

# The Villas at Falls Run Condominium

Prepared by John Deegan, Jr., Ph.D.  
President, VCA Board of Directors  
July 27, 2017

Falls Run was created in 2002 in Stafford County, Virginia, by “Del Webb Communities of Virginia, Inc., an Arizona corporation,” as an age restricted, active adult, property owners’ association community. The community was created in conformity with provisions found in the Code of Virginia, Title 55, Property and Conveyances, Chapter 26, *Property Owners’ Association Act*.

Del Webb, one of the largest developers of active adult communities in the country, was acquired by Pulte Homes, Inc. effective July 31, 2001. As a component of Pulte Homes, the “Del Webb Group of Pulte Homes” is responsible for the development of large-scale active adult communities across the United States. The founder of Del Webb, Delbert E. Webb, developed the concept in 1960 for the self-contained retirement community named Sun City located near Phoenix, Arizona.

The purpose of Falls Run, as advertised by Del Webb, was to “provide housing primarily for persons 55 years of age or older.” The land on which the entire Falls Run development is situated, a portion of England Run North, was acquired by Trovas Construction Company, a subsidiary of Del Webb, from Silver Retirement Communities, L.L.C. and Silver Retirement Communities II. L.L.C. The tracts of land in England Run North on which the Falls Run community was built were Land Bays 4A, 4B, and 7, comprising a total of approximately 228.33 acres.

The Falls Run Community Association, Inc., (FRCA) was created on June 21, 2002 by “Del Webb Communities of Virginia, Inc., an Arizona corporation.” On that date, the FRCA was incorporated by W. Allen Ames. The registered agent of the Association was Christopher J. Ryan, Vice President of Del Webb Communities of Virginia, Inc., an Arizona corporation.

On August 21, 2002, Del Webb acting as Declarant executed a “Declaration of Covenants, Condition, and Restrictions for Falls Run” (hereafter, 2002 FRCA Declaration). The 2002 FRCA Declaration was signed by “Christopher Ryan, Vice President of Del Webb Communities of Virginia, Inc., an Arizona corporation.”

The 2002 FRCA Declaration was recorded as land record LR020024438 in Stafford County, Virginia on August 23, 2002.

In early March 2005 Del Webb elected to act on provisions contained in the 2002 FRCA Declaration whereby an “expandable” condominium, eventually containing 199 dwelling units, could be created in Falls Run. The condominium was created by “Del Webb Communities of Virginia, Inc., an Arizona corporation,” on land that had been acquired previously by Trovas Construction Company, a subsidiary of Del Webb, from Silver Retirement Communities II, L.L.C., on December 22, 2002.

The land on which Del Webb constructed its expandable condominium was a portion of England Run North, Land Bay 4A, Parcels 4A1 and 4A2. The two parcels totaled approximately 33.2 acres, and were located adjoining the property on which the “detached” Falls Run dwelling units were built. All of the land on which the condominium was built was eventually annexed to the FRCA through a series of 30 “supplemental” declarations to the 2002 FRCA Declaration.

On March 21, 2005, Del Webb filed a land record titled “Declaration of The Villas at Falls Run Condominium,” LR050009485, in Stafford County, Virginia. This Declaration had been signed on March 11, 2005, by “Dennis A. Ouellette, General Manager and Vice President of Operations for Del Webb.” The Declaration complied with provisions of law found in the Code of Virginia, Title 55, Property and Conveyances, Chapter 4.2, *Condominium Act*. The Bylaws of the condominium are included in LR050009485 as *Exhibit C* of the Declaration of the Villas at Falls Run Condominium.

In conformity with appropriate provisions found in the 2002 FRCA Declaration, the condominium’s Declaration provided for the creation of a Local Area Association to manage the affairs of the condominium. The Local Area Association was named the “Villas at Falls Run Condominium Unit Owners Association” (VCA). Hereafter, the condominium’s original Declaration is referred to as the 2005 VCA Declaration and the condominium’s original Bylaws (contained in *Exhibit C* of the 2005 VCA Declaration) are referred to as the 2005 VCA Bylaws.

The Declarant’s Control Period for the condominium began on March 21, 2005. Eventually, 199 dwelling units contained in 55 buildings were built in the condominium. The 199 dwelling units were built in 34 Phases of construction and the 2005 VCA Declaration was amended 30 times to accommodate the work

schedule and document sequential expansion of the condominium. The 30 amendments to the 2005 VCA Declaration are recorded as land records in Stafford County, Virginia.

