

WOODCREEK PROPERTY OWNERS ASSOCIATION
SPECIAL CALLED MEETING MINUTES
AMENDED
January 29, 2014

BOARD MEMBERS IN ATTENDANCE:

President Chris Scudder
Vice President Dottie Sweeton
Secretary Victoria Welsh
Treasurer Charles Crook
Board Member Liz Sumter
Board Member Terry Everett
Emory Jones and Will Ammons not in attendance due to illness.

7:00 p.m. Meeting called to order – President Chris Scudder

AGENDA:

President Chris Scudder calls for approval or discussion about agenda.

Terry Everett: Requests that Item No. 2 – *Discussion and possible action regarding WPOA personnel and personnel files*, Item No. 3 – *Discussion and possible action regarding WPOA attorney*, Item No. 10 – *Discussion and possible action to adopt resolution regarding the transparency of the WPOA*; and Item No. 12 – *Discussion and possible action regarding pending lawsuits* be moved into Executive Session for discussion.

President Chris Scudder agrees to moving Agenda Item Nos. 2 and 12 to executive session

Vice President Dottie Sweeton: Move to approve agenda, moving Agenda Item Nos. 2 and 12 to executive session.

Terry Everett Second – Motion passed.

MINUTES:

Minute minutes from 1.18.14 Charles moves, Liz Seconds, motion passes, Secretary Victoria Welsh certifies minutes and turns over to President Chris Scudder.

AGENDA ITEM NO. 1 – Discussion and possible action to remove Elizabeth as the sole representative for the WSP/WSCA lawsuits and designate the entire Board as the representative for all litigation.

Liz Sumter makes motion to remove Elizabeth Sumter. Vice President Dottie second. Motion passes.

AGENDA ITEM NO. 2 – Moved to Executive Session for discussion – partial discussion regarding hiring of part time personnel and placing ad in paper.

President Chris Scudder makes motion to appoint Hiring Committee – Terry Everett, Lynn Scudder and Sandy Stratton and Liz Sumter moves to approve the actions of President Chris Scudder to place an ad in the paper for part time help not to exceed a cost of \$30. Terry Everett Second, motion passes.

AGENDA ITEM NO. 3 -- Discussion and possible action regarding WPOA attorney.

President Chris Scudder indicates that no strategy or legal conversations may be held in open meeting. Treasurer Charles Crook indicates that there is no written contract with current attorney that he is working on an assignment to assignment basis. Also, the current attorney not on retainer. President Chris Scudder, Vice President Dottie Sweeton and Treasurer Charles Crook met with attorney requested electronic copies of files of WPOA – President Chris Scudder's impression is that the current attorney is not willing to move in the direction that the Board wishes to proceed and that he may not be the best person moving forward.

Terry Everett: Would like to meet with attorney and discuss the lawsuits before making any decisions regarding taking action on this issue.

Vice President Dottie: Explains that the attorney has totally different feel from what the Board wants to do.

Liz Sumter: Would like to move this into this into executive session before speaking about this issue and that we cannot discuss in the open.

Vice President Dottie Sweeton: Wants to let the people that are here know what's going on with the lawsuit.

President Chris Scudder discusses billings from attorney and the Board not being informed of what was going on regarding lawsuit.

Liz Sumter: Attorney has been real good about not billing for everything.

President Chris Scudder; Over budget last year and never notified of fees going to attorney;

Treasurer Charles Crook: Affirms Chris' statements.

Vice President Dottie: Unable to get answers from attorney during meeting on Friday, January 23, 2014.

Terry Everett: How do we control spending? Legal fees \$17,500 in budget, he would bet we would go over that, if we go with current attorney or someone else.

President Chris Scudder: Trying to establish whether we can keep attorney fees below that number.

Liz Sumter: There are things that we should discuss in executive session.

Charles: Move to terminate the services of attorney David Junkin; Dottie Seconds...

Liz Sumter: Needs to discuss David Junkin's firing; there are three persons named in lawsuit that have conflict of interest. Filed suits against the following – Dottie has conflict of interest – Chris and family have conflict of interest. Charles has conflict because he has been named in a lawsuit.

