

OAK PARKE HOMEOWNERS ASSOCIATION, INC.

Minutes of the Annual Meeting of the Oak Parke Homeowners Association
May 19, 2010

The annual meeting of the Oak Parke Homeowners Association (the "Association") was held on May 19, 2010 at Bethany Lutheran Church.

1. **Call to Order.** The meeting was called to order by Chris Driggs at 7:15 p.m.

2. **Introductions.** Scott Robuck introduced Board members, Scott Robuck, Chris Driggs, and Monique Wells; Carl Gamble, property manager; and Ginger Grissom, recording secretary.

3. **Voting Rules and Quorum Rules.** Scott Robuck clarified the voting and quorum rules as follows:

A. Voting Rules

- Each household receives only one vote.
- Voting members must be in good standing (dues paid).
- Voting members must have no violations.
- The Board may vote a Member's proxy if the Member gives his/her permission for the Board to do so. By designating the Board as his/her proxy, the Member is basically saying that he/she has trust in the Board to make the voting decision.
- There is no rule or regulation within the Association's By-Laws or Covenants, Conditions, and Restrictions ("CCRs") that state how the Board must vote proxies.
- In accordance with Section 7.2 of the By-Laws (see below), Members and the Board vote by "secret ballot." Pursuant to this rule, the Members can have knowledge of the number of proxy votes, but are not permitted to know how the Board voted.

Section 7.2. Election. Election to the Board of Directors shall be by secret written ballot cast at the annual meeting. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Articles of Incorporation. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

B. Proxies

Proxies are tools by which Members may vote if they're not able to attend the meeting. Scott Robuck explained that the Association's current proxy has four (4) options. These options are:

- Option #1: A Member can select the “quorum only” option. The Member’s selection of this option means that he/she is only interested in attending by proxy for purposes of making quorum.
- Option #2: A Member can select that the Board cast his/her vote. By selecting this option, the Member puts his/her trust in the Board to vote for the best person on his/her behalf.
- Option #3. A Member can select that another Member cast his/her vote. By selecting this option, the Member puts trust in another Member to vote on his/her behalf.
- Option #4. A Member can make his/her own selection by indicating his/her choice on the proxy card and mailing it to Goodwin Management prior to the deadline for doing so. The Member may opt to vote for the person(s) named on the proxy card, or the Member may write in a candidate of his/her choice.

The proxy becomes null and void if the Member decides to attend the meeting. The Member can also choose to change his/her mind and cast an alternate proxy if he/she does so before the proxy deadline.

C. Quorum

In accordance with the Association's rules and regulations, a quorum is two-thirds of the Members. The Board gave the requisite notice in the annual meeting packet that it intended to hold multiple meetings on May 19, 2010 until a quorum was met. Therefore, if two-thirds of the Members (including the proxies) are not in attendance at the first meeting on May 19th, the meeting will be adjourned for several minutes. A new meeting will then be called to order, and the number of Members to meet quorum will then be one-half of two-thirds of the Members. The Board will continue to adjourn the meeting and call a new meeting to order until a quorum has been met. This saves the Association money as it costs around \$500 for copying and mailing costs each time an annual meeting is held. It also prevents the Members from having to attend on a second date.

4. **The Oak Parke Board’s Responsibilities.** Scott Robuck reminded the Members that the Association has no paid Board members; it is a 100% volunteer Board. Among the Board’s responsibilities are:

- Being the decision-making arm of the Association.
- Assisting in getting Members to work together on various community projects.
- Keeping Members timely informed of various matters.
- Overseeing financials (including building up the reserves).
- Overseeing property management.
- Assisting Members in solving problems if they cannot be solved by Carl Gamble, the property manager.
- Reviewing vendors' contracts (lifeguards, property management, landscaping, etc.).
- Acting in a fiduciary capacity for the Association.

Mr. Robuck reminded the Members that assisting in solving Members' problems could only be done in accordance with the powers given them by the governing documents. The Board cannot solve snake problems or mediate issues involving barking dogs.

