

## **MEETING OF THE WHITE BLUFF POA BOARD OF DIRECTORS**

**November 18, 2013**

(Rescheduled from October 2013)

### **CALL TO ORDER:**

Milt Bergman, President, called the meeting to order on November 18, 2013 at 1:00 p.m. The meeting took place at the White Bluff Conference Center.

### **ATTENDANCE:**

Attendees included: Board Members Mike Ward, Clark Willingham, Fred Curran, and Larry Groppe, Double Diamond employees Stack Bowers, Fred Molsen, Jonathan Hawkins, Former Board of Directors Milt Bergman and Don Fritz and Yvonne Banaszak (Minutes) WBPOA.

### **INTRODUCTION:**

- 1) Welcome: Milt Bergman made the following remarks:
  - a) He thanked those in attendance and overviewed the order of the meeting. Agendas were handed to each attendee.
  - b) Milt Berman introduced each member on the Board of Directors and Double Diamond employees.
  
- 2) Open Forum: Attending Members were invited to discuss any item
  - a) Gloria Blair 01078 White Bluff Drive – In Discussion of Asset Transfer, Advisory asked for 75 property owners to meet and they prepared their information. This information went to 3 property owners. Cluster groups had already been formed and had met and some property owners felt left out of the process. She felt like they were not given information and information was not being disseminated.  
  
Open Forum-Agenda Topic: Attending Members were invited to discuss any topic on the agenda. No Members came forward.
  
- 3) Affairs of the Association – Ratify appointments to fill the two Board vacancies
  - a) Tabled.

### **UNFINISHED BUSINESS:**

- 4) Approve Meeting Minutes, July 15, 2013
  - a) TabledApprove Summary Meeting Minutes of Executive Session, July 15, 2013
  - b) Tabled

Milt Bergman commented on a previous Open Forum from the July 15, 2013 meeting.

Discussion by Gayle Heinen, 01246 Briar Court – Request a thinning of cedar trees that could cause a fire hazard.

- 1) Lot owners can be notified of the fire hazard and asked to have their lot mowed. POA does not have a budget to mow privately owned lots. POA office can assist in locating the owner and their phone number for neighbors to call.

Discussion by Steve Short, 13003 Crestwood – Stand Pipes grass is high and the blue cap is hard to locate. Can Utilities weed eat around this?

- 2) General Maintenance has stepped up the mowing around stand pipes. This is not a Utility function.

c) Milt Bergman began the discussion to determine what actions or changes are necessary for the 2014 Annual Meeting.

1. The 2014 Annual Meeting is scheduled for May 17, 2014. This is the third (3<sup>rd</sup>) Saturday in May.
2. There will be a January meeting regarding Proxy's and Records.
3. Discuss a prevention plan and ideas to accomplish having a quorum at the Annual Meeting. Mailings and/or phone calls could be made in order to be proactive.
  - a) Electronic ballots, absentee ballots were discussed. Larry Groppe asked if electronic ballots would mean there would be no Board of Directors election. Fred Curran noted that electronic ballots would preclude nominees at the meeting.
  - b) Logistics would play a roll in the mailing of a numbered ballot to prevent duplication.
  - c) More communication could be made earlier in 2014 and prepare now for the next election. Texas law standards would be reviewed.

Milt Bergman asked for any actions. Fred Curran concurred and asked for reports and dates for January 2014 meeting. He recommended research first then bring options.

- d) POA Legislative Checklist from Riddle-Williams was discussed by Fred Curran and Fred Molsen.
  - 1. Fred Molsen reported that we are in 95% of compliance at this time.
  - 2. Fred Curran concurred with exception of voting methods.
- e) Joe Manders report from his Litigation and Legal Committee
  - 1. Tabled
- f) Riddle-Williams legal services were discussed.
  - 1. Milt Bergman referred to our current Bylaws to open the discussion with Jonathan Hawkins for review. Document retention policies were updated recently. The current budget will not support the review of the Bylaws and it was agreed not to at this time.
  - 2. Milt Bergman proposed the use of Riddle-Williams legal services as a plan to recover delinquent accounts and foreclosures. After discussions, Jonathan Hawkins requested White Bluff ask for a budget from Riddle-Williams and compare to a local legal services fees.
  - 3. Jonathan Hawkins and Mike Ward recommended continuing using UMEC for an account of delinquencies and continuing to use UMEC for collections and to request and review the budget of private legal services prior to contracting.
  - 4. Fred Molsen clarified that UEMC would write the letters of collections and WBPOA would hire the lawyers. Mike Ward concurred.

Clark Willingham made a motion to continue to use UEMC for collections, seconded by Larry Groppel. Mike Ward abstained. Motion Approved.

## NEW BUSINESS

- 5) Review most recent financial reports. Lead by Fred Curran
- a) Fred Curran reviewed and discussed the most recent financial reports. Fred Curran discussed ideas to have a more effective collection process in these areas. Awareness earlier in the process, possibly monthly statements, and quarterly statements would help the property owners. To date we can expect 100K short, relative to our budget.
  - b) Fred Molsen reviewed the Quarterly report of General Manager
    - 1. Starting on a positive note, Fred Molsen shared information on all the new homes being built.
    - 2. Employees and operations are under budget.
    - 3. 15K + in payroll reduced in the planned reduction and complimented his staff, Tara McKamie, Jimmy Tamborello and Danny Holt.
    - 4. There was also a decrease in the use of electricity.

Fred Curren reviewed the quarterly balance sheet.

Larry Groppe made a motion to approve the most recent financial statements, seconded by Clark Willingham. Motion Approved.