Simultaneously, the 2002 FRCA Declaration was modified by the sequential recordation of 30 Supplemental Declarations by “Del Webb Communities of Virginia, Inc., an Arizona Corporation, and the FRCA, Inc., a Virginia non-stock corporation.” The 30 Supplemental Declarations to the 2002 FRCA Declaration are recorded as land records in Stafford County, Virginia and document sequential annexation of the property to the FRCA and the sequential expansion of the condominium.

Together, the 30 Supplemental Declarations to the 2002 FRCA Declaration and the 30 Amendments to the 2005 VCA Declaration conveyed on the owners of the 199 dwelling units in the condominium full membership in both the VCA and the FRCA. As such, the 199 VCA members are entitled to all the benefits, privileges and services provided by both Associations. Once the condominium was completed, the membership of the FRCA expanded to 781, comprised of 582 “detached” dwelling units and 199 dwelling units in the condominium.

Although it is not widely known, the majority of the 582 “detached” houses built by Del Webb are actually duplex dwelling units. The duplex dwelling units were constructed with the approval of Stafford County, and they were built by Del Webb in order to increase the density and number of dwelling units on the available land. The duplex dwelling units were built on common foundations and have the appearance of free standing structures.

The 2005 VCA Bylaws, Article III, Board of Directors, Section 1. Number and Qualification, specifies the conditions under which control of the VCA would pass from Declarant to unit owners. Once 75% or more of the units in the condominium were sold, control of the affairs of the VCA was to be passed from the Declarant to the members (dwelling unit owners) of the VCA, in the form of an elected five–person Board of Directors comprised solely of unit owners and each serving three-year terms. The length of each term of office for the first Board of Directors was created such that staggered length terms would be served by each Director: two would serve for three-years; two would serve for two-years; and one would serve for one-year.

On December 20, 2005, Dennis Ouellette informed the Villas community that control of the VCA was now eligible to be passed from the Declarant to a dwelling

unit owners' Board of Directors. The first election meeting of the membership of the VCA was scheduled for 7:00 PM on January 19, 2006 in Gayle Middle School, at which time the first five-member Board of Directors would be elected. Invitations were extended to all VCA members to stand as candidates for election (see Attachment 1).

A reminder letter from Dennis Ouellette was sent to all Villa dwelling unit owners on December 30, 2005 informing them that a "Meet the Candidates" opportunity was scheduled to be held on January 18, 2006 at 7:00 PM in the Falls Run Community Center (see Attachment 2).

On January 12, 2006, a letter was sent by Dennis Ouellette to all Villas dwelling unit owners announcing the names of nine individuals who had volunteered to serve on the first VCA Board of Directors (see Attachment 3).

The letter also reminded the unit owners that the election would be held on January 19, 2006 at 7:00 PM in Gayle Middle School. A proxy form was developed, and included in the January 12, 2006 letter to permit VCA members who could not attend the meeting the opportunity to vote in the election (see Attachment 4).

On January 19, 2006 the first meeting of the membership of the VCA was held. A quorum of at least 25% of the membership was present in the form of dwelling unit owners and/or proxies. The election resulted in the first VCA Board of Directors (listed in order of votes received): Paul Niemi (101 votes, three-year term), Joan Bitely (89 votes, three-year term), Nancy Garner (78 votes, two-year term), Hugh Muir (76 votes, two-year term), and Brenda Dudley (59 votes, one-year term). The minutes from the January 19, 2006 meeting of the VCA memorialize the election of these five Board members.

On January 23, 2006, the first Organizational Meeting of the VCA Board of Directors was held. On that date, the following officers were elected: Paul Niemi-President, Joan Bitely-Vice President, Brenda Dudley-Secretary, Nancy Garner-Treasurer, and Hugh Muir-Member at Large. The minutes from the January 23, 2006 meeting memorialize the election of officers (see Attachment 5).

A picture of the five individuals elected to serve on the first VCA Board of Directors is included below.

Finally, on July 24, 2015, the 2005 VCA Declaration and the 2005 VCA Bylaws contained in *Exhibit C* were amended through the recording of land record

LR150012889 in Stafford County, Virginia. The amendment clarified ambiguities that were contained in “Attachment A” to the original Bylaws. Hereafter, the Villas current governing document is referred to as the 2015 Amended VCA Declaration and *Exhibit C*, containing the amended Bylaws, is referred to as the 2015 Amended VCA Bylaws.

## **First Villas Board of Directors**

**Elected Board Members on January 19, 2006**

**Elected Board Officers of January 23, 2006**



Pictured from left to right: Paul Niemi (President), Joan Bitely (Vice President), Nancy Garner (Treasurer), Brenda Dudley (Secretary), and Hugh Muir (Member at Large).

