

## Board of Directors

Fort Clark Springs Association, Inc.

Orientation Workshop

April 11, 2019



The Board of Directors of Fort Clark Springs Association, Inc., met for an Orientation Workshop on Thursday, April 11, 2019, 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: Perkins, Vice President William Link, and Director Dan Sullivan. Secretary John Hope and Treasure Debbie Isaacs were not present. Also present was Executive Secretary Christina Rodriguez.

### A. Introductions

### B. Identify Conflicts of Interest among the board members if any

- Debbie Isaacs has a conflict of interest as a Realtor and has no desire to sell Fort property to collect profit.

### C. Confirm Regular Board Meeting dates / times

- 3<sup>rd</sup> Wednesday of the month at 9:30 a.m.

### D. Discuss and schedule a formal tour of the Fort

- Tour is for only members of the Board, will tour all facilities of the association and be given a short briefing of each, end result is that the Board will have an understanding of all the assets of the Fort and be better equipped to understand what the needs are for each of those assets.

### E. Discuss Director on Call Program

- Director can "opt out" of participating in program through a letter to the Board President, each month one director will be on call to respond to issues that arise at the front office, list of who has what month will be established, directors may trade months, BOD must be notified in writing, if DOC will be absent that director must coordinate in advance with next director in line to fill in, written notification must be made to BOD, the DOC will only be at the administration office if called upon by the E.O. (or office staff) to conduct association business or address issues, start date is the day following a General Board Meeting and end date is the General Board Meeting, agenda will include a line item for the DOC to report any significant activities/ actions, upon conclusion of the meeting the President will remind the Board who is the DOC for the month, the DOC for the following month will serve as the back up should the DOC require someone to fill in for them, issues requiring immediate Board attention will be addressed as required via email, if emergent the President may call an emergency meeting for action, discuss parameters to which DOC can address, directs will be authorized to sign transfers if all paperwork has been completed with no issues, accept givebacks if there is a zero balance on the account, serve as a mediator for member disputes, along with E.O. approval authority to address individual requests for FCS open gate, have 1<sup>st</sup> right of refusal to represent the board at meetings, the DOC does not have the authority to promise FCS assets, other tasks as identified by the BOD.

### F. Discuss dates for open gate of Fort

- The BOD delegates approval authority to grant exceptions to published policy for an open gate to the E.O. and the DOC, all exceptions to policy must be submitted in writing to the E.O. no later than one month prior to the requested date, the purpose for the open gate must be beneficial to FCS, its membership and not for personal gain, Open Gate dates: (Non-members must pay required usage fee for amenity use) April 21<sup>st</sup> Easter Sunday to attend sunrise service if hosted by FCS, July 4<sup>th</sup>, May 25-27<sup>th</sup> Memorial Day Weekend, Aug. 30-Sept. 2<sup>nd</sup> Labor Day, Oct. 31<sup>st</sup> Halloween for trick or treating.

### G. Discuss and propose town hall meeting dates

- June 1, 2019, October 26, 2019, February 1, 2020, June 6, 2020, the goal of the townhall meeting is to give members an opportunity to respectfully voice their concerns, not all directors have to be present but those in attendance must be open to listening to member concerns.

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- Establish FCSA email accounts for all directors for continuity, correspondence between directors and for correspondence with membership. Please let board members and E.O. know when you are out of town or out of pocket as a courtesy. If a board member who is not acting in the Director on Call capacity goes to the front office to meet with the E.O. or conduct business, please send the full board an email indicating the meeting purpose and when it will occur, as well as a recap of that meeting. BOD correspond between ourselves until decision has been made, then provide way ahead to E.O. E.O. will no longer be part of all email correspondence of the board. When emailing for input, directors will be given a time limit to respond as appreciate for the request, if no email has been received in response, director will be contacted by whomever initiated the email via phone to ensure that director has had the opportunity to provide input. Spouses will not be contacted to communicate with a board member. Spouses are not permitted to conduct BOD communications.
2. To the Membership
- What is the official channel? Dispatch email, social media and printed/displayed. Who runs the multiple Facebook pages associated with the Fort? Would like to see – official Fort Clark Springs Fan Facebook page, Private Fort Clark Springs Member Group on Facebook, Fort Clark Springs Instagram account.
  - How is a message board approved? Who sends it? If message is policy driven, should be board approved.
  - If message is administrative in nature, E.O. should be given delegated authority unless it contradicts a policy, or governing document. E.O. should utilize Director on Call if needed. If E.O. / Director on Call are not comfortable making the determination, then Director on Call will consult the full board.
  - Use of FCSA Dispatch: Solely for communication with membership. Provide proactive warnings to membership. Will not be used to project personal opinions or messages.
  - Board members, as elected officials, can have their own outlet of communication with their constituents. Board members cannot speak on behalf of the board, make promises or commit fort assets to a member/cause/etc, must be in compliance with the Code of Ethics outlined by the Bylaws.
  - Continue uploading all meetings videos to YouTube.
  - Live stream all meetings on our social media outlet.
  - Call all contracts, assign director to each contract for evaluation and presentation at the board meeting.
  - Discuss the role of board appointed committees, clubs, separate entities, City of Brackettville, Kinney County and how we work with them.

RECESS to Executive Session: Contracts, Personnel Issues, Member Issues 11:35 a.m.

RETURN TO OPEN SESSION: Oral Summary of discussion held 11:45 a.m.

CONFIRMATION OF NEXT REGULAR BOARD MEETING, TIME AND DATE: The next regular board meeting will be held on Wednesday April 16, 2019, at 9:30 a.m. in the Board Room.

WITH NO FURTHER BUSINESS, THE MEETING WAS ADJOURNED AT 11:47 a.m.

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John Hope – Secretary