



## TAHITIAN VILLAGE

**TAHITIAN VILLAGE PROPERTY OWNERS' ASSOCIATION  
P.O. BOX 636, BASTROP, TEXAS 78602, (512) 321-1145  
TVPOA BOARD MEETING MINUTES**

The regular board meeting of the Board of Directors of the Tahitian Village Property Owners' Association – 7:00 P.M., Tuesday, October 19, 2021

**Zoom Meeting - ONLINE**

**TVPOA Board Members Present:**

Jan Schwindt, David Carter, Erika McDonald, Stacy Savage, Jan Kuchel and Mary Jo Creamer

Board Members Absent: None

Association Manager: Amanda Homesley

Administrative Assistant: Tiffany Ferguson

**PUBLIC PRESENT:** Michele Anderson, Greg Stigall, Michele Plummer, Courtney Kellogg, Jo Egitto, Lois Hornbuckle, Gwen Winter, Kris Cook, Bruce Wilson

**MEETING CALLED TO ORDER:** Meeting was called to order at 7:01 p.m. by President, Jan Schwindt.

### **SECRETARY'S REPORT**

The minutes of the regular meeting of the Board, held on September 21, 2021, were presented.

**Erika McDonald made a motion to accept the September minutes as presented. David Carter seconded the motion. A vote was taken and the motion passed unanimously.**

### **TREASURER'S REPORT**

Discussion and possible approval of September 2021 financials.

Erika McDonald stated we had a little over \$11k in net income. That includes postage and printing for the Special Meeting for Bylaws approval.

**Jan Kuchel made a motion to accept the September financials. Stacy Savage seconded the motion. A vote was taken, 4 yes, 1 abstain. Motion passed.**

Erika McDonald stated we have some CDs that are about to expire that we need to look at for renewing. My recommendation is to roll both the Austin Telco CDs currently totaling about \$200,000 for 2 years at .45, Frontier Bank currently totaling about \$242,000 for 2 years at .45, and converting \$100,000 from First National Bank checking account to a First National Bank CD for 1 year at .50.

**Mary Jo Creamer made a motion to roll both the Austin Telco accounts for 2 years at .45 and the**

**Frontier account for 2 years at .45 and move the First National Bank checking account to a First National Bank CD for 1 year at .50. Jan Kuchel seconded the motion. A vote was taken and the motion passed unanimously.**

### **OLD BUSINESS**

**1. ACC and Touring/Violation Report** – Report given by Amanda Homesley

Permits issued for September 2021:

- 2 new homes
- 3 fences
- 6 decks/patio
- 1 pool
- 1 shed
- 1 retaining wall

Amanda stated that the report is showing a year end total of 5 new homes which will be corrected in next month's report to reflect 98 new home built for the year.

- 1<sup>st</sup> letters sent out were 20
- 2<sup>nd</sup> letters sent out were 7
- 3<sup>rd</sup> letters sent out were 0
- Tiffany toured 6 hours during the month for a total of 79 miles.

**2. Discussion and possible action on Bylaws and Election Committees and processes.**

Erika McDonald stated that this is done once the Bylaws are received back from the County. There will be 2 versions on the website, a filed copy and the interactive digital hyperlinks to allow users to reference different sections of the document easily.

**3. Discussion and possible action on Tahitian Village beautification project.**

Jan Kuchel stated that there is nothing new to report at this time but something should be coming next month.

### **NEW BUSINESS**

**1. Discussion and possible action on setting Annual Meeting date and location.**

\_\_\_\_\_ Amanda Homesley stated that she sent the board information in regard to dates/times to what were available.

Jan Schwindt said she doesn't like any of these dates.

Amanda replied that we can look at January dates, if needed.

Stacy asked why there was an adverse reaction to those dates.

Jan said it doesn't give us enough time. We have to have the meeting by February 15<sup>th</sup>, per the Bylaws. I would like to see us do it earlier. There was one time we had to start over with a packet and I am not willing to cut it that close anymore. This is my personal opinion. I am hoping for Jan 22<sup>nd</sup> or Jan 29<sup>th</sup>. We used to do our meetings in January.

David Carter reminded everyone that this date would give the newly elected board members time to settle in before the monthly POA meeting in February.

Erika McDonald stated the work that needs to be done is taking up holiday time.

Jan Schwindt replied that either way we have to deal with it.

Erika McDonald announced we're agreeing to January 29<sup>th</sup> and that all of the proposed dates to prepare



for the Annual Meeting will need to be moved back seven days. Amanda do you think there is a room available for that date?

Amanda Homesley replied that she believes either Hampton Inn or Best Western will be available. She will check first thing in the morning.

