

## **Whisperwood Home Owners Association**

### **Minutes of the Whisperwood HOA Board Meeting**

**January 8, 2025**

Date: January 8, 2025

Location: Groves Branch Library

Time: 6:00 pm.

#### **Board Members Present:**

Randal Hamilton, President

Robert Guerrero, Vice President (will be recording the minutes of the Board Meeting)

Priscilla Elliott, Member at Large

Marnee Gamble Bolen, Member at Large

#### **General Members Present:**

A few general members attended the meeting (names not recorded)

#### **Call to Order:**

Meeting was called to order by President Randal Hamilton at 6:04 pm. A quorum was met to proceed with the Board Meeting.

The Board then went on to cover the agenda issues:

Randal Hamilton made motion to modify agenda to include discussing outstanding bill and information on CPA. Also, to address a water meter no longer being used or needed over by Slide Street. Motion was seconded by Robert Guerrero. Motion passed 5-0.

#### **Governance:**

Discussion on issue that President can add topics to the agenda and that meetings can be called by the President if necessary. Also, in order for a member to make a motion, that member must be present at the meeting to make a motion.

President Randal Hamilton asked Priscilla Elliott for Proxy from Rehj Hoeffner that gave Priscilla Elliott permission to act on her behalf. Proxy form from Rehj Hoeffner was in compliance. Members of the Board saw document and agreed it was in compliance.

### **Approval of Previous Meeting Minutes**

There was a question on changes not being made from minutes report. There was a remark about the 2005 voting issues which the President did not agree with. A motion was made that all minutes taken should be presented to the board for reading correction, corrections made, presented at the next Board meeting with the change for approval. Motion was made by Marnee Bolen and seconded by Robert Guerrero. Motion passed 5-0. Note: Santiago Ramirez (community member present at board meeting) commented that in the last meeting in December, this issue had already been resolved. The minutes from the previous meeting were tabled until corrections were made.

Addendum to agenda – Outstanding invoices:

Ashton Waldin Invoice

Office Depot Invoices from Randal Hamilton

Robert St. Claire Invoice

President's Report:

Reported that Whisperwood would be getting a new roof once paperwork was completed and bids were put out. Still looking to complete the pool project first.

Asked if Board needed to take action on the Corporate Transparency Act. Marnee Bolen said she had checked into it and appeared it did not apply to the Whisperwood HOA. No action taken at this time.

Commented on the new attorney (Mr. Mike Carper) that was hired for Whisperwood.

**Treasurer Report:**

Priscilla Elliott reported on the CD from Plains Bank and recommended that it be continued from Jan 25, 2025 to April. Motion was made by Marnee Bolen to continue with the CD and seconded by Robert Guerrero. Motion passed 5-0.

Priscilla Elliott reported we had gotten an invoice from Robert St. Claire for @275.00 for November and possibly another bill for December. Randal Hamilton asked if we could get Mr. St. Claire's office to consolidate both invoices and pay them as one bill. Priscilla said she would contact Mr. St. Claire's secretary. Motion was made by Robert Guerrero to pay invoice(s) from Mr. St. Claire and seconded by Priscilla Elliott. Motion passed 5-0.

Questions were raised on amounts allocated for the 2025 budget year. There were numerous questions and Randal Hamilton stated he would get a list of specific questions, get with Priscilla Elliott and Marnee Bolen to look it over and send to the Secretary/Treasurer for clarification.

There was a question on Transitioning from Cash to Accrual Accounting. There was some discussion only.

Randal Hamilton expressed a need for a CPA to work with the HOA's financial needs.

Priscilla Elliott commented that Rehj Hoeffner (Secretary/Treasurer) be given an opportunity to work the WHOA accounts/books. Robert Guerrero also added that at this time Rehj Hoeffner was better suited to deal with the financial needs and budgeting of the HOA until something else might become available in the future. But for now, there was no need to look elsewhere.

Priscilla Elliott stated that she had been depositing the checks paying for WHOA dues. She said deposits were made as soon as she got them.

