

**MARYLAND MUTUAL NO. ELEVEN INC.
ANNUAL MEETING**

April 22, 2009

AGENDA

1. Call to Order
2. Introduction of Directors and Leisure World Management
3. Waiver of Proof of Notice
4. Waiver of Reading of Minutes of Annual Meeting held April 16, 2008
5. Announcement of Attendance Tally and quorum
6. Appointment of Inspectors of Election
7. Introduction of Slate of Candidates
8. Nominations from the Floor
9. Bylaw Amendments Explanation
10. Casting of Ballots for Election/Bylaw Amendments
11. General Manager's Report
12. Officers' Reports
13. Announcement of Election Result
14. Questions from Membership
15. Announcement of Bylaw Amendments Result
16. Announcement of Organizational Meeting
17. Adjournment
18. Refreshments

*form
HO6 homeowners*

*end of month
rebates for windows
Sharow@mutual 11*

ANNUAL MEETING
OF THE MEMBERSHIP OF
MARYLAND MUTUAL NO. ELEVEN, INC.

Wednesday, April 16, 2008 - 7:00 p.m.

Pursuant to notice previously given the Annual Meeting of the membership of Maryland Mutual No. Eleven, Inc., was held in the Maryland Room of Clubhouse I, 3700 Rossmoor Boulevard, Silver Spring, Maryland, on Wednesday, April 16, 2008, at, 7:00 p.m.

1. Call to Order – Mr. Johnson called the meeting to order at 7:00 p.m. and thanked the members of the board for a job well done.
2. Introduction of Directors and Leisure World Management – Mr. Johnson introduced himself and the following Directors seated at the head table: Marcia O’Connell, Treasurer; Vi Nichols, Secretary; Darlene Hamilton, Sam Goodman, Bill Harvey and Wilma Harman. From Management: Mark Ellis, Deputy General Manager; and Sharon Palmer-Hillman, Mutual Assistant.
3. Announcement of Quorum – There were 52 units represented in proxy and 28 units in person with a total of 80 units represented. Mr. Johnson announced that a quorum has been established with an average of 72 percent.
4. Proof of Notice – Upon motion duly made and seconded, the membership unanimously agreed -

To waive the reading of the Notice of Annual Meeting mailed to all unit owners on March 17, 2008.

Resolution #204, 4/16/08

5. Reading or Waiver of Reading of Minutes – Upon motion duly made and seconded, the membership unanimously agreed -

To waive the reading of the minutes of the Annual Meeting dated April 18, 2007 as presented.

Resolution #205, 4/16//08

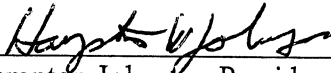
6. Appointment of Inspectors of Election – Mr. Johnson reported that the following Leisure World staff was appointed to serve as inspectors of election: Cris Juarez, Ingrid Por and Miriam Weintraub.
7. Introduction of Slate of Candidates – Mr. Johnson announced that Lillian McClement, Alex Schmier and Marylinn Watson are the three candidates running to fill the vacancies on the Board.

8. Nominations from the Floor – Mr. Johnson requested nominations from the floor. Mr. John Law nominates himself. Hearing no other nominations, the nominations were closed. Upon motion duly made and seconded, the membership agreed -

That the nominations be closed.

Resolution #206, 4/16/08

9. Officers/Committees Report –
- a. President - Mr. Johnson reported on the siding project that is forthcoming and projects that were completed in fiscal year 2007. He thanked the board for their continual support and the accomplishments made throughout the year.
 - b. Treasurer – Ms. O’Connell reported on the finances for the Mutual. A copy of her report was made available to all unit owners in attendance.
 - c. Secretary – Mrs. Nichols explained the organizational chart for the community and how the Mutuals fit in.
 - d. PPD Rep – Mrs. Hamilton went over the “Who Pays” document for the Mutual. She mentioned that when a resident place a work order with physical properties they should check to see who is responsible for payment before calling. In any event there is an emergency the residents are ask to contact PPD immediately.
10. General Manager’s Report – Mr. Ellis presented the Annual Report for the year 2007 and answered questions from the membership. He thanked the board for a wonderful working relationship and he look forward to continue serving as the managing agent for the Mutual.
11. Announcement of Election Results – Mr. Johnson announced that the following were elected to serve on the board: Lillian McClement three year term, Alex Schmier two year term and Marylin Watson three year term.
12. Adjournment - There being no further business to come before the Membership the meeting adjourned at 8:00 p.m.



Hampton Johnson, President Mutual 11
Board of Directors



Vi Nichols, Secretary

TREASURER'S REPORT

The 2008 Financial records of Maryland Mutual No. Eleven, Inc. were audited by the Certified Public Accounting firm of DeLeon & Stang, CPA's. The resultant opinion of the independent auditors was that the financial position of Maryland Mutual No. Eleven, Inc. between December 31, 2007 and December 31, 2008 was financially sound. Also, that Mutual Eleven exercised good judgment and sound economic principles in its required operations. The cash flow (unrestricted) for the year 2008 was in conformity with generally accepted accounting principles.

As of December 31, 2008 the grand total of restricted funded reserves was:

a.	Road and Curb Reserve	\$ 265,286.65	
b.	Waterproofing Reserve	\$ 269,203.52	
c.	New Roof Reserve	\$ 215,875.57	
d.	Siding Reserve	\$ 73,312.78	
e.	Maintenance Reserve	\$ <u>190,628.01</u>	
	TOTAL	\$1,014,306.53	
	The 2007 Funded Reserves	(\$ <u>1,352,537.65</u>)	
		(\$ 338,231.12)	(1)

- (1) This represents the total decrease of Restricted Funds from December 31, 2007 through December 31, 2008. This decrease is mostly due to the new siding project.

Expenditures for the year 2008 totaled \$ 576,862.30 which is \$ 18,478.30 more than the 2008 Budget figure of \$ 558,384.00.

The total expenditures for 2008 consisted of the following:

(a)	Direct Mutual Operations	\$ 335,934.45	
(b)	Community Facilities	167,895.21	
(c)	Combined Mutual Operations	<u>73,032.64</u>	
	TOTAL	\$ 576,862.30	

It is of interest to note that of the (a) Direct Mutual Operating expenses of \$ 335,934.45 that

(1)	Electricity cost	\$ 259,216.39	
(2)	Water cost	34,768.99	
(3)	Misc. Plumbing, Carpentry, A/C cost	<u>41,949.07</u>	
	TOTAL	\$ 335,934.45	

Residents interested in a finite review of this audit report are welcome to contact Cheryl Steiner, Mutual Eleven Accountant at (301) 598-1363 for an appointment.