**Stacy Savage made a motion to have the TVPOA Annual Meeting on Saturday, January 29<sup>th</sup>, 2022. Erika McDonald seconded the motion. A vote was taken and the motion passed unanimously.**

Jo Egitto asked so does today start the timeline for the 2022 Annual Meeting since it was announced? The board answered yes.

## **2. Discussion and possible action on setting candidate nomination deadline.**

\_\_\_\_\_ Amanda Homesley stated that since the board just voted on January 29<sup>th</sup> as the Annual Meeting date, then December 3<sup>rd</sup> would be the application registration deadline to turn in candidate packets.

Stacy Savage asked if this would give candidates enough time to make any necessary packet corrections. Erika McDonald replied it needs to be announced now so Members can start getting their candidate packets prepared for submission by December 3<sup>rd</sup>. Per the newly approved Bylaws, the Election Committee Chair should be picking up candidate packets twice a week from now until December 3<sup>rd</sup>. The final date for everything due, including candidate packet corrections, is December 3<sup>rd</sup>. We will announce the timeline immediately for recruiting the Election Committee volunteers.

Jan Kuchel asked if there's going to be a period of time where the people have a chance to make needed corrections.

Erika McDonald stated per the Bylaws, they have one chance to correct before the deadline. How about we give 2 weeks for recruiting the Election Committee and Tribunal by Nov 3<sup>rd</sup>, then it gives a month for candidates to submit their packets by December 3<sup>rd</sup>?

Bruce Wilson in chat: So, the POA voted to add the "nominations" procedure, whereby before the Membership a motion and a second is needed to be a "nominee".

Erika McDonald stated that Bruce is referring to the timeline and now that the Annual Meeting date is set, the elections timeline works backward from there. We've never made individual motions for each date set in the past, but that is from historical recollection.

Bruce Wilson replied that he noticed the word "nominations" was put in the Bylaws, which is a formal process that must go before the Membership.

Erika stated she has never known the POA to have that process.

Jan Schwindt replied that this has been done before at the Annual Meeting only to fill a spot.

Bruce Wilson questioned the way that portion of the new Bylaws was written. It is a matter of knowing what the term "nomination" means. These really aren't nominations.

Tiffany Ferguson relayed the definition of "nomination" as "an act of choosing someone for a job, such as a candidate".

Erika McDonald said candidates are receiving nominations by having their petitions signed by Members.

Bruce Wilson said he was getting his information out of Robert's Rules of Order which were in effect at the time we voted on the Bylaws.

Stacy Savage stated that the POA does not use Robert's Rules of Order for voting processes, or much of anything else.



Kris Cook in chat: When will the Election Committee be determined?

Jan Schwindt stated the Election Committee will be created by November 3<sup>rd</sup>.

Erika McDonald indicated that one board member needs to serve on the Election Committee and who is not running for election. I will volunteer to serve as that person.

Kris Cook in chat: If the Election Committee is to be formed by November 3<sup>rd</sup>, but the deadline for candidate packet submission is on December 3<sup>rd</sup>, that only gives only 2 weeks for review.

Erika McDonald clarified that from now until November 3<sup>rd</sup> Members can apply for serving on the Election Committee. Candidate packets, including packets that have been flagged by the Election Committee for needed corrections, are due between November 3<sup>rd</sup> and December 3<sup>rd</sup>.

### **3. Discussion and possible action on meeting minute transcribing.**

\_\_\_\_\_ Erika McDonald stated that she had been approached by a couple of Members regarding transcriptions of the monthly meeting minutes. It was stated that people's thoughts should be quoted and not as a summary interpretation. She said that as she has been transcribing the minutes from the Bylaws Special Meeting, she is summarizing board discussions and actions, but quoting Members word-for-word. She would like to discuss this with the board.

Stacy Savage stated that this is what is already being done for monthly meeting minutes. I believe it is important to capture the tone and intent of what Members say, but our attorney has stated multiple times that the meeting minutes are to be a summary of all discussions and actions taken, which is the common business practice.

Jan Kuchel thinks these Members are trying to convey that they are wanting to be more accurately represented with being quoted.

Lois Hornbuckle agreed that the combination Erika mentioned is a good compromise as to what we want. I want the actual words from the people. You get the tone and what they intend to say. I believe Stacy gave a synopsis from the April minutes.