**VILLAS AT FALLS RUN**

11909 Main Street  
Fredericksburg, VA 22408  
540 368-9780  
Fax: 540 368-9782

December 20, 2005

Re: First Annual Villas At Falls Run Election

Dear Villas at Falls Run Homeowner:

We are pleased to announce that more than 70% of the Villas have now been purchased at the Villas at Falls Run. This being the case, it is now time for Del Webb to turn over control to the homeowners association and for the association to elect their first Board of Directors.

We are now in the position to entertain the candidacy of any homeowner that would like to run as members for the Board of Directors.

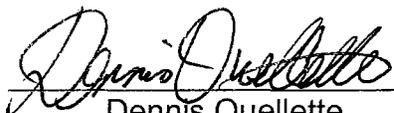
If you are interested in holding a position for the 2006 Villas at Falls Run, please fill out the enclosed form and return to Sylva Southwell at Koger Management Group in SASE provided, **no later than January 11, 2005.**

We are also looking for volunteers to chair the elections meeting with ballot counting.

**THE FIRST ANNUAL VILLAS AT FALLS RUN ELECTIONS  
MEETING WILL BE HELD AT THE GAYLE MIDDLE SCHOOL,  
WEDNESDAY, JANUARY 19, 2006 AT 7:00 P.M.**

We look forward to a great turnout.

Sincerely,



Dennis Ouellette  
Del Webb, Pulte



Sylva Penkov-Southwell  
Koger Management Group

**VILLAS AT FALLS RUN**

**I AM INTERESTED IN RUNNING FOR A POSITION  
ON THE BOARD OF DIRECTORS FOR VILLAS AT  
FALLS RUN.**

**DATE:** \_\_\_\_\_

**NAME:** \_\_\_\_\_

**ADDRESS:** \_\_\_\_\_

\_\_\_\_\_

**TELEPHONE NUMBER:** \_\_\_\_\_

**PLEASE RETURN TO (TO BE DETERMINED WHETHER  
KOGER OR WITH ELECTIONS COMMITTEE FOR VILLAS  
IF WE FORM ONE)**

**BY JANUARY 11, 2006**

**VILLAS AT FALLS RUN**

11909 Main Street  
Fredericksburg, VA 22408  
540 368-9780  
Fax: 540 368-9782

**FRIENDLY REMINDER of DECEMBER 20<sup>TH</sup> LETTER**

December 30, 2005

Re: First Annual Villas At Falls Run Election

Dear Villas at Falls Run Homeowner:

We are pleased to announce that more than 70% of the Villas have now been purchased at the Villas at Falls Run. This being the case, it is now time for Del Webb to turn over control to the homeowners association and for the association to elect their first Board of Directors.

We are now in the position to entertain the candidacy of any homeowner that would like to run as members for the Board of Directors.

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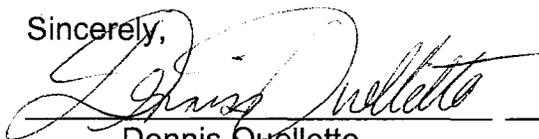
We are also looking for volunteers to chair the elections meeting with ballot counting.

**WEDNESDAY, JANUARY 18, 2006 AT 7:00 P.M. WE WILL HOLD AN INTRODUCTION MEETING OF "MEET THE CANDIDATES" AT THE COMMUNITY CENTER.**

**THE FIRST ANNUAL VILLAS AT FALLS RUN ELECTIONS MEETING WILL BE HELD AT THE GAYLE MIDDLE SCHOOL, THURSDAY, JANUARY 19, 2006 AT 7:00 P.M.**

We look forward to a great turnout.

Sincerely,



Dennis Ouellette  
Del Webb, Pulte



Sylva Penkov-Southwell  
Koger Management Group

**VILLAS AT FALLS RUN**

**I AM INTERESTED IN RUNNING FOR A POSITION  
ON THE BOARD OF DIRECTORS FOR VILLAS AT  
FALLS RUN.**

**DATE:** \_\_\_\_\_

**NAME:** \_\_\_\_\_

**ADDRESS:** \_\_\_\_\_

\_\_\_\_\_

**TELEPHONE NUMBER:** \_\_\_\_\_

**PLEASE RETURN TO (TO BE DETERMINED WHETHER  
KOGER OR WITH ELECTIONS COMMITTEE FOR VILLAS  
IF WE FORM ONE)**

**BY JANUARY 11, 2006**

**VILLAS AT FALLS RUN CONDOMINIUM**

11909 Main Street  
Fredericksburg, VA 22408  
540 368-9780  
Fax: 540 368-9782

January 12, 2006

Dear Villas at Falls Run Homeowner:

We are pleased to announce the following candidates for your consideration as the new Board of Directors at the Villas at Falls Run Condominium. Biographies if received have been included.