The Board's accomplishments this year include the following: (a) prepared the budget to ensure that Members enjoyed the same number of services without implementing an increase in dues; (b) continued to build up the Association's reserves; (c) contracted with an auditing company to audit the Association's finances; (d) monitored the Association's expenses; (e) contracted with various vendors, including property management, landscaping, pool maintenance, insurance, park lighting, and lifeguards; (f) interviewed and hired a new lifeguard company; (g) implemented new pool rules; (h) hired a new attorney to take a more aggressive approach on collection of past dues; (i) offered guidance to the Association's committees; (j) researched alternatives to the gas lamps; and (k) implemented a new pool entrance system.

5. **Property Management Responsibilities.** Carl Gamble with Goodwin Management introduced himself. He is responsible for the day-to-day operations of the Association, for maintaining the books and reporting the financials to the Board, and for reporting to the Board on past-due accounts and deed violations. He is the ONLY contact that may be reached by telephone. He is available from 8:00 a.m. to 8:00 p.m. by telephone. Mr. Gamble's contact information is as follows:

Carl A. Gamble, Property Manager
 Goodwin Management
 11149 Research, Suite 100
 Austin, Texas 78759-5227
 Business: (512) 502-7517
 Cellular: (512) 431-2400
 Facsimile: (512) 346-4873
 Email: carl.gamble@goodwintx.com

For those interested in the financials, please send him an email request, and he will email the information to you. Mr. Gamble also requested Members' assistance in reporting deed violations. This may be done by sending him an email--preferably with a picture of the violation.

6. **Frequency of HOA Board Meetings.** Scott Robuck informed the Members that HOA Board meetings would be held every other month rather than monthly unless there is a need for additional meetings. A June meeting will be held on June 15th. The location of the June 15th meeting will be announced at a later date, although most meetings have been held at Bethany Lutheran Church.

[Secretaries Note: Section 6.1 of the ByLaws only requires quarterly Board meetings.]

Section 6.1. Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday that meeting shall be held at the same time on the next day which is not a legal holiday.

7. **Annual Meetings.** The Board will try to hold annual meetings in February or March. Having an annual meeting during one of these months presents challenges as it means that the Nominations Committee, Board, and Management Company have additional duties during the busy holiday months. The preparation includes seeking Board of Director candidates, revising proxy forms, and seeing that the annual packet is prepared and mailed in the requisite amount of time prior to the meeting date. Scott Robuck explained the importance of having volunteers for the Nominations Committee--preferably by early Fall. One Member indicated that she would be interested in serving on the Nominations Committee.

8. **Submitting Your Name as a Board of Director Candidate.** Scott Robuck informed the Members that they may submit their name for a director's position **at any time during the year.** Please feel free to email the Board at any time if you would like to run for the Board for the 2011 elections. As noted above, the Board hopes to hold the 2011 annual meeting in February or March.

9. **Rule Changes/Pool Information.** Chris Driggs reported on new pool rules as noted on Attachment No. 1 to these minutes. The specific changes are to Section 7.42 regarding key fobs, Section 7.43 regarding swimming lessons, and Section 7.44 regarding private pool parties. Please note that proof of insurance is required for swimming lessons.

10. **New Lifeguard Company.** Chris Driggs reported that Family Swim Gym has been hired for lifeguard duties this year. They will begin on May 29th. Lifeguards will be on duty from noon until 7:00 p.m. Tuesday through Sunday.

11. **New Key Access to Pool.** Scott Robuck reported on the new key access system for the pool. *See* Attachment No. 1 below (Section 7.42) for additional information.

12. **New Pool Party Form/Cost for Lifeguards During Pool Parties.** There is a new pool party application that must be completed, submitted to Goodwin Management, and approved prior to Member's pool parties. Payment for the lifeguards must also be paid to Goodwin Management prior to the pool party. For additional information, please refer to Attachment No. 1 below (Section 7.44).

13. **Variance for Electrical Conversion of Gas Lamps.** Scott Robuck reported that the Board will permit a variance for Members who choose to convert their gas lamps to electric lamps. The new requirements for the lamps will be as follows:

- (a) the lamps must look the same in appearance as the original gas lamps;
- (b) the lamps must put out as much light as the original gas lamps; and
- (c) the lamps must meet TBA requirements.

