

SPECIAL BOARD MEETING

DATE: July 12, 2010

LOCATION: 15741 KINGSCREST CIRCLE, HOME OF CATHIE SELLS

BOARD MEMBERS PRESENT: Linda Becken, Nancy Bamburger, Donna Buschardt, Mike Lattman, Cathie Sells, and Laura Peitzer

Others Present: Laurie Frohbieter, Mike Burkett, Vas Vasanthkumar , Trey Ivey, Sharon Hassell, Leanne Andrews, Gary Popken

Cathie Sells opened the meeting and requested Sharon Hassell record the minutes of the meeting. Mike said he would also take notes of the meeting. Gary Popken announced that he would record the meeting and give to the secretary. Cathie stated that the Special Meeting was called in response to the events that occurred on the July 6th meeting when it was determined that the serving President and Vice President were illegally seated.

They discussed who would run the meeting on July 13 how ballots would be counted, who count. It was decided that Linda Becken and Mike Lattman would count. The need for HPHA Board of Directors to elect a new Vice President and President from the 8 member Board so that the official business of the HPHA Home Owners Association could legally conduct business and keep the Association running smoothly and the property areas and park maintained.

All present were informed that Matt had called Cathie earlier in the day on Sunday the 11th asking that she meet with him for a discussion. She was the only Director who had volunteered to step up and take over the President position in order to resolve issues of Officers legal right to serve. In the evening Matt came to Linda Becken's home where Cathie was visiting and met with both of them. Sharon Hassell came by and Matt invited her to join their discussion. Matt suggested he would step down if Cathie would step up either then, in Oct. or when possible. They decided they would announce their intentions at the special meeting and it would be subject to a vote by the board, if a quorum was present.

Mike Lattman requested to speak in regards to an offer that Matt Bach had made to volunteer to assist Ivy Gold with the duties of the Covewood Circle Rep/Director duties. He presented an envelope he received from Matt. Issue was taken that only one Director from each circle is allowed in the Articles of Inc. and no provision allowed for co-serving. Nancy Bamburger disagreed with this and wanted him allowed to Co-Rep with Ivy. Sharon stated that there was no provision for this in the governing rules of the corporation, Matt is a member of the association and can attend any meeting helping to guide the new officers and lend his experience as past president ex officio to facilitate reuniting the park members.

Sharon Hassell had received written counsel from her Real Estate Attorney, Mr. Skibell, whom she had personally retained to finally resolve the issues and complaints raised in April about the

inappropriate running of the Corporation. Sharon shared and emailed a copy of Mr. Skibell's letter to all members of the park/corporation. Mr. Skibell's letter, which was reviewed by his peers, to be accurate in resolving all the issues which were previously raised by her, John Hassell, Tom Greene, Gary Popken, and others dealing with Articles of Incorporation (complete version)/Declarations and Covenants and By-Laws.

Brad Buckman stepped in to present his Ballot and selection on whether to go with all volunteers to run the park or hire a Paid Property Manager for \$10,000 for a 6 month trial period in 2010.

Leanne Andrews, Real Estate Consultant and licensed Agent to sell real estate, was asked to speak on the issues/changes /effects of hiring a certified Property Manager, effects on the sale of homes in the Park. How changing of the By-Laws and raising of the amount of monthly/annual dues will effect the resale, refinancing of our homes, and how it will effect new Buyers interested in purchasing a home in our community. She stated "You bring in the Texas Real Estate Commission and the unique thing about this relationship is how it changes requirement with a certified property manager, In Texas there is the Texas Recovery Fund and Errors and Omissions insurance provision. If correct legal documents of the Association had been requested and been denied, there would be a lawsuit directed at the Association and at The Property Manager. Had the legal issues not been answered that Sharon Hassell had raised the licensed Real Estate Agent would also be included in the lawsuit". Cathie, banker for Chase, pointed out how including our 5 year plan in the By-Laws and posting this on the HPHA website for any person to see can negatively effect the sale of our homes and proposed that this be removed from the By-laws and our website. How it effects refinancing and if a lien is filed on a house the banks will not touch it to loan against it until all liens were removed. Banks will only accept 1st and 2nd lien positions, will not get involved in any loan where a house is involved in a lawsuit, contractors lien, etc.