**John M. Balducci**  
**Joan D. Bitely**  
**Robert Dooley**  
**Brenda J. Dudley**  
**Nancy Garner**  
**Richard Haas**  
**Carol Langsam**  
**Hugh O. Muir**  
**Paul Niemi**

The Villas at Falls Run Condominium requires at least three (3) members and no more than five (5). The terms for the Board of Directors for the first annual meeting of the Association after termination of the Declarant period, the terms of office are as follows: two (2) members of the Board of Directors shall be fixed at three (3) years each, the term of office of two (2) members of the Board of Directors shall be fixed at two (2) years each and the term of office of the remaining member of the Board of Directors shall be fixed at one (1) year.

Each unit shall have one vote. Enclosed you will find a proxy and the instructions for that proxy.

We look forward to a great turn out for the 2006 Board of Directors for the Villas at Falls Run Condominium.

Sincerely,

  
Sylvia Penkov-Southwell

  
Dennis Ouellette

VILLAS AT FALLS RUN CONDOMINIUM  
PROXY  
2006 ANNUAL MEETING  
JANUARY 19 - 7:00 p.m.  
GAYLE MIDDLE SHCHOOL

Attachment 4

I/We, \_\_\_\_\_ and \_\_\_\_\_  
(print) (print)

owners of record of the Lot in the **Villas at Falls Run Condominium**, located at \_\_\_\_\_ [street address] being (a) member(s) in good standing under the provisions of the Articles of Incorporation, Bylaws, and Virginia law, hereby grant my/our proxy to:

(Please print the name of the proxyholder. The undersigned hereby directs the proxyholder, acting as my/our proxy at the Annual Meeting of the **Villas at Falls Run Community**, scheduled for **January 19, 2006** and any recess or continuation thereof, to do ONE of the following:

Quorum purposes only

To Cast my/our votes in the election of directors as indicated below:

You may vote for five (5):

**John M. Balducci**

**Joan D. Bitely**

**Robert Dooley**

**Brenda J. Dudley**

**Nancy Garner**

**Richard Haas**

**Carol Langsam**

**Hugh O. Muir**

**Paul Niemi**

\_\_\_\_\_  
Owner's Signature Date

\_\_\_\_\_  
Owner's Signature Date

**THIS PROXY MUST BE SIGNED AND RETURNED TO THE ASSOCIATION PRIOR TO JANUARY 17 OR YOU MAY BRING YOUR PROXY TO THE JANUARY 19<sup>TH</sup> ELECTION MEETING!!!**

**Mail or Deliver Proxies to:**  
Villas at Falls Run Condominium  
11909 Main Street  
Fredericksburg, VA 22406  
**OR**

Have the proxyholder present this Proxy when he/she registers for the Meeting.

Proxyholders must bring valid ID to the Meeting.

**The Villas At Falls Run Condominium-Board of Directors**

The first organizational meeting of The Villas At Falls Run Condominium Board of Directors was held on Monday, January 23<sup>rd</sup>, 2006 at 4:00 PM at the Center.

All five newly elected board members were in attendance. (The election process had taken place at Gayle Middle School, Thursday, January 19<sup>th</sup>, 2006.) Their names and length of tenure follow:

- Mr. Paul Niemi – Elected for a 3-year term
- Ms. Joan Bitely – Elected for a 3-year term
- Ms. Nancy Garner – Elected for a 2-year term.
- Mr. Hugh Muir – Elected for a 2-year term.
- Mrs. Brenda Dudley – Elected for a 1-year term.

Also in attendance was Ms. Sylva Southwell, from Koger Management. She will be helping the new board with a start up procedure and the selection of board officers.

Many areas of concerns were covered and Sylva was very happy to address each topic and discuss them as thoroughly as she could. Topics that were addressed follows:

- 1) Sylva mentioned that she had discussed with Jeff Koger, CFO of Koger Management that it is very important that we set time aside to meet with the attorney, Mr. Ed O’Connell and also with the insurance representative, Mr. Tom Welsh. It was stated that Mr. O’Connell would be able to convey any part of the CCR that is not applying at present.
- 2) Sylva stated that she would be receiving at least 2 estimates for landscaping, one being from Tru-Green.
- 3) Sylva mentioned that Dennis Ouellette is having new restrictions drawn up for Celebrate – question asked, do they apply? Some items in our BLUE BOOK (BB), do not apply. Paul brings up that many pages in BB are merely drafts.
- 4) Sylva asked if we had noticed that our gutters were to be cleaned and had they been done. The contractor, Chimney Sweep will be providing us with a report concerning the debris that has been found in some of the gutters, i.e.: nails, etc.
- 5) Question – Who has the responsibility for the large retention pond? Some say that the Villas will have that chore. (Note – The retention pond also borders the single family houses.) Sylva states that with over 200 land acres, the Villas only have 33.06 acres and single-family homes have 185.53.

