



WHCA Council Regular Meeting Minutes

May 27, 2015

Pursuant to notice, a special meeting of the Washington House Condominium Association was held on Wednesday, May 27, 2015, at 7 p.m., in the Washington House Community Room. Present were: Council President Michael Chajes, Vice President Karen Hornor, Secretary Susan Swan, and at-large member Paul Roberts; Treasurer Bruce Chase; and Building Remediation Committee member Warren Pratt. A total of 27 Association members, representing 19 residential units and 1 commercial unit, attended as observers. Attending at the invitation of Council were Brad Carrillo and Lorraine Brady of Aspen Property Management.

The President called the meeting to order at approximately 7 p.m. and welcomed the owners in attendance.

Approval of Minutes

The President called for a motion to approve the minutes from the WHCA Council Special Meeting on April 15, 2015. Ms. Hornor so moved and Ms. Swan seconded, and the minutes were approved on a unanimous voice vote of the Council.

Old Business

Ms. Swan reported that in a working session on April 22, 2015, the WHCA Council approved erecting protective scaffolding on the north side of the building.

Building Remediation Committee Updates

Mr. Carrillo provided an update on building defects construction plans, reporting that:

- East-side construction is expected to start in June from Units 201/301/401 southward to Units 215/315;
- East-side scaffolding will begin going up June 1;
- North-side construction is expected to start in the fall from Units 201/301/401 to westward to Units 202/302/402;
- Some windows may have to be pulled out and reinstalled; decisions will be made on a case-by-case basis as work proceeds, meaning that owners may get short notice; interior unit access will be necessary when windows are pulled;
- Work on the interior of the units under the sundecks (307, 308, 313, and 314) will start in early June;
- The scaffolding will likely damage some of the landscaping; the construction manager is working with the Landscaping Committee to minimize the effects.

Mr. Pratt provided an update on the building defects lawsuit, reporting that:

- Responses to motions to dismiss were filed; a hearing on those motions will take place on July 23;
- Responses to interrogatories were submitted;
- Responses to document requests are in process.

Mr. Chajes provided an update on security issues, reporting that:

- A security door was installed on the west side of the building;
- Next week committee members are meeting with security camera companies
- People have been seen climbing on the north-side scaffolding; residents should report any vandalism or mischief by calling 911 immediately.

Ms. Swan reported that owners and residents will receive detailed information on a number of construction-related issues, such as new parking policies, temporary storage of balcony furniture, the option to have extra electrical outlets installed on patios, and who to contact with questions or comments about the construction work.

Parking Policy

Ms. Hornor explained that space is being reallocated in the parking garage to accommodate the need for contractor parking and the staging and storage of construction materials. She noted the following changes taking effect June 1, 2015:

- For the duration of the construction, some residents are being moved to spaces donated by others;
- The construction company will be fencing in some areas in the garage;
- No public parking will be permitted in the garage;
- New signage for the garage and new hangtags for residents' cars are being ordered;
- Guest parking will be available only in UD spaces and only on weeknights and weekends; more details will be coming in an email

Resolutions

Mr. Chajes called for a vote on three resolutions. A motion to approve each resolution was offered by Ms. Hornor, seconded by Ms. Swan, and approved by a unanimous voice vote of the Council members present. The resolutions established a new parking policy, provided indemnification of WHCA officers who are not members of the WHCA Council; and adopted a Code of Conduct for WHCA Council members.

Open Discussion

Responding to owners' questions, Mr. Carrillo and Council members noted the following:

- Repairs to the building's north side are expected to begin in the fall in order to minimize any financial impact on the businesses.
- Owners will have a one-time-only opportunity to install extra outlets on their balconies or patios; they will be surveyed in order to determine who is interested, and then details will be provided about timing and installation; an estimated cost for the work will be provided so owners can decide if they want to proceed.
- Per orders from City, no one is permitted to use their personal balconies and patios until work on the exterior above and around their units is complete and scaffolding removed.
- Residents are advised to take items off their exterior walls while construction is going on near their units; other personal items may need to be secured as well to avoid damage from vibration.

Following a motion to adjourn by Ms. Hornor, seconded by Ms. Swan, Mr. Chajes adjourned the meeting at approximately 7:20 p.m.

Submitted by Susan Swan.

Minutes approved by a vote of Council 7.20.2015

**RESOLUTION OF THE COUNCIL OF THE
WASHINGTON HOUSE CONDOMINIUM ASSOCIATION**

THIS RESOLUTION is adopted by the Council of the Washington House Condominium Association on May 27, 2015:

WHEREAS, the Washington House Condominium's Code of Regulations, Article III, Section 15, provides in part:

The members of the Council shall not be liable to the Unit Owners for any mistake of judgment, negligence, or otherwise except for their own individual willful misconduct or bad faith. ... The Unit Owners shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding by reason of the fact that he is or was a member of the Council, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believes to be in or not opposed to the best interests of the Unit Owners.

