

Board Meeting

12 AUGUST 2024 / 5:00 – 7:00 PM

ATTENDEES

Kelly Baudat, Crystal Dietert, Larry Hope, LaRae Nelson and Linda Alves

NOTES

- Meeting notes –
 - Previously, all notes were sent by LA to KB for approval and final distribution. From this meeting forward, LA will send notes to all at the same time for group approval. If there are any edits needed, they will be addressed via email before marked “Final”.
 - One edit discussed & agreed upon for July 1 meeting minutes.
 - LA needs the list of questions sent to Lambright & McKee on 6/26/24 by KB.
 - To complete May 13 notes, LA needs the date the sub-committee met to review deed restrictions.
- Treasurer’s report: LN
 - Bank balance \$44,940
 - 2024 dues YTD = 7 unpaid / \$2,900 total accounts receivable (only one account has a prior 2023 balance due as well).
 - Can set up Zelle payments in future (w/ fee)
 - Will need to pay to obtain prior bank statements. No prior records were found in the box of papers handed over from the previous Board. Per CPA, we should have records for the past six years minimum (per IRS too). LN would like to do this for financial compliance.
 - Any news about IRS 2023 filing – return acceptance, more info requested or? No news to report per LN. Snail mailed paper return for 2023 – so far, filing status is unknown.

- Fence damaged ~ July 31.
 - Red Robin quote (Aug 7) one post replacement, six rails, paint & disposal \$498 + tax. Note: prime & paint? Just burn debris rather than pay for disposal?
 - Re-visited our previous three bid policy for anything over \$500. Does this threshold need to be raised? Sometimes it's difficult to find vendors for our location. One of our missing mandatory (legal-compliance) policies is a "Bidding Policy" but, legal advised this is typically for capital expenditures over \$50k. The Board should write, agree and enforce some sort of modified policy for future transparency and to establish a better process to really follow.
 - Additional comments: per KB, RPOA owns the fence and has been paying for repairs – it's in our deed restrictions. All limbs were trimmed inside the fenceline. Per LH, understood all fence maintenance billed to RPOA. Per CD, "Acts of God" covers storm damages with insurance. Per LN, fence damage was not caused by a dead tree. Have always offered to repair at own expense. Per LA, confirmed with a lawyer, fence is definitely considered part of the RPOAs common area (along with mowing along FM 1887 even though it's TxDOT property), and is community owned on an implied basis. However, TX fence law states the tree's owner is responsible for damages caused from falling branches – particularly if the tree is dead. If the RPOA pays for repair, this could be viewed as preferential treatment to a board member.
 - Vote: Does the Board want the RPOA to proceed with paying for this repair?
 - Yes: KB, CD & LH / No: LA / Abstain: LN
- Legal compliance: Lambright & McKee
 - Communications with Lambright & McKee: who will serve as liaison? KB or LA? It can't be both. Email strings get messy with multiple cc's and replies not following in order & the dreaded "reply to all" on wrong emails. Information/communication needs to be streamlined through one single point – this will also save money as legal time is charged like a taxi's fare meter at every touchpoint. Board unanimously re-appointed LA again as the single

point of contact moving forward. Questions will be gathered from all and consolidated into one email, LA will send email to legal for one reply that will be distributed to all Board members upon receipt with legal comments.

- Per KB, called Shawn McKee since there were no responses from his office during most of July by email. Shawn had a family emergency and apologized for dropping off. We should have triage items completed soon. He's just catching up now.
 - Per KB, Shawn McKee sent four emails to all shortly before meeting – not everyone was able to review them yet.
- Legal compliance action item list established by John Erwin (at LA's request for help) distributed to all Board for review. All requested to read and comment. This will be a "living" document to work through and track details.
 - Add "resale certificate" clarification/pricing for 2025
 - LN would like to know when exactly all of these legal compliance items became required. Can this be added?
- Per LA, following discussion with a lawyer, no Public Information Report = not allowed to transact business in Texas. Looks like RPOA has a gap of 11 years. LN acknowledged PIR is the same as a charter with the State of Texas – but had a different take: having no PIR is very common and it happens all the time. And, the RPOA had an "active" status with Texas Comptroller.
- Per KB all prior legal non-compliance should be defensible per Lambright & McKee since "... the Association has been providing services to the owners and acting as an Association .".
- Communications with residents/owners & Open Meetings
 - Why? per Texas Property Code 209, all meetings should be open. Executive session items clearly itemized. Lambright & McKee confirmed this by email dated June 28 to all board members. Also, ref: [Texas State Law Library: Property Owners Associations – Meetings and Voting](#), link to all via email from LA on 12/5/23 and ref: March & July's meeting minutes. KB would like lawyers to clarify everything including posting meeting minutes onto the website.

- Website is published, communicated to legal to complete Management Certificate and can be found via a Google search. Only names of Board members are posted. No announcement to residents yet per KB.
- [REDACTED] - per CD, now that grass is so high it must be mowed with a tractor. She's getting many calls and emails now. Currently, it should be mowed by Wed. If not, CD will call and ask new owners to get this place mowed. CD offered to list this property for sale, owner-investors have still not decided what to do with property and also commented that they are very familiar with law.
- Temporary Stop signs will be replaced with permanent stop signs per CD. This is to comply with TxDOT requirement that any street intersecting with an FM road must have a Stop sign.
- Annual Meeting with all residents - September 29. KB will secure the venue. Lots to present and will hopefully keep positive - i.e. "Here's what we found and here's what's fixed...". We've made lots of headway per LN. One more meeting to tie up details? Budget, P&L, handouts / Powerpoint preso, and/or download meeting packet from website? Needs more discussion.
- Liens
 - Per KB, RPOA docs have no teeth in current condition to really enforce anything.
 - LA understands from four different interviews with management companies that liens should be taken as a very LAST resort. There are HOA collection agencies that have high success rates and are paid by fines/interest (provided we first establish this mandatory policy). Recent conversation with a third lawyer recommended bookkeeping only be outsourced for our size. LA has since secured two quotes \$400 - \$500 / month bookkeeping only. More discussion needed.
- Next meeting - Sept 16 @ 5pm to prepare for the Annual Meeting.