Sylva brings up that she is waiting for copies of the State of Virginia Green Book. Should have them shortly.

The selection of officers was completed at this time and the results follow:

Paul Niemi-President, Joan Bitely-Vice President, Brenda Dudley-Secretary, Nancy Garner-Treasurer and Hugh Muir-Member At Large.

Brenda Dudley asked if the board would be comfortable with the meeting being recorded for transcribing and accurate accounting of our meeting. No objections, (small tape recorder will be purchased for this purpose).

- 6) Paul Niemi now asked if there was documentation about the gate installations, Sylva stated it was coming. Are these gates unique? Not really.
- 7) Joan brought up that the sidewalks on Legend Dr. are in bad shape and Paul mentioned that Turtle Creek should be looked at also. Sylva suggested that a list be made and be sure to take pictures. Nancy says, shouldn't there be reserve funds for this?
- 8) Paul mentioned that some areas still have irrigation problems; and Sylva stated she was not sure how many irrigation zones there were. The declarant (Dennis O.) has not signed off and is still responsible.
- 9) Paul says, bonds are being held by Stafford Co. – Where are we with this? He states that the bonds are payments to Del Webb when work is satisfactorily completed. Bonds are to be released, but if work is still needed, we don't want these bonds released prematurely.
- 10) Joan mentions that we should start a committee for general inspections similar to those that single homeowners have done.
- 11) Sylva, we need a grounds committee – someone from the Villas that have had ground experiences. Joan stresses ground committee first.
- 12) Paul brings up the progress on the streetlights. The contractor is Executive Electric. Sylva says all poles should be in place, but not all work. Paul says, the company should be notified.
- 13) Sylva states that someone needs to form committees for Grounds, Landscaping, including Irrigation, Hugh has offered to do this. The board will review the recommendations. CCR and Structure Maintenance Committee can be down the road.
- 14) The fiscal year for the Master board is December 31<sup>st</sup> and the Budget for 2006 has already been approved by the Master board. Our Villas budget is still in the works. Nancy suggests that maybe the homeowners should be invited to budget meeting for 2006. It was discussed and decided that it should NOT be considered. Nancy asks if we have fidelity bonds? Sylva thinks we do and she will check on this.

- 15) Nancy asks if there are any delinquencies? Sylva states that there are some but Del Webb are a little lax, single homes have some that are as much as 120 days, but villa only about 30 days.
- 16) Paul stresses working together! Hugh can write something for the Gazette or maybe flyer distribution about working together.
- 17) Nancy feels that we are ready for an audit and proposals will be necessary. An audit from March – December 31<sup>st</sup> 2005, and we need to consider our fiscal year from possibly March 1<sup>st</sup>.
- 18) Pest Control – The exterior of Villa units is the association responsibility and the interior is the residents. It is very important to keep garages and unfinished basement clean and free of potential infestation of insects, etc.  
It was brought up about inspections and it is not possible to infringe on residents for inspections, but suggest that the Fire Marshall could be asked to come and speak during Fire Prevention month, and Gazette article and flyer could carry the message for control of debris as possible fire hazard and invitation to pests.
- 19) It was brought up about the defining of the Lease section in CCR. Sylva was able to rely the 80/20 rule of occupancy of owner being under 55, but any tenant living in the unit for 90 consecutive days would have to be over 55, and if that tenant moved out after that period, the owner under 55 was allowed to live in the unit. (Definition of this section will be provided to us.)
- 20) Nancy asked if we were collecting any late fees? No, there is a figure of \$10 in BB. (Note\* your invoice states a late fee of \$11 if not paid by end of statement month.)
- 21) Question asked – When do the assessment notice go out? They go out anywhere from the 20<sup>th</sup> to the 28<sup>th</sup> of the month. It was also asked when we would have a financial report? Sylva will get back to us.

At this point most all topics had been discussed for this meeting and we set the next meeting for Monday, January 30<sup>th</sup>, 2006 at 1PM at the Center. We will consider having weekly meetings for at least 6 weeks after which we will schedule a monthly basis. We will be considering what committees are essential. At this time the meeting adjourned at 6:10 PM.

Respectfully submitted,

Brenda Dudley, Secretary