Stacy Savage stated that Amanda builds out the "bones", or the basic structure of the meeting conversation, and I put the "meat on the bones" based on the recordings. There was a lot of disruption during April's meeting and I did the best that I could to capture the speakers' intent and tone from that recording. Issues dealing with basic housekeeping are summarized, but any back and forth between Members and the board are much more clearly defined. The board has already voted not to go the route of verbatim quotes, so I'm not sure the POA wants to change it. We would need further discussion and a revote on this, if warranted.

Michele Anderson stated that a summary of the minutes should be sufficient.

Courtney Kellogg stated she thinks that video should be available as it is the most accurate. For example, there was a gentleman who was on the agenda about an Air B-n-B next to his property and the board was going to get back to him on a decision. I went back to locate the final decision in the meeting minutes and couldn't find it. I think that's important. The outcome of decisions need to be public.

Stacy Savage stated the board's decision was that the POA doesn't have jurisdiction over that Member's particular property issue and that the board handled it individually with him.

Jan Schwindt stated she would like to take this topic into Executive Session.

### **4. Discussion and possible action on Election Committee and Tribunal discussion and supplemental documents.**

\_\_\_\_\_ Erika McDonald stated Election Committee and Tribunal guidelines have been completed. Supplemental documents have been sent to the board, but I would like to go over the candidate nomination packet, guidelines for election authority, and new regulations on criminal



convictions, among other things.

Jo Egitto in chat: Are they signing confidentiality forms as well?

Erika McDonald stated yes, an NDA (Non-Disclosure Agreement) is expected to be signed by the Election Judge and all members of the Election Committee. The Tribunal cannot sign an NDA as they are expected to make their final decisions public. I would like for these documents to get approved as soon as possible.

Amanda Homesley stated we can aim for Friday, October 29<sup>th</sup>.

Jan Schwindt replied that gives 10 days for review, which should be plenty of time. All forms should be reviewed, edited, and approved by each board member by October 29<sup>th</sup>.

Jo Egitto in chat: Will you be naming alternates in the event that anyone of those decide to run?

Erika McDonald replied we will post the notice to recruit volunteers for the Election Committee. Based on the response rate, anyone who may not be selected to the Election Committee could be placed on the Tribunal. We can word it in the email blast a certain way to convey that.

## **5. Discussion and possible action on obtaining bids from providers regarding Clean Sweep.**

\_\_\_\_\_ Erika McDonald said we found out this last Clean Sweep that they didn't have the staff to do the entire time frame. It was brought up if we should shop around for quotes. I believe the staffing issues were due to COVID, but I don't think any other company can compete with Waste Connections at this point. We just need to have this discussion.

Jan Schwindt stated we need to stay proactive and confirm with them ahead of time. The thing that bothered me the most was their lack in communicating that they were short staffed until last minute. I understand they do a lot for us, but it's a two-way street.

Mary Jo Creamer replied it's unfortunate that we had to stop early, but it was a light Clean Sweep and we didn't use up all the dumpster capacity we had requested. I am not upset about that. Things happen just like everything else. Maybe they were doing the best they can. Let's see what happens at the next Clean Sweep. We tried in the past to put out a request for bid and no one could match what they provide. Stacy Savage agreed that it doesn't hurt to get quotes from other companies. Let's map out the entire year with set dates and timeframes.

Jan Schwindt stated that the POA staff had done their part and it was on the company for not communicating their staffing issues.

Jan Kuchel said she will have a conversation with a company by the name of Howdy Trash and ask if they have the capability of servicing an event as big as Clean Sweep.

## **6. Miscellaneous**

### Discussion and possible action on reconvening in person meetings and location.

\_\_\_\_\_ Amanda Homesley stated that she sent the board information regarding restarting regular, in person board meetings.

Jan Schwindt asked if this is just a temporary solution until we get into our normal meeting room that isn't available yet.

Amanda confirmed the POA will have its own meeting space at the new Water District building that can seat about 50 people, but we are looking at other meeting spaces for the next 6 months while that situation is being dealt with.

Mary Jo Creamer stated she is ready to go back to in person meetings. The Convention Center is big enough to hold lots of people and still social distance.

Erika McDonald reminded everyone that, whether attending meetings in person or virtually, it should be whatever each person chooses that is best for them.



Stacy Savage asked if we know what the established safety precautions are for that location. The reason we started virtual meetings in the first place was because of COVID, so are we going to have our own requirements for masks? Offer hand sanitizer? What kind of protocols do we follow or do we need to put our own into place to keep people safe?

Mary Jo Creamer stated that her husband attended the October Water District meeting and the chairs are spaced out.

Stacy Savage asked if Mr. Creamer could report back to the board on what the Convention Center set up looks like and what safety protocols the building management already has in place.

