
 **to A Hicks re Petition to remove BOD(8545694.1).pdf**
417K

Allen Hicks <arhicks55@gmail.com>

Wed, Feb 8, 2023 at 4:23 PM

To: Cole Ruiz <cruiz@lglawfirm.com>

Cc: Mike Gershon <mgershon@lglawfirm.com>, Jose de la Fuente <jdelafuente@lglawfirm.com>, Richard T Schaefer <schaefer@rts-services.com>, "Place2@wowsc.org" <Place2@wowsc.org>

Mr Ruiz,

I am in receipt of your email. Please explain the provisions in the bylaws that have not been met. Furthermore, this is a petition to remove four directors, not five as your letter indicates and the directors to be removed have all been named in the petition as follows: Joe Gimenez, Mike Nelson, Rich Schaefer and Dorothy Taylor.

Windermere Oaks WSC is a member owned/member controlled utility under Texas Water Code Chapter 67 and as such we are member owned and member controlled. Our bylaws allow the members to call special meetings if the board fails to do so at the members request. While we prefer not to go through this process we are entitled to know what provisions in the bylaws were not met in this petition to remove the current directors.

It appears the PUC does have jurisdiction over water supply corporations elections. I sincerely hope the petitioners will not have to file a complaint with the PUC because Windermere refuses to explain in detail why the petition did not meet the requirements set forth in the bylaws for a petition to remove the directors.

If I have not received an answer by the end of the week we will have no other alternative than to file with the PUC.

Sincerely,

Allen Hicks
Member in Good Standing

[Quoted text hidden]

Cole Ruiz <cruiz@lglawfirm.com>

Wed, Feb 8, 2023 at 4:33 PM

To: Allen Hicks <arhicks55@gmail.com>

Cc: Mike Gershon <mgershon@lglawfirm.com>, Jose de la Fuente <jdelafuente@lglawfirm.com>, Richard T Schaefer <schaefer@rts-services.com>, "Place2@wowsc.org" <Place2@wowsc.org>

Mr. Hicks,

Please excuse the typo in reference to "five" members. That should have read "four" members, though the difference is trivial given the underlying facts.

Your petition is insufficient on several fronts, most notably that removing each Board member would amount to a dissolution under various provisions of the Business Organization Code and the Texas Water Code, which supersede the corporation's Bylaws.

Further, three of the four members you seek to remove are up election in the very near future. You're legal conclusions regarding PUC jurisdiction over water supply corporation elections are not an issue under the petition, and warrant no response from the Board. That said, the Commission promptly dismissed the last attempt to challenge the corporations elections. Your continued harassment and threats are duly noted however, and will be included as an exhibit in any future attempt to challenge election results in the future.

Sincerely,

Cole

**COLE RUIZ**

Attorney

512-322-5887 Direct

Lloyd Gosselink Rochelle & Townsend, P.C.

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Your text here!

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From: Allen Hicks <arhicks55@gmail.com>**Sent:** Wednesday, February 8, 2023 4:24 PM**To:** Cole Ruiz <cruiz@lglawfirm.com>**Cc:** Mike Gershon <mgershon@lglawfirm.com>; Jose de la Fuente <jdela Fuente@lglawfirm.com>; Richard T Schaefer <schaefer@rts-services.com>; Place2@wowsc.org**Subject:** Re: Petition to Request Meeting for Removal of Directors

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