Mr. Robuck showed examples of the T-bar conversion kits. He also explained the rationale for the variance as follows:

- Rationale No. 1--The deed restriction for gas lamps is null and void due to Southern Union Gas' failure to follow through with its agreement to the community to assist in maintaining the lamps.
- Rationale No. 2--The electric lamps are more efficient and will save utility costs. Mr. Robuck reported that it currently costs Members approximately \$160/year to burn the gas lamps. It is estimated that electric lamps will cost only \$10/year. This means that Members will probably be able to pay for the lamp conversion in one year. [Mr. Robuck noted that the conversion kit comes with a photocell that turns the lamps on at night and off in the morning.]
- Rationale No. 3--Community Safety. If lamps are easier to maintain and put out sufficient light (as much as when the lamps were new), then the Members are more likely to keep them maintained.
- Rationale No. 4--It would be difficult to meet the voting requirement to obtain a deed restriction amendment in order to permit Members to switch from gas lamps to electric lamps. The Association's governing documents require that 75% of Members vote in favor of the amendment. Historically, the Association has never been able to get 75% of the Membership to vote on anything, and quorum rules do not apply to votes for deed changes. In addition, each Member's signature would have to be notarized, which would be cost-prohibitive for the Association.

- Rationale No. 5--Electric lamps will reduce the cost to the Association while still maintaining the look and feel of the quaint gas lamp. By converting the park lamps to electric, it will reduce the Association's utility costs (the HOA spent over \$3,300 for gas in 2009--every cent of which was spent for the gas lamps). It has been estimated that it will take less than three (3) years for the Association to recoup the cost of converting the gas lamps to electric. Plus, the lamps are easily damaged, and the Association has spent a lot of money having the mantles replaced each time they get bumped. The electric lamps are not as easily damaged. Therefore, the Association will not have to repair the lamps as often.

Mr. Robuck did warn that the Association will take no responsibility for Members who decide to convert to electric, but do not do it correctly. He stated that Home Depot and Lowe's sell special wire rated for conversions. One Member said that you should hire a licensed plumber to shut off the gas. Another Member suggested that you could do it yourself, and then call the gas company and inform them that you smell gas; at which point the gas company would come out and see to it that your gas was properly shut off.

Mr. Robuck said that conversion instructions will be posted on the Association's website. It will also be sent out to all Members within the next 30-60 days.

14. **Committee Reports.** Scott Robuck asked for volunteers to serve on committees for the upcoming year. He said the perks of being a committee member is the joy of working together, getting to know your neighbors, and making your community better. Updates on committees were given as follows:

A. Nominations Committee. It is important that the HOA have a Nominations' Committee. However, there were no volunteers this past year for such a committee. One Member stated that she would like to be on the committee. She was asked to sign up on the volunteer's list.

B. Activities Committee. The Activities Committee has had a successful year with the Spring Fling and Egg Hunt that took place in March. The committee appreciated the additional funding of \$100 to purchase two large folding tables. Upcoming events include a Fourth of July event on July 3rd and the annual Santa in the Parke scheduled for December. They will also be scheduling a meeting in mid-summer to plan a Fall Festival, which will include a chili cookout. It is hoped that this will take place in October. The Activities Committee welcomes volunteers, suggestions, feedback, and general community input. They can be reached at activities_committee@ophoa.org.

C. ACC Committee. The ACC Committee is the most critical committee to serve on because it helps maintain our property values by ensuring that what your neighbor does to his/her property doesn't adversely affect your property. Scott Robuck reminded everyone that an ACC application is needed for any exterior changes. The application must give ample details and data. The ACC Committee members are all 100% volunteers, so Members should allow the ACC plenty of time to review the

applications once they submit them. The Board has implemented a new form that is being required for all ACC applications--the neighbor notification form. You will find the neighbor notification form on the HOA website (www.ophoa.org). You must complete the neighbor notification form and send it in with your ACC application.

D. Pool Committee. Additional volunteers are needed to assist Chris Driggs with the pool duties. This committee helps ensure that the pool and pool equipment is well maintained, and that the furniture is in good order and kept in the pool areas. The HOA hires a pool service to clean the pool, but the pool committee is responsible for seeing that the pool company is keeping up with its duties. For additional information about the pool, please refer to numbers 9-12 above.

E. Landscape Committee. Chris Driggs would like additional volunteers for the landscape committee. This committee helps ensure that the common areas are well maintained, and reports any problems or needs to Carl Gamble.