WHEREAS, pursuant to the Code of Regulations, Article IV, Section 1, the Officers of the Condominium, except for the President, need not be members of the Council; and

WHEREAS, the Council has determined to adopt this Resolution in order to induce qualified persons who are not Council members to serve as Officers;

NOW, THEREFORE, IT IS HEREBY RESOLVED that, to the fullest extent authorized or permitted by law, the protections, immunities, and indemnities set forth in Article III, Section 15, of the Code of Regulations are hereby granted to each duly elected or appointed Officer of the Condominium, with the same effect as though, and without regard to whether, such Officer also served or serves as a member of the Council of the Condominium.

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**RESOLUTION OF THE COUNCIL OF THE
WASHINGTON HOUSE CONDOMINIUM ASSOCIATION**

THIS RESOLUTION is adopted by the Council of the Washington House Condominium Association on May 27, 2015:

WHEREAS, construction manager Nowland Associates has notified the Council of the need to use several parking spaces in the Washington House garage for contractor parking, construction staging, and storage; and

WHEREAS, members of the public have parked in the Washington House garage from time to time without authorization; and

WHEREAS, pursuant to the Washington House Declaration, Sections 4 and 5, and Code of Regulations, Article V, Section 14, parking spaces may be relocated or reassigned by the Council and are subject to reasonable rules and regulations promulgated by the Council from time to time;

NOW, THEREFORE, IT IS HEREBY RESOLVED:

The Officers of the Washington House Condominium Association and the members of the Building Remediation Committee are hereby severally authorized to relocate and reassign parking spaces in the garage and to issue parking tags as necessary in order to provide sufficient space in the garage to Nowland Associates for contractor parking, construction staging, and storage. All parking spaces not specifically assigned to Residential Units, Commercial Units, Office Units, or Nowland Associates are hereby reserved for the exclusive use of the Residential Unit Owners and their invitees. Public parking in the Washington House garage is prohibited. Signage to that effect will be posted. Any unauthorized vehicle parked in the garage will be towed away at the sole cost of the vehicle's owner.

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Washington House Condominium Association Code of Conduct and Ethics for Council Members, Officers, and other Volunteer Community Leaders

WHEREAS, the Code of Regulations of Washington House Condominium Association vests the authority and responsibility to govern the operations of the community in its Council;

WHEREAS, the Council is responsible to appoint officers and to involve other volunteers;

WHEREAS, the Council is responsible to set a standard of conduct that is in the best interest of the entire community;

NOW, THEREFORE, BE IT RESOLVED that the Council of Washington House Condominium Association hereby adopts the following code of conduct, standards of behavior, ethical rules, and procedures that are applicable to all Council members, officers, committee members, and other volunteers serving the community (together, the "Community Leaders"):

1. Community Leaders will use their best efforts at all times to make decisions that are consistent with high principles and the best interests of the Association.
2. Community Leaders will seek to protect and enhance the safety and property value of the owners and to maintain the unique character of the Association and its neighborhood.
3. No Community Leader shall receive any compensation for serving on behalf of the Association, except for expense reimbursements approved by the Council.
4. It is the responsibility of all Community Leaders to avoid even the appearance of impropriety, to disclose any potential conflict of interest, to abstain from decisions that relate primarily to themselves, and to abstain from decisions that relate to contracts in which they are the contractors or employees or family of the contractors.
5. No Community Leader shall solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing of monetary value made with the intent of influencing a decision or action on any official matter, or from a person who is seeking to obtain contractual or other business or financial relations with the Association.
6. No promise of anything not approved by the Council shall be made to any subcontractor, supplier, or contractor during negotiations.
7. Confidentiality of all unit owners' and residents' personal lives shall be respected and protected by Community Leaders.
8. Language at Council meetings and other meetings shall be courteous. It is understood that differences of opinion will exist. They should be expressed in a clear and business-like fashion and may be noted in the minutes of such meetings.

9. No Community Leader shall engage in any writing, publishing, or speech that defames any other Community Leader, owner, or resident of the community. Personal attacks against Community Leaders, owners, residents, or the Association's management company are prohibited and are not consistent with the best interests of the community.
10. No Community Leader will knowingly misrepresent facts to residents of the community for the purpose of advancing a personal cause or influencing the community to place pressure on the Council to advance a personal cause.
11. No Community Leader may use his or her position to enhance his or her financial status through the use of certain contractors or suppliers or by advocating Association policies that benefit themselves but are not consistent with the best interests of the Association.
12. No Community Leader will seek to have a contract implemented that has not been approved by the Council.
13. No Community Leader will interfere with the implementation of approved contracts. All communications with contractors shall be made through the Association's management company or as otherwise directed by the Council.
14. No Community Leader will interfere with the system of management established by the Council and the Association's management company
15. Present and future Community Leaders, including persons running for election to the Council, will be given a copy of this Code of Conduct and will be asked to sign that they have received it, have read it, and agree to abide by it.
16. Materials describing the candidacy of persons running for the Council shall note any situations in which the candidate has not signed this Code of Conduct.

This Code of Conduct is adopted this 27th day of May, 2015, by resolution of the Council at a Council meeting where a quorum of the Council was present and is effective immediately.