#### Discussion on Membership voting in person vs. virtually

Courtney Kellogg stated that in Article XVI, Section 1 of the 2016 POA Bylaws, it states that the Bylaws may be amended by the majority of votes cast of those present and in person at the Annual Meeting or any Special Meeting, but the October 9<sup>th</sup> meeting to vote on and approve the 2021 Bylaws was conducted virtually. The new Bylaws have now added this verbiage of “virtually” as an option, and not just in person.

Erika McDonald replied we were already considered as “meeting in person” for the vote, but we added that new clarification to the 2021 Bylaws because meeting virtually is, and will continue to be, an option for Members, the board, and staff.

Courtney Kellogg - so you're saying it's just semantics?

Jan Schwindt said that every organization has had to make some adjustments and amend their business practices in order to continue operating.

Erika McDonald said that, in her opinion, we are meeting in person right now through video conference. Jan Schwindt agreed.

**Erika McDonald made a motion to start meeting in person at the Bastrop County Convention Center for monthly POA meetings until the normal meeting space at the Water District building is available. (This motion maintains the option for all board, staff, and Members to join the meetings virtually.) Jan Kuchel seconded the motion. A vote was taken and the motion passed unanimously.**

#### PUBLIC COMMENT PERIOD

Courtney Kellogg questioned how the 2021 Bylaws voting process was conducted. I noted that Article XVI states “these Bylaws may be amended by a majority vote cast by Members present and in person at the Annual Membership meeting or any special meetings”. Mr. Bragg confirmed in an email that “Members” are defined as either “in good standing” or “not in good standing”. That being said, I'm thoroughly confused as to why our voting process is not applicable when it says in Section 6 of the Bylaws under “Voting Rights”, that Members in good standing, as defined in Article 5 of the Amended Certification of Formation, may vote on any matter presented to the Membership for a vote. A Member's voting rights show being “controlled” by Article IV of the Bylaws. When I refer to the Bylaws, it specifically states that Members in good standing shall be entitled in matters before the Membership to cast each vote for each lot a Member owns as stated in Article 5 in the Certificate of Formation. In Section 3, it says a Member in good standing may vote for each proposition that comes before the Membership at a Special Meeting.

I am a little thrown off as to why these voting rights were not used as stated in the Bylaws.

Erika McDonald read Mr. Bragg's email aloud to meeting attendees reciting that Article XVI is the more specific section that deals directly with amendments to the Bylaws, therefore it “controls” this particular voting rights process. Erika then read Article XVI aloud which dictates a separate voting

process for Special Meetings of the Membership, such as the vote for amending the Bylaws. Erika stated that anyone who has attended a Bylaws approval meeting in the past has always participated in a vote by "show of hands" raised, which is how the POA conducted Membership voting at the October 9<sup>th</sup> Special Meeting. Although it was done virtually, people raised their hands digitally using the chat feature to indicate approval.

Courtney Kellogg asked if anybody else on the board had a comment on why these voting rights did not occur.

Erika McDonald stated that this has been asked and answered multiple times from our attorney and now from the board, so we need to move on.

Jan Schwindt mentioned to Courtney that she might be confusing the candidate elections voting process at the Annual Meeting with the Bylaws voting process at a Special Meeting, which are different. Our attorney has specifically answered these questions and the board has followed his guidance all along.

Jan Schwindt asked if there were any other public comments.

Lois Hornbuckle noted that under "Unfinished Business", the number of homes constructed was listed as 2 and the year to date total was listed as five.

Jan Schwindt replied that Amanda Homesley had announced that mistake earlier in the meeting and will issue a correction to the actual year to date total at the November meeting.

Kris Cook in chat: Courtney is concerned about spouses voting and getting 2 votes per household instead of one vote per lot.

Amanda Homesley stated Erika McDonald answered Courtney's questions when she read Mr. Bragg's legal opinion aloud.

Amanda asked Kris if this concern was addressed adequately.

Kris Cook in chat: Yes.

**The POA entered an Executive Session at 8:44 p.m.**

**The POA reconvened in regular session at 9:55 p.m.**

**Erika McDonald made a motion to adopt a hybrid approach of transcribing POA meeting minutes to summarize board action items, agenda item details and accurately transcribe Members' commentary. Stacy Savage seconded the motion. A vote was taken and the motion passed unanimously.**

**Erika McDonald made a motion to adjourn. Jan Kuchel seconded the motion. A vote was taken and the motion passed unanimously.**

Meeting was adjourned at 9:56 p.m.

[Redacted Signature]

11/22/2021

Stacy Savage – TVPOA Secretary

Date

[Redacted Signature]

11/22/2021

Amanda Homesley - Association Manager

Date