F. Parking Committee. Zeke Salinas reported on the Residential Permit Parking Zone "RP3" committee. He gave details of the permit process. He also said that it would be difficult to get Aspen Creek on the parking permit program, since the street is so long. Mr. Salinas will continue to monitor Aspen Creek.

15. **Thank-yous.** Scott Robuck thanked the members and others who have volunteered time throughout the year as follows:

- Annual meeting volunteers Charlotte Katzin, Ray Marr, Chester "Chet" Husk, Grace Faulkner, Mark Faulkner, Linda Seelke, Ben Rogers, and Mark Rumble.
- Committee volunteers Zeke Salinas, Paula Ables, Andrea Brown, Michan Burnes, Katie Duffy, Peggy Faloon, Jolee Kempf, Sheila Shepherd, and Stacy Turchiano.
- Recording secretary Ginger Grissom.
- David Faloon, who helped with the email lists.
- John Nixon, who assisted with the gas lamp repairs.

16. **Public Communications from the Board.** Scott Robuck noted the following areas of communications for Members:

- Official HOA Email List (see HOA website to be included)
- Yahoo Group (see HOA website to be included)
- Emailing the Board @ board@ophoa.org (Form under Leadership Link)
 - There should be no anonymous emails
 - Phone calls should only be made to Carl Gamble at the number noted in number 5 above. No phone calls should be made to Board members.

17. **Quorum Report.** A quorum report was taken and it was noted that there was only a count of 148 Members of the 224 Members needed to reach quorum. As noted in number 3 above, Members could be present either in person or via proxy.

18. **Adjournment.** Monique Wells moved that the meeting be adjourned. Chris Driggs seconded the motion, and the motion carried. The meeting was adjourned for a period of five minutes.

19. **Second Annual Meeting Called to Order.** Scott Robuck called the annual meeting of the Oak Parke Homeowners Association to order for a second time on May 19, 2010 in order that a quorum be met. It was noted that quorum had now been met, since only 106 Members needed to be present (either in person or via proxy).

20. **Minutes-April 27, 2010 Meeting.** Chris Driggs moved that the minutes of the April 27, 2010 meeting be approved. Monique Wells seconded the motion, and the motion carried.

21. **Minutes-2009 Annual Meeting.** Chris Driggs moved that the minutes of the 2009 annual meeting be approved. The Members voted unanimously to approve them.

22. **Director's Election.** There were no nominations from the floor. Chris Driggs and Zeke Salinas, nominees for the Director's position, gave brief speeches. The election was then held. Chris Driggs received 77 votes and Zeke Salinas received 38 votes. Therefore, Chris Driggs will serve for the three-year term 2010-2013.

23. **Door Prizes.** Three \$50.00 gift cards were awarded during the meeting.

24. **Open Questions from Members.** There were questions from Members (and responses) as follows:

(a) One Member asked about non-Members parking at the amenity center. The Board is now tagging cars that are not owned by Members. Towing regulations require signs with specific language. The Board is in the process of ordering new signs. Once new signs have been installed, non-Members will be towed from the amenity premises.

(b) One Member asked why there couldn't be more pool kfobs per family. Scott Robuck explained that it takes too much time to track more than one kfob per family. He also mentioned that the new kfobs are waterproof. Mr. Robuck said that the new kfob system is a much-needed enhancement for the pool as it can be monitored via the web. Members should feel free to toss their old kfobs.

(c) One Member inquired about the possibility of being locked in the pool if you stay too long as the pool locks automatically. Scott Robuck explained that there is a grace period of approximately 20 minutes. The Board will try to obtain a clock for use in the pool area.

(d) One Member inquired about the possibility of security cameras at the pool. Scott Robuck stated that the Board is considering a new upgrade now that it will integrate with our new kfob system.

(e) One Member inquired about the possibility of wireless Internet at the pool. Scott Robuck explained that it is a possibility. However, they need to ensure that it is secure before they make it available.

(f) One Member inquired about getting a new swim line in the pool. Scott Robuck informed the Members that the Board hopes to get a new swim line put in the pool this year.

