

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, September 17, 2019
120 Corporate Dr., Bastrop, Texas 78602

TVPOA Board Members Present:

Jan Kuchel, Mary Jo Creamer, Don Fannin, David Carter, Stacy Savage and Jan Schwindt
Board Members absent: None
Association Manager: Amanda Homesley

PUBLIC PRESENT: Scott & Tiffany Ferguson, Randy McDonald, Mary Ann Green, Lois Hornbuckle, Gwen Winter, Jo Egitto, Joe Schwindt, Greg Stigall, Dawn Henderson, Don Fee, Pierre Wilson, Marianna Hobbs, Chris Parachini and Della Guidry

MEETING CALLED TO ORDER: Meeting was called to order at 7:00 p.m. by Interim President Jan Kuchel.

She announced that meeting minutes are recorded to accurately transcribe meeting minutes and they will be deleted no later than 2 weeks from the meeting date.

She stated that the Board would be going directly into Executive Session to vote in a President.

Executive Session:

The POA entered an Executive Session at 7:01 pm.
The POA reconvened in regular session at 7:04 pm.

Don Fannin made a motion that Jan Schwindt be appointed as President of the Association and that Jan Kuchel reassume the position of Vice President.

Randy McDonald asked if the Board has the authority to do what they are about to do as what is stated in your bylaws. It says all officers are to be elected for one year. Sec 5 the VP shall perform the duties of the President in her/his absence. It doesn't state that you can re-elect a President in the middle of a term.

Jan Schwindt read Article X1, Sec 1, a, b and c. Then Article 7, Sec 3, 1 and 2.

Jan Schwindt stated that Jan Kuchel was appointed as Interim while the new Director was found. The Board could appoint the new President for the remainder of the term.

Jan Schwindt then reiterated #2 that states a member appointed to a Director Place shall hold office for the remainder of the unexpired term of that Director place.

Don Fannin stated when the people are elected to Director places, they are not elected to an office. The Board selects them as officers.

Jan Kuchel suggest this be tabled to contact our attorney.

Randy McDonald asked why would you spend money to contact an attorney for a 3-month period of time? I don't want you spending my money.

Mary Jo Creamer stated because you brought up an issue and we want to clarify it.

Randy McDonald stated is it worth spending money on it for 3 months or is it worth changing the documents to include what you would like it to do later, Mary Jo?

Mary Jo Creamer stated, it is to clarify so we don't have this issue later.

Don Fannin made a motion to retract the motion to establish the new President.

Stacy Savage seconded the motion. A vote was taken, and the motion passed unanimously.

Stacy Savage made a motion to contact our attorney for clarification on whether the President's position that is currently filled by an interim President be appointed to another Director in the middle of a year?

David Carter seconded the motion. A vote was taken, and the motion passed unanimously.

SECRETARY'S REPORT – Amanda Homesley:

The minutes of the regular meeting of the Board held on August 20, 2019, were presented.

Mary Jo Creamer made a motion to accept the minutes as presented.

Don Fannin seconded the motion. A vote was taken, and the motion passed unanimously. Jan Schwindt abstained because she was not a Board Director at the time of this meeting.

OPEN FORUM/PUBLIC COMMENT:

Chris Parachini is asking to educate the POA and what is happening to him and his property. He will be emailing all the paperwork as he would like to have this on record.

Jo Egitto stated that at the last ACC meeting she brought up the records destruction that will be happening. She wants to know what the marriage between the 2 entities are and if there is going to be a committee established to do this?

Mary Jo Creamer explained that the POA has already established a records destruction policy. Once the records are ready for destruction, the list of what is ready will be presented to the POA Board to be signed off on.

Jo is asking the POA Board to work with the ACC on this.

Don Fannin stated that no records should be destroyed and should be stored in a digital format. That is his opinion.

Amanda Homesley stated that she would add this to the ACC agenda for discussion.

Pierre Wilson asked what the relationship between the ACC and POA is? It is unclear and would like clarification.

