

Board of Directors

Fort Clark Springs Association, Inc.

Regular Meeting

April 15, 2020



The Board of Directors of Fort Clark Springs Association Inc., met in regular session on Wednesday, April 15, 2020, in the Boardroom, Fort Clark Springs, Kinney County, Texas. The meeting was called to order at 9:30 a.m. by President Sandee Hagen. The following directors constituted a quorum: President Sandee Hagen, Vice-president Dustin Smith, Secretary Robert Mumme and Director ReAnna Hay. Also present were Executive Secretary Julie Moreno and potential General Manager, Rick Siddon. President Hagen stated that the meeting was closed to visitors due to state and local restrictions on meeting and group gatherings due to the COVID-19 pandemic.

Following a moment of silence, the Pledge of Allegiance and the Texas Pledge, President Hagen reiterated that the meeting was closed to visitors due to state and local restrictions on meeting and group gatherings due to the COVID-19 pandemic. President Hagen also informed the membership that following the meeting, which was being broadcast on Facebook live, a recording would be added to the Fort Clark Springs Youtube channel. All comments were or questions from the membership were to be addressed to fsca@fortclark.com and they would be addressed by a Board member. To quiet comments that the meeting could not be held without members present, President Hagen read from the Cagle Law supplement and shared the procedures for an online meeting.

APPROVAL OF MINUTES from Regular Board Meeting on February 19, 2020: Minutes were approved.

SECRETARY'S REPORT: Secretary Robert Mumme reported he had not received any correspondence.

TREASURER'S REPORT: In the absence of a Treasurer, President Hagen gave the report. President Hagen first informed the members watching on Facebook Live that copies of the monthly and Year-to-Date financials, as well as the completed Annual Audit, were available for pickup in the courtyard outside of the Boardroom on a table. March net income minus Bad Debt and Depreciation, since they are not cash items but rather accounting procedures, was \$39,219.86. When adding back Bad Debt (\$22,584.00) and Depreciation expenses (\$14,132.15), March net income was -\$75,936.01. With Bad Debt and Depreciation added in, the Association had a net income from October 1, 2019 to March 31, 2020 of -\$151,766.10. With Depreciation and Bad Debt removed, the Net Income is \$68,507.38. President Hagen stated that due to COVID-19, outside income from motel, RV park, and rentable venues was down considerably. Motel and Rv park will remain open. President Hagen asked members that might be delinquent on their accounts to please pay as soon as possible, as this is the primary source of income for the Association at this time. As of April 14, 2020, our daily balance reflected at Texas Community Bank: \$33,252.26 in checking, \$21,705.16 in credit card account, and \$8,593.31 in Money Market Account account. At Bank & Trust, there was \$85.57 in the Los Moras account, \$341,207.78 in the Restricted Fund, \$24,013.78 in the General Fund, \$18,225.53 in the Historical Preservation Fund, and \$33,950.88 in the Tax Account. Motel revenue for March 2020 was \$21,428.00 with a total of 349 guests staying at the hotel. Collections during the month of March brought in \$15,344.00 from Payment Plan Regular (M&R) \$2,422.00, Delinquent Notice Membership \$11,962.00, and Delinquent Notices (Family Recreational Membership) \$960.00. From Member Services the Association collected \$500.00. No lot sales during March, 3 transfer (\$450.00), and resale certificate fee (\$50.00). **Secretary Mumme moved to approve the Treasurer's Report. Vice-president Smith seconded.** There was some discussion about breaking down the Restricted Fund balance. **Motion passed unanimously.**

PRESIDENT'S REPORT: President Hagen said again that P&Ls for March and copies of the Annual Audit were outside. She said if you did not live on-site, use traditional mail, email or call the office and provide your name and address. One would be sent to you. If you have questions about the audit, please ask and if we do not know the answer, we will ask the auditor. Lobby will remain closed until the situation concerning COVID-19 changes. Motel and Rv Park will remain open. Several email votes were taken. Allison Watkinson was allowed to place a Brackett ISD router in the Teen Center so an outdoor classroom for students on the Fort could be created. Second email vote was taken to close the Pool for Good Friday and throughout Easter Weekend. Pool will reopen on Monday following Easter Sunday to members only. Third email vote was to halt the motel renovation process until such time that revenue increases following the pandemic. Contractor agreed to this. Director Smith worked with JJ Decharm, Lindsey Creek Outfitters, on the 2020 Axis Deer Trapping and Removal Contract. Director Smith provided more information about the contract and why they need to be removed. Fee for removal will be paid to the Association based on size and

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status. Fawns - \$50.00, yearlings - \$100.00, does - \$175.00, spiked-bucks - \$200.00, 2 year-old bucks - \$250.00, 3 year-old bucks - \$400.00, 4 year-old mature deer up to 32" tine length - \$1,000, very mature deer over 32" tine length - \$1,500.00. An Association representative will need to get with Zack Davis, the veterinarian, to secure a prescription for the tranquilizer that will be used. This cost will be recouped through the contract when the contract is paid.

COMMITTEE AND ORGANIZATION REPORTS:

Airport Committee – Sam Lark: No report given.

Architectural Committee – Joe Alackness, (Chairman): Mr. Alackness sent items to Secretary Mumme to read in his absence. The Architectural Committee has issued three permits in the last month. There were a number of violation letters sent. No Architectural Committee Meetings in the Boardroom in April. The committee has been meeting by phone. Repairs that are the same color, same material, please take care of them. All new construction will still need a permit. If you have questions, please call the office or email arc@fortclark.com.

