurring at the Special Meeting of the members held June 8, 2013. Counsel makes no representation as to the authenticity of the proxies used for voting as these have not been verified.

John Stege, Esq.

Date