Don Fannin stated that the Articles of Incorporation establishes the Association which is the Property Owners Association and that is the governing body, the entity. Then you have the Bylaws is how that takes place. It is the formation and how you operate then your Declaration of CCR's is your operating instructions so to speak. But the way Texas law is set up, when it comes to your CCR's vs your Bylaws, if there is ambiguity between the two documents then the CCR's will take precedent. What has happened over the last 47 years is that the Bylaws and CCR's have been redone several times and not in

conjunction with one another. And over the history, it has created ambiguity between the two documents so when you ask the question what the relationship between the two entities is, the legal relationship is there is none. The CCR's and the Bylaws both refer to The Association as being the governing entity, i.e. the Board of Directors having powers over the Committees. Some people will argue that the ACC is a Committee under the Property Owners Association and that is the way it was originally set up and if you take it to a court of law, it will go back ultimately to the intent of the Corporation, the Bylaws and the CCR's. If it is against Texas Law, then Texas Law rules.

Randy McDonald asked where is your history coming from?

Don Fannin stated looking at all the documents that have been filed with the state and or have been archived. We do need to get all that information together and decide where we are as a Board and make a decision.

Randy McDonald stated why waste your time and energy with this? The community needs us to be working for the community.

Jo Egitto stated just to clarify, so you don't share finances.

Jan Kuchel stated, correct.

Mac Simpson stated he thinks its imperative that a Committee is formed to rest this issue once and for all.

Randy McDonald stated this has only been an issue for the past 2 years and why are we wasting our time, let it function the way it has been functioning. I think it's a power struggle. I think there are individuals that want a power struggle and that is what its about.

Randy McDonald stated we recently had a vacancy on the Board.

Jan Kuchel stated, we as in who?

Randy stated the POA Board. There were 3 applications and wanted to let you know that we go around here and keep complaining that we have the same ole same ole. I wish we would have brought on some new blood. The other two people that were running that already served and left at the end of their terms and I was very disappointed that we did not take the new blood in to see what happens. Now we are going to ask for a position and no one is going to run.

Jan Kuchel stated no, I think we have some people.

TREASURER'S REPORT

Mary Jo Creamer made a motion to accept August financials. Jan Schwindt seconded the motion. A vote was taken, and the motion passed unanimously.

OLD BUSINESS

1. **ACC Report** – Report given by Amanda Homesley
2. **Touring/Violation Report** – Report given Amanda Homesley
3. Discussion and possible action on TVPOA handbook.
Tabled for next month's agenda.

NEW BUSINESS

1. Discussion and possible action on Board/Committee Policies and Procedures.
Tabled for next month's agenda so Board can review.
2. Discussion and possible action on donation to Fire Station.
Tabled for next month's agenda so office can gather more information.
3. Discussion and possible action on donation to Trunk or Treat.

Don Fannin made a motion to give a donation in the amount of \$100 to the Trunk or Treat Halloween event. Stacy Savage seconded the motion. A vote was taken, and the motion passed unanimously.

4. Discussion and possible action on communicating with builders on fire preparedness.
Discussion had, no motion made. Amanda to put on ACC agenda.
5. Discussion on National Night out.
Discussion had, no motion made.
6. Discussion and possible action on donation to National Night out.

Don Fannin made a motion to give a donation in the amount of \$250 for the National Night out event. Stacy Savage seconded the motion. A vote was taken, and the motion passed unanimously.

7. Discussion and possible action on a banner variance in Commercial area.

Mary Ann Green with Coldwell Bank realty is requesting to put one 4x8 banner on the Hwy 71 side and one 4x8 banner on the Industry side for a 2-week time period. They are doing a fundraiser for the Bastrop Animal Shelter and Save an Angel.

Jan Schwindt made a motion to approve two-4x8 banners at Coldwell Banker for a 2-week period. Don Fannin seconded the motion. A vote was taken, and the motion passed unanimously.

8. Misc. Discussion and possible action on approving the Special Board minutes from August 28, 2019.

Mary Jo Creamer made a motion to accept the Special Board minutes as presented. Don Fannin seconded the motion. A vote was taken, and the motion passed unanimously.