Golf Committee – Sandee Hagen: President Hagen said the Golf Course is still open. Changes have been made to adapt to COVID-19 restrictions. No golf cart rentals will take place at this time.

Preservation Committee – Linda O'Brien: No report.

Recycle Committee – Sandee Hagen for Helena McBride: Shipped 40 cartons and 4 bales in February for a cost of \$314, but brought in \$207. Recycling will remain closed until the end of the month and will evaluate the situation at that time.

Old Quarry Society: No report.

COMMUNITY COUNCIL REPORT – Natanya Watkinson: No report. Meeting canceled this month due to COVID-19.

OLD/UNFINISHED BUSINESS:

Friends of the Festival: Tabled due to COVID-19.

Annual Meeting and Lunch: Tabled due to COVID-19.

Garden Club Memorial: Tabled due to COVID-19.

NEW BUSINESS/ACTION ITEMS:

Action Item 1 - Introduction of Rick Siddon, tentative General Manager – President Hagen introduced Rick Siddon who was tentatively hired by the Board as the new General Manager (Executive Officer) pending the approval of his immigration status since he is a Canadian. After Mr. Siddon provided some information about himself, Vice-president Smith, with the disclaimer that he was speaking as a private citizen with some knowledge of immigration matters and was not representing the Border Patrol of the United States government, explained the process of immigration that Mr. Siddon was facing.

Action Item 2 - Consider Approval of Policy Resolution 2020-01 (formerly 95-4, never filed) – This was a Resolution Governing Performance Lot Options and Development. ReAnna explained the situation that any member owning a non-performance lot could choose to lot-up and then sell that lot, which in effect takes money from all members and puts the money from the sale into a private individual's earnings. The resolution attempts to stop this practice by setting a time frame of when the person lotting-up must begin construction of their home. Director Hay clarified this. **Vice-president Smith made a motion to file the resolution with the stipulation that the spelling error was fixed in section E. Secretary Mumme seconded the motion. Discussion occurred. Motion passed unanimously.**

Discussion Item 1 - Resolution 2019-04, Establishing a Communication Policy for FCSA (filed 4/17/2019) - President Hagen read the resolution to the Board and the Facebook Live members. Discussion ensued as to the necessity of

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this policy. Removal of this resolution allows each newly elected Board to decide their communication policy. Consensus on the issue seemed to lean toward making this a policy and procedure or a point in the Code of Ethics.

Discussion Item 2 - Resolution 2019-05, Establishing a Director on Call Program for FCSA (Filed 4/17/2020) –

Vice-president Smith read the resolution to the Board and for the Facebook Live membership viewing from home. Much discussion of this program was had. It appears that the leaning of the Board is to abolish this resolution, but that must be taken care of on a subsequent agenda as an action item.

Board adjourned for a ten minute break. Reconvened at 10:54 AM

Action Item 3 - Appointment of 5th Director / Treasurer – President Hagen began by apologizing to any member who thought the Board was only looking for a member with financial experience to ask to be appointed to the board. Any property owner can run for, or be appointed, to the Board. There is no qualification as to experience or knowledge. After being voted onto the Board of Directors or appointed to the Board, you may be removed if you are a convicted felon or convicted of a crime involving moral turpitude. President Hagen stated who submitted their name for consideration to be on the Board and gave a little background on them. Vice-president Smith read Bill Herman's resume to the Board and for the Facebook Live viewing members. Secretary Mumme read Linda O'brien's resume to the Board and to the Facebook Live viewing members. President Hagen read Jodee Steven's letter to have her name added to the appointment list. Director Hay offered a past budget prepared by Jodee Stevens when she was the Association's Executive Officer for supporting information as to Jodee's qualifications. President Hagen then let the membership know that this decision has been plaguing the Board for more than three weeks. The Board has been trying to find an equitable method for this selection. Vice-president Smith spoke on behalf of Jodee Stevens for the position. Secretary Mumme stated his position on why he was supporting Linda O'brien. Director Hay expressed her reasons that she was supporting Jodee Stevens. President Hagen voiced her personal positive knowledge of all three candidates, but concluded with her support of Linda O'brien. After much discussion, President Hagen and Vice-president Smith changed their positions and voted for Bill Herman. Director Hay remained with her vote for Jodee Stevens and Secretary Mumme maintained his vote for Linda O'brien. This made the vote 2 for Bill Herman, 1 for Jodee Stevens, and 1 for Linda O'brien. The vote puts Mr. Herman as the highest vote earner and the position on the Board. Treasurer Hermann will sign an email Oath and be sworn in at the May general Board Meeting.

ADJOURN to Executive Session: Member, Employee and Legal Matters

12:00 p.m.

RECONVENE TO REGULAR OPEN SESSION: Report Executive Sessions Decision

12:48 p.m.

- Granted one architectural variance for a post to be placed in the setback of a member's property.
- Denied a variance to build a carport and driveway on common property. Board is asking for future building permits to have photos of marked areas to aid in decision making.
- Reviewed a member's appeal of a denial of a variance from the Architectural Committee. The denial stands.

CONFIRMATION OF NEXT REGULAR BOARD MEETING:

Wednesday, May 20, 2020, at 9:30 a.m. in the Boardroom.

Secretary Mumme moved for adjournment. Vice-president Smith seconded. **Motion passed unanimously.**

ADJOURNMENT:

12:51 p.m.

ROBERT MUMME - Secretary