

**WINDERMERE OAKS WATER SUPPLY CORPORATION
424 COVENTRY ROAD, SPICEWOOD, TEXAS**

DRAFT MINUTES OF ANNUAL BOARD MEETING

Saturday, February 24, 2024

Spicewood Community Center, 7901 County Road 404, Spicewood Texas

1. CALL TO ORDER: The meeting was called to order by the Presiding Officer/Secretary/Treasurer Rene Ffrench at 12:04PM. Quorum was met by the majority of Board members present.

2. ROLL CALL: Board Members Present: Rene Ffrench, Jeff Walker, Judy Miller

3. PUBLIC COMMENT:

Josie Fuller asked to remember former board members caused many problems and increased rates, recommended the Board file a detailed statement recommending the PUC to sever the fee in the open docket, recommended that Patti Flunker join the Board, form a committee to deal with land sale issues if needed to fund needed infrastructure improvement as well as several other issues.

Patti Flunker discussed the new rates and refund from the PUC forthcoming decision due March 1, 2024 including how WOWSC customers (owners) will be refunded only for the months they paid the extra 2021 rates. She said donations me be taxed so WOWSC must be careful as a nonprofit 501(c)(12) organization.

Danny Flunker mentioned the sorry state of the water piping in the WOWSC service area and mentioned the draft minutes should be sent to members so they could provide input for the board minutes and any member that provided public comment be noted as "anonymous" if requested.

42:00 Some member from the audience asked his comments be anonymous. This will be included in future minutes if members request.

Rene asked for members approval for the Minutes of the 15 April meeting that were included in the members voting packet. These minutes were not provided by the past board so Rene assembled them from a video of the meeting. A motion was made and seconded for members voting for approval. The Member.

4. INSTALLATION OF BOARD MEMBERS: As per the existing Bylaws Article 8, Section 11, newly elected Directors were installed as follows: Judy Miller Place 4 by unopposed election and previous resolution, Julie Newmann Place 5 by unopposed election. Nominations for replacing Richard Schaefer Place 2 were taken from the floor and Bioard as follows. Patti Flunker was nominated and voted in as Director Place 2.

5. OFFICER ELECTION: Discussion to elect Board Officers, including President, Vice President, and Secretary/Treasurer to serve from the 2024 Annual Board Meeting to the 2025 Annual Members Meeting. Motion made and seconded to elect Julie Newmann for President, Motion made and seconded to elect Jeff Walker for Vice President, Motion made and seconded to elect Judy Miller for Secretary/Treasurer. Board agreed WOWSC Operations would be under the Vice President.

6. ESTABLISHMENT OF COMMITTEES:
 - A) Credentials Committee: Members chosen were Julie Newmann, Judy Miller and Danny Flunker
 - B) Compliance Committee: Members chosen were Patti and Jeff. This committee would cover legal and forthcoming PUC compliance issues.
 - C) Bylaws Restatement Committee: Members chosen were Rene Ffrench, Josie Fuller and Scott Miller
 - D) Finance Committee: Selection of members tabled to next meeting
 - E) Real Estate Committee: Members chosen were Patti, Julie, and Michelle

7. EXECUTE 2024 RESOLUTIONS:
 - A) Update Signature Authority for CoBank: Julie, Jeff, and Judy signed approval to take to the bank
 - A) Update Signature Authority for First United Bank: Julie, Jeff, and Judy signed approval to take to the bank
 - C) Execute Resolution to Update Tariff: Tabled

8. RATIFY OPERATIONS AND FINANCE CONTRACTS:
 - A) AWR Services – Operations Management
 - B) Montemayor Britten Mayor - Bookkeeping
 - C) Montemayor Britten Mayor – Auditing and Taxes

Note: All of these were tabled to a Special Board Meeting to be held March 12, 2024 at 6PM

9. ACTIONS TO TRANSFER SIGNATURES:
 - A) Initiate changeover of Corporate Registered Agent and Official Acceptance of the role by the new Corporate Agent – Julie Newmann appointed new Corporate Agent for WOWSC.
 - B) Establish a new Records Retention Manager – Tabled
 - C) Identify new Public Information Officer – Julie Newmann was identified as new Public Information Officer for WOWSC and she accepted the role.

10. DISCUSSION AND LEGAL ENGAGEMENT DECISIONS:
 - A) Lloyd Gosselink et al: Letter from Julie informing dismissal of services signed 2/24/2024
 - B) The Carlton Law Firm, P.L.L.C. – signed contract for General Counsel
 - C) Griffith Davison, P.C – signed contract for Litigation

11. SECRETARY/TREASURER REPORTS

All items A through G on the Agenda were tabled to a Special Board Meeting to be held March 12, 2024 at 6PM

12. DELIBERATION AND DECISION FUTURE MEETINGS: Regular Open Board meetings were decided to be every month at times and places to be decided

13. DISCUSSION AND DISPOSITION OF LEGAL AWARD: Item tabled

14. MEMBER REQUESTED AGENDA ITEMS: Tabled

15. ADJOURNMENT: Motion made seconded and approved to adjourn at 2:35PM

Note: Video of this meeting has been recorded by Brian Garceau (Thank You!) and can be seen at his youtube channel: <https://www.youtube.com/@WO-intheRaw>