

Whisperwood Home Owners Association

Minutes of the Whisperwood HOA Special Board Meeting OCTOBER 16, 2024

Date: October 16, 2024

Location: Groves Branch Library

Time: 6:00 pm

Board Members Present:

- **Paul Combest** (Acting Chair), Member at Large
- **Priscilla Elliott**, Secretary/Treasurer

Candidates:

- Mary Irving
- Randal Hamilton
- Rehj Hoeffner
- Marnee Gamble Bolen
- Bryan Foley
- Santiago Ramirez
- Jerry Ramirez
- Geri Irving
- Robert Guerrero

General Members Present:

A number of general members attended the meeting (names not recorded).

Call to Order

The meeting was called to order by **Acting Chair, Paul Combest** at 6:05 pm. A quorum was **not** present. (Amendment approved at the 11.1.24 Board Meeting)

Candidate Presentations

Nine candidates, including **Randal Hamilton, Rehj Hoeffner, Jerry Ramirez, Bryan Foley, Santiago Ramirez, Marnee Gamble Bolen, Mary Irving, and Robert Guerrero**, stood to present why they wanted to serve on the board. Each candidate briefly outlined their qualifications and vision for the community. Paul thanked all candidates for their interest and participation.

Board Appointments

After deliberation in a private session, **Paul Combest** made a motion to appoint **Randal Hamilton** and **Rehj Hoeffner** to the board. **Priscilla Elliott** seconded the motion. The motion was **passed unanimously**.

They were unable to reach a decision on the appointment of a third board member. As a result, **Randal Hamilton** and **Rehj Hoeffner** were seated on the board, making a total of four sitting members.

Selection of Third Board Member

It was agreed that the four board members (**Paul**, **Priscilla Elliott**, **Randal Hamilton**, and **Rehj Hoeffner**) would collectively decide on the appointment of a third board member.

- **Priscilla Elliott** nominated **Robert Guerrero**.
- **Rehj Hoeffner** nominated **Marnee Gamble Bolen**.

Paul called for a vote on the nominations.

- **Paul Combest**, **Randal Hamilton**, and **Priscilla Elliott** voted in favor of **Robert Guerrero**.
- **Rehj Hoeffner** voted in favor of **Marnee Gamble Bolen**.

With a majority vote of 3 to 1, **Robert Guerrero** was appointed to the board.

Election of Officers

Nomination for President

Paul called for nominations for President.

- **Priscilla Elliott** nominated **Randal Hamilton** for President.
- **Robert Guerrero** seconded the nomination.

There were no other nominations. A vote was taken, and **Randal Hamilton** was elected **unanimously** as President.

Paul turned the meeting over to the new President, **Randal Hamilton**.

Nomination for Vice President

Randal Hamilton called for nominations for Vice President.

- **Priscilla Elliott** nominated **Robert Guerrero** for Vice President.
- **Rehj Hoeffner** seconded the nomination.

There were no other nominations. A vote was taken, and **Robert Guerrero** as elected **unanimously** as Vice President.

Nomination for Secretary/Treasurer

Randal Hamilton called for nominations for Secretary/Treasurer.

- **Priscilla Elliott** nominated **Rehj Hoeffner** for Secretary/Treasurer.
- **Randal Hamilton** seconded the nomination.

There were no other nominations. A vote was taken, and **Rehj Hoeffner** was elected **unanimously** as Secretary/Treasurer.

Priscilla Elliott and **Paul Combest** were designated as Members at Large.

Resignation of Board Member

Paul Combest announced his resignation from the board after 14 years of service.

Randal Hamilton called for nominations to fill the open position.

- **Rehj Hoeffner** nominated **Marnee Gamble Bolen**.
- **Priscilla Elliott** seconded the nomination.

There were no other nominations. A vote was taken, and **Marnee Gamble Bolen** was appointed **unanimously** to the board.

Priscilla Elliott and **Marnee Gamble Bolen** will serve as Members at Large.