Motion passes 4-2 –

President Chris Scudder, Vice President Dottie Sweeton, Treasurer Charles Crook, Secretary Victoria Welsh – Yeas

Liz Sumter, Terry Everett – Nay

AGENDA ITEM NO. 4 – Discussion and possible action to purchase external hard drives or Carbonite to back up main office computer and lap top.

Liz Sumter: One exists in the office. Bought hard drive last year that is virtually empty.

President Chris Scudder: In case we need a new external drive, no action tonight – table no. 4 and move to next meeting.

AGENDA ITEM NO. 5 – Discussion and possible action to authorize certain monthly expenses including, office cleaning, yard of the month gift certificate, storage fees.

Terry Everett: Requests to buy 12 gift certificates from King Feed – as parks committee may hand them out for yard of the month, suggests to increase gift certificates to \$50 instead of \$25.

Liz Sumter: Should wait to see if we have the money in the budget first.

Terry Everett moves to buy \$50.00 from King Feed for yard of the month for January winner; Vice President Dottie Seconds—Motion passed.

Vice President Dottie Sweeton: Moves to pay \$30 this month to have office and bathroom cleaned for January – Treasurer Charles Crook Seconds, motion passed.

President Chris Scudder opens discussion of storage unit. He is moving out of his unit – maybe WPOA could take over that unit. \$65.00/month. 2 of 3 of his units got broken into, maybe rent on temporary basis. All equipment currently stored in garage of one of President Chris Scudder’s homes.

Terry Everett: Keep inventory list in storage unit according to what we have right now.

President Chris Scudder: Move forward to storage and item no. 5 complete.

AGEND ITEM NO. 6 – Discussion and possible action to adopt a 2 signature requirement for all check policy.

Liz Sumter moves to have 2 signatures; Vice President Dottie Sweeton second. Motion passed.

AGENDA ITEM NO. 7 – Discussion and possible action to set fee schedule for WPOA fees for 2014.

President Chris Scudder discusses that there is no fee requirement specified in the deed restrictions.

Liz Sumter discusses that according to new law to allow charging fees.

Vice President Dottie Sweeton: Fees exorbitant.

New Fees Set as Follows:

New Home Permit – \$500.00
Other Improvement Permit Fees – \$25.00
Road Cut Permit Fee -- \$50.00
Transfer Fee -- \$25.00
Statement of Account Fee -- -0-
Resale Certificate Fee -- \$50.00
Lien Fee -- \$25.00
Lien Release Fee (To Title Company) -- \$50.00
Payment Plan for Delinquent Accounts Fee -- \$25.00
Attorney Letter -- \$250.00
Mandatory Maintenance Fees Late Fee – 6%

Liz Sumter Moves to accept fees/assessments schedule. Terry Everett Second
– Motion passed

AGENDA ITEM NO. 8 – Discussion and possible action to accept new committee members.

Terry Everett volunteers to serve as Parks Committee Chairman and names the following Parks Committee Members:

Secretary Victoria Welsh moves to have Will Ammons removed as Parks Committee Chairman and Terry Everett appointed Parks Committee Chairman
– Vice President Dottie Second, motion carries.

Terry Everett moves to name the following Parks Committee Members:

Kaye Collins
Mike Peterson
Cyndy Peterson

Merry Merian

Vice President Dottie Sweeton – Architectural Committee Chairman proposes to appoint the following for the ACC members:

Board Member Will Ammons
Secretary Victoria Welsh
Lynn Scudder as Voting Member
Judy Fountain as Voting Member
Matt Lowry as Voting Member
DuAnne Redus as Voting Member
Richard Sullivan as Voting Member

Liz Sumter moves to approve ACC Committee Members, Treasurer Charles Crook Seconds – motion passed.

Treasurer Charles Crook volunteers to act as Chairman and proposes to appoint the following for the Audit Committee Members:

Sandy Stratton
Vice President Dottie Sweeton
Lynn Scudder
Patricia Sullivan

Terry Everett moves to approve all committee members, Treasurer Charles Crook Seconds – motion passes.

AGENDA ITEM NO. 9 – Discussion and possible action to accept 3 month newsletter pilot program with Peel, Inc.

