

Board of Directors

Fort Clark Springs Association, Inc.

Regular Meeting

January 15, 2020



The Board of Directors of Fort Clark Springs Association, Inc., met in regular session on Wednesday, January 15, 2020, in the Board Room, Fort Clark Springs, Kinney County, Texas. The meeting was called to order at 9:30 a.m. by President Maria Perkins. The following directors present constituted a quorum: President Maria Perkins, Vice President William Link, Secretary Charles Kerby and Treasurer Debbie Isaacs.

APPROVAL OF MINUTES FROM DECEMBER: Minutes were approved with no correction.

SECRETARY'S REPORT: Secretary Kerby reported delivering the special meeting ballot list and instructions to Valdez Junfin Accounting Services in Eagle Pass, Texas, and the receipt of two certified records requests from members.

TREASURER'S REPORT: Treasurer Isaacs reported the following: FY2020 FCSA Revenue was \$617,069.00 and Expenses were \$621,353.20 with a net of -\$5,037.24. December 2019 FCSA Revenue was \$180,969.07 and Expenses were \$228,532.70 with a net of -\$47,835.28. Las Moras was -\$2092.51. Treasurer Isaacs added the number of givebacks and overdue assessments and legal. Association members are delinquent by \$42,000.00 in common property assessments.

DIRECTOR ON CALL REPORT: Treasurer Isaacs reported the following: 1,708 ballots were stuffed, sorted and mailed for the Special Election. Groupon for discounted golf playing times were discontinued. Upgrades to the RV park internet services are almost complete. 2 more rooms have been completed from the motel totaling 3 of 38 rooms completed; 2 rooms are near completion and 2 more rooms will begin next week. The rates for the rooms are being increased as the rooms are completed. The administration office was burglarized. 6 trophy vouchers were stolen along with approximately \$1,100.00 in cash as well as some items from the display cabinet and one of the surveillance cameras. The golf course pro shop was also burglarized. Money and a gas can were stolen. New surveillance has been installed at the golf course pro shop and the front office. Several acts of vandalism have occurred over the past month. All the sprinklers near the Teen Center were kicked in, the glass door at the Teen Center was broken, and three areas of the fort were "tagged" with graffiti. The sprinklers will have to be replaced. The door at the Teen Center was replaced and the areas that were "tagged" were painted with gray paint. As a reminder, please report suspicious activity as soon as possible to security. There is a new late fee policy for late assessments. There will no longer be a 90-day grace period before a late fee is charged. Late fees will be due after 30 days. Thank you to the RV Park Breakfast Group Volunteers. The volunteers have been able to raise enough money to purchase a pole saw and an electric golf cart. They gave the bridge at the front a facelift. There is a service project planned for January 18, 2020, where the focus will be to clean up the front fence and trim trees along Scales Road. The golf course is now on the "Golf Now" app and will be getting their own webpage to advertise the golf course and book tee times. This is an exciting venture to increase the visibility of the golf course. Top priorities for January are to start repairs to the pool based on assessment from an engineer and start building a road repair plan.

COMMITTEE REPORTS:

Airport Committee: No report.

Architectural Committee: Note read from Committee that they need a volunteer with good typing skills to assist with CC&R update.

Golf Committee: Katie Brown reported that the Las Moras Golf Tournament will be March 13-15, 2020.

Preservation Committee: No report.

Recycling Committee: Helena McBride summarized 2019 numbers. 39 tons of waste did not go into the landfill due to recycling efforts.

Old Quarry Society: Sue Martin described changes and two upcoming productions. There is no admission fee for members. There will be non-member fees and premium seating instead of seasonal tickets as in the past. She also announced Mr. & Mrs. Fort Clark Springs, continued logistics for Fort Clark Days and a request for volunteers.

COMMUNITY COUNCIL REPORT: No report.