Treasure's report was tabled until concerns are addressed.

### **Banking Processes:**

A question was raised about having dual signatures on WHOA checks. It was determined that 2 signatures were required for checks being issued by WHOA. Motion was made by Randal Hamilton to have Robert Guerrero as a signee for bank accounts. It was seconded by Priscilla Elliott Motion carried 5-0.

**Pool Reports:**

Randal Hamilton commented on whether it would be likely that the pool would be ready by May. According to information he had received from Chad Seay it would be open.

Question on whether pool was still being maintained came up. It was affirmed that it was, including the cleaning of the basket in pump room was being done. That also was affirmed.

Question on closing the pool down and the cost of it. Winterizing pool by Prime Pools for \$600.00 and keeping pump running until the leak was addressed was also a concern. It was recommended to let Chad Seay review additional leak detection testing. Motion was made by Marnee Bolen to let Chad Seay make decision to approve leak detection test if Chad Seay feels it is necessary. Seconded by Robert Guerrero. Motion passed 5-0.

**Annual Meeting Election/Quorum Processes:**

Randal Hamilton stated that the January 21, 2025 meeting, the doors would open at 5:00 pm for voting process and the Board meeting would begin at 6:00pm.

Robert Guerrero was given opportunity to report on the meeting with Brenda Lindsey who is working the election process (absentee voting, proxies, registration). He reported that it appeared to be going well. She had set up a system on how to work all aspects of the process and was getting ready to set up a system at the meeting place with input from the board.

Marnee Bolen raised a concern/question on property owners not being on the property owner list but have no address for the mailouts. How do we verify ownership should they want to vote in person, proxy, or absentee voting?

There was some discussion on how to address the situation without actually turning away a property owner and their vote.

A motion was passed by Randal Hamilton to accept proxies at the door on day of election. Second by Marnee Bolen. Motion passed 3-2 with Priscilla Elliott and Rehj Hoeffner opposing.

**Schedule:**

It was proposed that future Board meetings be scheduled for the first (1<sup>st</sup>) Thursday of each month. The dates for the meetings would be: Feb. 6<sup>th</sup>, March 6<sup>th</sup>, April 3<sup>rd</sup>, May 1<sup>st</sup>, and June 5<sup>th</sup> of 2025.

There was a concern that the WHOA website showed the annual meeting was to occur on January 13, 2025 while mailouts showed January 21. There were questions by Facebook WHOA members as to the exact date of the meeting. Motion was made to correct the date and change it on the website from Jan. 13 to Jan 21, 2025. Also, that the doors would open at 5:00 pm to begin registration process with the Annual meeting beginning at 6:00 pm. Marnee Bolen made the motion and seconded by Priscilla Elliott. Motion passed 5-0. Since the information on the dates was incorrect, a motion was made by Marnee Bolen to withdraw the currently posted election policy from the website and replace with a corrected one showing the correct dates. Priscilla Elliott seconded the motion. Motion passed 5-0.

**Water meter concern:**

Priscilla commented that there was a water meter over by Slide Street that Whisperwood was being charged for during the year. The meter was no longer used by Whisperwood and Priscilla Elliott wanted to contact the city to remove the meter. A motion was made by Robert Guerrero to give Priscilla Elliott permission to contact the city to remove the meter. Seconded by Randal Hamilton. Motion passed 5-0.

**Adjournment:**

Robert Guerrero made a motion to adjourn the Board meeting. Seconded by Priscilla Elliott. Motion passed 5-0.

**Recorded and Submitted by:**

Robert Guerrero

**Approved on:** February 13, 2025

**Attested by:** *none — Secretary declines attestation*

**Secretary's Statement:**

Pursuant to Texas Business Organizations Code § 22.351 and Robert's Rules of Order (12th ed.), § 48:4–7, the undersigned Secretary was not present as recording officer and therefore did not prepare these minutes. As such, I decline to attest to their accuracy or completeness. This notation is entered into the corporate record for clarity of authorship and chain of custody.