Terry Everett suggests to use Peel, Inc. as vendor providing newsletters to homeowners. President Chris Scudder inquires as to whether it would be a conflict of interest if any of the Board Members paid for advertising in newsletter. Terry Everett indicates that there would be no conflict. Vice President Dottie Sweeton objects on the ground that the sample newsletter contains only 2 pages of informational content and the other 6 are all

advertisements. Terry Everett suggests that the Board could post calendar events, volunteer opportunities, etc., and that he will serve as editor during the 3 month trial period. Vice President Dottie Sweeton moves to accept 3 month trial of newsletter to be produced by Peel, Inc. Treasurer Charles Crook seconds – Motion passed.

AGENDA ITEM NO. 10 – Discussion and possible action to adopt a resolution regarding the transparency of the WPOA.

Treasurer Charles Crook provides draft of Proclamation, attached hereto and incorporated herein as Addendum “A” to these WPOA Board Meeting Minutes. Liz Sumter and President Chris Scudder suggest minor grammatical changes. Liz Sumter moves to approve Proclamation, Vice President Dottie Sweeton seconds – motion passed.

President Chris Scudder moves Agenda Item Nos. 11 and 12 to be discussed in Executive Session.

AGENDA ITEM NO. 13: Discussion and possible action on 2014 Budget.

Treasurer Charles Crook suggests to make changes – added 7,000 in parks. Gain about \$22,000 with the resignation of full time personnel and hiring part time personnel.

Liz Sumter: Reassessing Maintenance and income?

Treasurer Charles Crook: Will be reassessing fees.

President Chris Scudder: Wants budget prepared line by line with more detail in budget for each proposed expenditure.

Terry Everett: Need to hire someone to maintain entrance and parks. Cutting trees overlapping roads. ROW mowing – now included.

President Chris Scudder: Wants big budget for parks improvements.

Vice President Dottie Sweeton: Wants change in way that legal fee reimbursement is presented in budget.

President Chris Scudder: Table budget until next meeting on February 5, 2014 at 7:00 p.m. at WPOA. Item to be added to Agenda.

AGENDA ITEM NO. 14: *Discussion and possible action regarding WPOA Bank accounts.*

President Chris Scudder: Wells Fargo indicated to Chris that the checking account is open to fraud – proposes to move most of money to savings or money market account, Blanco Bank has cd – if \$50,000 maintained could make approximately 700-800 per year. Also get debit card for account with 100 – 200 limit per day with oversight by Treasurer Charles Crook that it can only be used at certain establishments. Liz Sumter and Treasurer Charles Crook suggest credit card instead. President Chris Scudder would like to use it for petty cash or to get prepaid debit card.

President Chris Scudder moves to consolidate all accounts to Super Star Account at Blanco Bank – 900+ showing on books.

Motion to consolidate all funds into Blanco Bank to be placed in Super Star Money Market account and to open a checking account at Blanco bank to handle the day to day operations not to exceed \$25K in said account and to close account Wells Fargo and purchase a prepaid credit card from Blanco Bank credit card.

Vice President Dottie Sweeton Seconds. – Motion carries.

AGENDA ITEM NO. 15: *Discussion and possible action regarding general security of WPOA office and property.*

President Chris Scudder indicates that the office has been re-keyed, post office box to be closed. Personnel files need to be locked, by law need to be under lock and key. Have locksmith come and rekey cabinets. President Chris Scudder suggests purchasing 3 locking bar systems for file cabinets.

Vice President Dottie Sweeton moves to buy 3 locking bar systems for file cabinets not to exceed \$100. Terry Everett Seconds – motion carries.

Terry indicates that he unavailable 5.18, 7.16, 12.17 board meetings. Could the Board move those meetings to different dates.

Vice President Dottie Sweeton has mixed feelings about moving meetings.

Moving dates of meetings to be consistent to be added to Agenda for meeting on February 5, 2014, 7:00 p.m. WPOA

ITEMS TO BE ADDED TO THE AGENDA FOR FEBRUARY 5, 2014:

Budget: Scudder

Meeting dates: Everett

Carbonite: Scudder

President Chris Scudder calls for Recess of Special Meeting at 8:55 p.m. and to reconvene at 9:05, entering into Executive Session.

EXECUTIVE SESSION SUMMARY:

Came out of Executive Session at 10:34 p – no action taken on personnel except creating personnel files and begin search for new attorney.

Adjourned at 10:38 pm.