- c) Brett Schiffner reported on the Advisory Committee's meeting
  - 1. WBPOA Website was requested, by Brett Schiffner, to be separate from Double Diamonds Website and be approved for a budget. A summary of a bid for a private Web Master was discussed and the Advisory Committee President, as the deciding factor on what would be submitted, would determine the website.  
  
Tabled and deferred to the Executive Session.
  - 2. Brett Schiffner recommended a Roads Fund carry over of \$400K to 2014.
- d) Milt Bergman discussed D&O Insurance for Independent Directors
  - 1. WBPOA Directors are currently covered. It is a large expenditure but necessary for Directors.

Fred Curran made a motion to approve extending D&O Insurance coverage as a yearly expense, seconded by Larry Groppe. Motion Approved.

- e) Milt Bergman discussed travel/lodging expenses to Hidalgo or Dallas County for POA Board Members (past & present) and possibly property owners called to testify.
  - 1. Mike Ward commented regarding travel per-diem and tracking out of pocket actuals. The Employee Handbook also refers to travel reimbursement.

Larry Groppe made a motion at 2:25 p.m. to break for the Executive Session, seconded by Mike Ward. Motion Approved.

Property Owners were invited to return after the Executive Session for the 2014 Budget review.

- 6) Recess for closed Executive Session topics:
  - a. Review confidential and privileged litigation issues

Milt Bergman called to resume the Board of Directors meeting for Budget Review at 3:45p.m. Bergman summarized the Executive Session. One Property Owner was in attendance.

- 1. Discussed the ramifications of the lawsuits
- 2. Discussed having the Litigation/Legal Committee scope expanded to include invoice review.
- 3. No decisions were made in the Executive Session.

Milt Bergman asked if there was a motion to amend the Litigation/Legal Committee assignment. Clark Willingham made a motion to amend the scope to include invoice review. Larry Groppe seconded the motion and the motion was approved.

Discussion of the Advisory Committee's proposed White Bluff website was tabled due to expense.

## **OTHER BUSINESS**

- 7) 2014 POA Budget
  - a. Line items were reviewed and a separate line item was added to separate Professional legal fees and Lawsuits.
  - b. Two line items titles were changed to better signify their meanings: Funds held by the Court and WBVFD

- c. Advisory Committee, on behalf of the Green's Committee, requested a Discretionary Greens Committee fund for \$5K. Golf Course Superintendent, Danny Holt, would have the discretion and final approval of items requested.
- d. A special assessment dedicated for legal expense of \$100.00/year per property owner and a separate \$200.00/year per homeowner was approved to be effective January 1, 2014.

Fred Curran made a motion to approve Special Assessments for the year of 2014, seconded by Clark Willingham. Motion Approved.

Milt Bergman asked for a motion to approve the 2014 POA Budget. Larry Groppe made a motion to approve the 2014 POA Budget, seconded by Mike Ward. Motion Approved.

### **FUTURE MEETINGS**

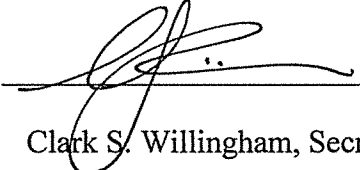
- 8) Milt Bergman asked that the first meeting of 2014 be discussed.

According to the White Bluff POA Bylaws, regular quarterly board meetings are to be held on the 3<sup>rd</sup> Monday of January, April, July and October. The next regularly scheduled meeting of the Board is Monday, January 20, 2014, that being a U.S. Holiday (MLK Day).

- a. It was decided to schedule January 20, 2014 as the next WBPOA Board of Directors meeting.
- b. Special meeting of the BOD in December 2013 may not be necessary.

Larry Groppe made a motion to approve the meeting date of January 20, 2014, seconded by Clark Willingham. Motion Approved.

There being no further business the meeting was adjourned at 5:04 p.m.



---

Clark S. Willingham, Secretary

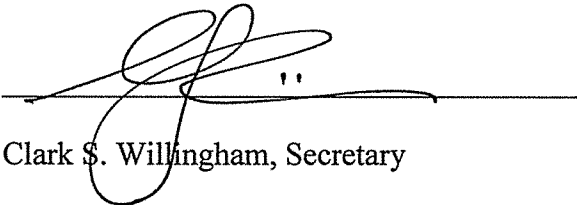
**MEETING OF THE WHITE BLUFF POA BOARD**  
**November 18, 2013**  
**Executive Session**

Milt Bergman called the meeting to order on Monday, November 18, 2013 at 2:33 p.m. Those in attendance were: Board Members Mike Ward, Clark Willingham, Fred Curran, and Larry Groppel. Double Diamond employees, Stack Bowers, Fred Molsen, Jonathan Hawkins, and Kevin Shae, Former Board of Directors Milt Bergman and Don Fritz, Joe Manders from the LLC and Yvonne Banaszak (Minutes)WBPOA. The location of the meeting was the Conference Center at White Bluff Resort.

- A. There was general discussion of the lawsuits and the rescheduling of the Castillo suit.
- B. Milt Bergman opened the discussion of charging assessments, billing, Maintenance fees and sending out billing. What are the best ways to represent the Property Owners who are not involved.
- C. Milt Bergman opened the discussion of cost share of funding legal invoices.
- D. Milt Bergman proposed assignment to the Litigation/Legal Committee Scope of Legal invoice review. The scope should also be amended to add that LCC have authority to call Double Diamond Associate General Council.

No decisions were made in the Executive Session.

There being no further business the meeting was adjourned at 3:40 p.m.

  
Clark S. Willingham, Secretary