(g) One Member asked if the Keep Brodie Wild group had contacted the Estates of Shady Hollow or other associations for assistance in the fight against the apartments. It was suggested that it would be good to get email lists from them. However, it was mentioned that it would be an invasion of their members' privacy to give the information to the Keep Brodie Wild group. Monique Wells will ask her friends at the Estates of Shady Hollow about getting the Keep Brodie Wild information out to its members.

(h) It was noted that Pam Baggett with the Shady Hollow Homeowners' Association is trying to get support for SH45SW. She left a petition to be signed by those interested.

25. **Adjournment.** Chris Driggs moved that the meeting be adjourned. The motion carried and the meeting was adjourned at 9:15 p.m.

Chris Driggs, President

Attachment No. 1 -- New Rule Changes

Code of Rules and Regulations.

Section 7.42. **If a pool key fob is lost, there will be a replacement fee of \$25. There will be no refunds given if a lost key is later found as any lost key will be permanently deactivated.** To obtain the electronic pool key for your family, contact the management company (info at the top of every web page). Only one key fob will be issued per homeowner. If you rent your home, your landlord (the actual homeowner) will be responsible for issuing you your pool key. The management company will not issue any keys directly to renters or non-members. Violations of any of the Deed Restrictions, Bylaws, Rules and Regulations, late payments or inappropriate pool behavior shall be cause to disable your pool key. If your key has been disabled, please contact the management company to find out how to get it reactivated. Keys will only be enabled during normal work hours, Monday through Friday (not including holidays) and expect it to take up to 72 hours for a pool key to be re-enabled.

Section 7.43 Swimming lessons using a paid instructor may be provided at the swimming facility by an instructor who is at least 18 years old and either holds a current American Red Cross Water Safety Instructor certification or a current YMCA Aquatic Safety Assistant certification. The instructor must have evidence of carrying current personal liability insurance which covers swimming lesson activities. At least half of the available places in the class must be filled by Association members or their family members. Member-to-guest ratios described in this chapter apply to swimming instructors and students.

Persons who wish to provide swimming lessons must apply to the board for approval, showing schedule, publicity plan, costs and the certifications of the instructor. The instructor must agree to hold harmless the Association and to abide by all rules in this chapter. Provision of swimming lessons without board approval is a violation. Provision of access to the swimming facility by a paid instructor by any member without board approval or providing access to a nonmember instructor without board approval will result in suspension of permission to provide swimming lessons to any person providing access to the swimming facility to the instructor.

Section 7.44 Each member may take a one-time extension per season to the above stated guest policy (section 7.7) to hold a private party (e.g. children's birthday party) in the swimming facility, **if prearranged in writing and approved with the management company. All pool parties must have a minimum of one (1) lifeguard on duty during the duration of the pool party.** Therefore, all HOA members sponsoring a pool party event **must hire an HOA-approved lifeguard** whether or not the party takes place during normal lifeguard hours. This will be in addition to scheduled lifeguards if on duty. The current rate for HOA-approved lifeguards is \$27/hour and **payment is made directly to the management company prior to the pool party event.** During a private party, access to the swimming facility will continue to be open to other members. If

regularly scheduled lifeguards are on duty at the time of the pool party event, they are only responsible for supervision of 'non-party' members and their guest(s).

In order to request a pool party, the member must complete a Pool Party Application and submit it to the management company. **Private Pool Parties must be scheduled at least one (1) week in advance with the management company.** Private parties will be scheduled on a first come, first serve basis. **Parties will be posted at the gate by the HOA. The sponsoring member must keep a copy of the APPROVED Pool Party Application with them at all times during the party and present it to anyone who asks to see it.** Immediately following the party, the sponsoring member is required to inspect the area and make certain all furniture and equipment are returned to neat order and all trash is properly disposed of. The sponsoring member will be responsible for any damages caused by the party patrons which occur during the party. **The sponsoring member may be sued by the HOA for any damages caused by the party's guest.**

There shall be no more than fifteen (15) guests per party and parties must be limited to no longer than two (2) hours maximum. In the event of a children's function, there must be a ratio of one supervising adult to no more than three (3) children for children through the age of three (3) and under, and one supervising adult to five (5) children older than three (3) but less than 12 years of age. In all events, one adult, age eighteen (18) or older, must accompany any children 14 years or less of age.

DRAFT