OLD AND UNFINISHED BUSINESS: None

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NEW BUSINESS:

Action Item: Consider Service Club Renovations

The service club is the largest producing revenue stream of the venue rentals that the fort has. The women's bathroom has some severe issues with the flooring. The walls are covered in staples and need to be painted badly. The ceiling is in terrible condition. Three bids were procured and of the three, Elite Roofing's bid satisfies the intent to keep the bathroom floors true to their original state. Elite gave an estimated time of 5 days to complete once they have started, which is also the shortest time frame of the three bids. This facility cannot be left out of the commission for a long period of time. The main room, kitchen, hallway and bathrooms will also be painted. The ceiling will be retextured and floated. The user agreement for facility rentals has been updated to reflect no stapling to the walls of any kind. The Restricted Fund is the source of revenue to pay for this renovation and it is within the standards to which the fund can be used. There is \$364,000.00 in that account and \$180,000.00 of it is obligated to the landfill. The board is being asked to consider this expenditure. *Member Comments:* Sandee Hagen commented on the foundation floor beams being repaired. Secretary Kerby moved to approve Elite Roofing Contract, Vice President Link seconded the motion. **Motion passed unanimously.**

Action Item: Consider 2020 Limited Access (Open Gate) Dates

In April, 2019, the Board decided on the dates that the gate would be open for limited access to the public. The board is being asked to consider this agreement. *Member Comments:* None. President Link moved to approve, Treasurer Isaacs seconded the motion. **Motion passed unanimously.**

Action Item: Consider Approval of Las Moras Tournament Date

Treasurer Isaacs read a letter from David Mann: We are letting you know that our major fundraiser golf tournament is scheduled for March 14 and 15, 2020, with a practice round on Friday, March 13. This tournament is one of the golf committees' major fundraisers and where we sell ad sponsorships. Some of that donation money is given to local students for two scholarships to deserving students that volunteer on the Fort and hopefully on the golf course. We would like to request that a "WELCOME GOLFERS" sign be placed on the marquee at the entrance to Fort Clark on Thursday, March 12, 2020 and remain through the weekend. We would also like to request the donation of 2 – 1 night stays for 2 rooms in the motel with golf for two, cart included for drawings. We are again offering donations of at least \$150.00 for a free round of golf. For a donation of \$250.00 up to \$500.00, 2 rounds of golf. If the donation is over \$500.00, 4 rounds of golf. This has been the norm for the past 15 years. We will not need actual cards as a list of these contributors will be given to the Pro Shop. The donors will have 11 months to use these passes. For the last two years, Fort Clark Springs has allowed a 10% discount to players of this tournament. We are asking for this again for 2020. The board is being asked to approve the tournament dates and requests. *Member comments:* None. Secretary Kerby moved to approve. Vice President Link seconded the motion. **Motion passed unanimously.**

Action Item: Consider Variance Requests

There are two variance requests that the Architecture Committee is asking for the board to consider. Board discussed not having enough information and wanting to review photos of the comparison buildings. *Member Comments:* Kilgore commented on another building with the same encroachment. Secretary Kerby moved to table. Vice President Link seconded the motion. **Motion passed unanimously.**

Action Item: Consider Legal Review of Proposed Rules & Regulations

Legal has reviewed and were printed for review. The board would like to put them out for membership to review. It is recommended to put a time limit on getting member input so that the board can officially adopt the new Rules & Regulations. *Member Comments:* Herman asked for a hard copy to be placed at the FCSA office. Vice President Link moved to approve a 30-day limit for membership to view and send the board comments and concerns. Treasurer Isaacs seconded the motion. **Motion passed unanimously.**

Discussion: Agreement with Community Council for Theater Use

Community Council is interested in continuing the \$25/event usage agreement. The board will be provided the costs of the utilities per month at the theater, as well as how many events were held at the theater during those months. That information is crucial to determining whether it is a fair rate to continue. Letter read from Community Council with electricity use of the theater by President Perkins. Vice President Link and President Perkins discussed the electrical system and the concern that items are left on post use. President Perkins states that FCS can't afford this agreement and that Community Council has left the facility dirty in the past. Vice President Link stated the need for further thought on the matter. Treasurer Isaacs discussed the bill, and Secretary Kerby suggested opening communication with Community Council on the agreement. *Member Comments:* None. No Community Council representative.

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Discussion: Define criteria for Volunteer/Member of the Year

At the annual meeting a Volunteer/Member of the Year is announced and presented with a plaque from the Association. In the past, the Board selected the Member. There were no criteria for winning this award. The Board is being asked to define the criteria selected, solicit member feedback for nominations of Volunteer/Member of the Year. This will allow all members who have been volunteers or gone above and beyond the opportunity to be competitive for the award. The Board does not see what every single member does. Vice President Link liked the idea of Member of the Year Award and having members submit nominations. Treasurer Isaacs wanted the membership to have input into the process. Secretary Kerby supports the members submitting names. President Perkins defined the criterial timeline as March, 2019 to March 2020, and to solicit nominations from members to the Director of your choice. Deadline is February 12, 2020.