Finalization of Reconstituted Board

The finalized reconstituted board was announced as follows:

- **President:** Randal Hamilton
- **Vice President:** Robert Guerrero
- **Secretary/Treasurer:** Rehj Hoeffner
- **Members at Large:** Priscilla Elliott and Marnee Gamble Bolen

Questions from the Membership

Following the announcement of the board, questions were entertained from the general membership. Topics included:

- Board procedures
- Elections

- Bylaws
 - Conflict of interest
 - Pool reno financing
 - Blueprint of plans or specifications for pool reno
 - Email addresses
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Discussion of Bylaws, Elections, and Online Voting

During the meeting, repeated attempts were made by members to get the board to commit to:

- Changing the current bylaws
- Holding elections
- Implementing online voting for future board elections and community decisions

Board Response:

The board acknowledged these requests but reiterated that they were unable to commit to or take action on these matters during the current meeting. The board cited that these items were not on the official agenda for the meeting, and per the bylaws and Robert ~~Guerrero's~~ Rules of Order, no business could be conducted or decisions made on matters not listed on the agenda. (Amendment approved at the 11.1.24 Board Meeting)

The board assured members that these topics would be considered for future meetings.

Financial Report and Non-Profit Status

Rehj Hoeffner gave a report on the non-profit status of the association. She outlined the following financial details:

- WHOA is a 501(c)(4) for tax purposes. Your yearly dues are not tax deductible and the association must pay tax on purchases.
- The association currently has approximately **\$300,000** in the bank.
- Of this amount, **\$140,000** is reserved as a year's worth of income, in line with the financial reserves policy.
- This leaves **\$160,000** available for pool renovation.

Randal Hamilton noted that the association's Certificates of Deposit (CDs) came due while there was no constituted board in place. The bank recommended renewing the CDs for 90 days at an interest rate of **4.95%**.

This renewal was suggested as a temporary measure until the board could review and make decisions on longer-term financial planning.

Approval of Previous Meeting Minutes

August 18th Meeting Minutes

Rehj Hoeffner requested proof that the minutes from the August 18th meeting had not been altered since **Ian Hoeffner**, the website administrator, uploaded them. She noted one unrelated change.

- **Rehj Hoeffner** made a motion to adopt the August 18th minutes as amended.
- **Priscilla Elliott** seconded the motion.
- The motion was **passed unanimously**.

The proof of the unaltered minutes was added to the record.

September 4th Meeting Minutes

Marnee Gamble Bolen requested that the minutes from the September 4th meeting be amended to correctly reflect the spelling of her name on the list of attendees.

- **Rehj Hoeffner** made a motion to adopt the September 4th minutes as amended.
- **Marnee Gamble Bolen** seconded the motion.
- The motion was **passed unanimously**.

September 19th Meeting Minutes

The minutes from the September 19th meeting were reviewed.

- **Rehj Hoeffner** made a motion to adopt the September 19th minutes as published.
- **Priscilla Elliott** seconded the motion.
- The motion was **passed unanimously**.

Request for Recording Transcript

Randal Hamilton requested a copy of the transcribed recording of the September 19th meeting from **Geri Irving**. **Geri Irving** responded that she had not transcribed the recording because no one had requested it until now.

Pool Committee Report

Randal Hamilton asked **Bryan Foley** for a report from the Pool Committee. **Bryan Foley** suggested that the committee should obtain new bids from each company, as the prices may now be lower and some of the previous bids had expired. He passed around a spreadsheet detailing the companies that had submitted bids.

Bryan Foley also mentioned that the committee had received another bid but had not shared it with the general membership at the time.

A member cautioned the board to ensure sufficient excess reserves are available, as pool renovations typically run **90% over budget**.

Next Meeting

The next board meeting was set for **November 1**.

Adjournment

- **Robert Guerrero** made a motion to adjourn the meeting.
- **Priscilla Elliott** seconded the motion.
- The motion was **passed unanimously**.

The meeting was adjourned at **7:30 pm**.

Submitted and Attested by:

A handwritten signature in black ink, appearing to read "Rehj Hoeffner". The signature is written in a cursive, flowing style.

Rehj Hoeffner/
Secretary/Treasurer