Report: Legal Fees

There has been a lot of discussion about the Board incurring legal fees unnecessarily. FY20 Budget for Legal Fees is \$15,000.00. The amount spent in October to the present was \$16,070.00. Petition Group legal expenses was \$7,840.00. Sandee Hagen inquiries: \$1,780.00, Former Employee: \$480.00, Other Members: \$760.00, Board Initiated: \$5,210.00. Legal firm for Richard Lawrence EEOC Claims: \$25,000.00 (insurance deductible). President Perkins commented that assessments may need to be increased to recoup some of the legal fees. Vice President Link commented on necessary and unnecessary legal fees and not wanting to impose assessments. Secretary Kerby commented on throwing money away and hoping it ends February 1, 2020. *Member Comments:* Sandee Hagen expressed the legal right to petition, lack of board response to petition, and the right of the members to receive association records (law sighted). Additional comment on the Board needed to decipher some of the responses themselves, instead of charging an attorney for a simple response. Vice President Link responded to the comments concerning the petition committee's set of rules and the needed to consult with legal due to lawsuit threats. President Perkins commented on the property code stating to send documents to the Board and not the Association's Legal Counsel and the billing process by Counsel.

Discussion/Action Item: Finalize General Manager Job Description

The Board discussed the job description which all members had worked on electronically. The Board discussed the need to post the announcement immediately and take in applications/resumes for a 3-week period starting January 17 through February 7, 2020. The Board changed the discussion to an action item after discussing where the job will be posted. Vice President Link moved to turn the discussion item into an action item. Secretary Kerby moved to second. **Motion passed unanimously.** Vice President Link moved to vote on finalizing the General Manager description and advertise for three weeks. Treasurer Isaacs seconded the motion. **Motion passed unanimously.**

Discussion: Process for Special Meeting February 1, 2020

President Perkins read a prepared statement concerning the logistics and process of the special meeting and announced the names that have volunteered as possible Board replacements. President Perkins stated that legal fees have been incurred due to the petition committee threat of lawsuit. President Perkins described the dual meeting process and each directed voted, announced one by one, a position appointed one by one, with a conclusion of the meeting resulting in 5 Board Members. No Board members commented. *Member Comments:* Helena McBride stated that the Board has the wrong information on the intent of a lawsuit being filed and that there is miscommunication between the lawyers. Bill Herman requested hard copies on the advertised position for General Manager. President Perkins commented on following up on the Associations Legal Counsel receiving a letter of such suit intent and the need to protect the Association from suit.

ANNOUNCEMENTS:

January 18: Clean Up Service Project, 8 a.m. at the RV Park Rally Point. January 20: Inputs to February Bugle due to fcsa@fortclark.com. January 27: Ballots due to Auditor. February 1: Special Meeting at Post Theater, 9:00 a.m. February 13: Sip and Paint at Creekside Patio, 6 to 9 p.m. February 22: Block Party at Creekside Patio, 6:00 to 9:00 p.m. February 22: Parents night out at Teen Center, 6:00 to 10:00 p.m. March 6-7: Fort Clark Days. March 7: America's Got Talent Andy Huggins at Post Theater. RV Park announced movie, breakfast and event. A reminder to Members to get prior approval for any common property work or changes.

RECESS to Executive Session: Member Matters Discussion

10:38 a.m.

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RETURN TO OPEN SESSION: Oral Summary of discussion held:

11:06 a.m.

Member/Legal matters were discussed with no items for the board to vote on.

Director on call this month is Secretary Kerby and Vice President Link is the backup.

CONFIRMATION OF NEXT REGULAR BOARD MEETING, TIME AND DATE: The next regular board meeting will be held on Wednesday February 19, 2020, at 9:30 a.m. in the Board Room.

WITH NO FURTHER BUSINESS, THE MEETING WAS ADJOURNED AT:

11:07 a.m.

Robert Mumme - Secretary