In regards to HPHA Articles of Incorporation, Mike Lattman stated that he wrote the condensed version of the Articles of Incorporation and that they are readable but not official. The governing document is the Articles.

Mike Lattman then made a motion to elect/Cathie Sells as new HPHA President, Linda Becken as Vice President and Sharon Crowder as new Secretary. The motion was seconded by Laura Peitzer and the motion and vote carried and was unanimous by affirmation of all Board Members present. Sharon Hassell had requested that each person voice their vote for the record by Yea/Nay to be put in the minutes rather than just a show of hands.

Mike Lattman then presented an envelope to the board from an HPHA member who was not present and is unable to volunteer, Mitzy Tanamachi with a contribution towards the funds for running the Park of \$25. Mike volunteered to take it to Dave Santucci, Treasurer as he is on the Finance Committee.

Cathie discussed need for job duties written for volunteers to clarify duties they were going to perform. Example given of she and Gary Popken volunteering for maintenance of medians on Arapaho. HPHA duties re

Laura Peitzer suggested that better communication was needed to their circle members and they be asked as to how they want to receive minutes of meetings regarding issued. Not everyone has email or a computer to go look on a website to get their information. It was suggested that a park wide email go out with minutes and perhaps circle reps could print a copy and give to those without email ability to get a hard/paper copy. Cathie also suggested that one of the first duties of a Director be to read the legal Articles of Inc. and be available to discuss any issues when asked. We also need to restrict access to our website. We could only allow access to outsiders to see a professional image with park pictures to help market the best features of our park and association.

The pool service and maintenance, how it is handled, should we hire a service. Cathie pointed out that all our attendants and manager are certified and they do put all the chemicals and check ph balance etc and other people can get certified and we also have funds to pay a service. Gary explained that off-season this is also necessary. Mike Lattman said he was on the board 10 years ago. That pool/city rules on our pool changed. Everyone agreed to look at pool rules, how it effects neighbors nearby etc. if they can be changed to benefit more park members etc. Laura also said we do need to be aware of vandalism, Donna mentioned that they were doing a trial to keep it open later. Laura also said she would not be averse to having cameras monitor the pool and this would be helpful at night and off-season.

Cathie and Gary also mentioned the maintenance of the Arapaho medians and that perhaps we should solicit the south park again to participate in the maintenance as well as one third of the cost shared by HPHA, Shelton Ward School and Holiday Park South Assn.

Mike Burkett said he would like to see the Board appoint a committee to clean up the by-laws. Gary Popken mentioned that the Jackman's have suggested that they need to be reviewed and updated. Several people suggested that we have a park party to honor those who have served such as Joan Huntley, Matt & Sue Bach, Tom Greene, Melissa Santucci, past circle reps. and this be done in the fall when weather is more temperate and to meet all new park members.

Cathie also suggested that the Board meetings be moved to the first Wednesday of the month at 7:30pm, Donna objected as she could not attend then, and Cathie suggested Thursdays which no one had a problem agreeing upon. BOD meetings will be moved to 1st Thursday of each month effective with Aug 5 meeting. Meeting places to be changed.

Leanne Andrews stepped up to say that she felt the people in our park are the true value, the neighborhood is a truly unique community. It is in all of our best interest to keep it that way.

The meeting was adjourned when the Cathie Sells, new HPHA President made a motion to end the meeting and Gary Popken seconded the motion.

These minutes have been transcribed from Gary Popken's recording, Sharon Hassell's notes, and typed by your new president in the absence at the meeting of the newly elected HPHA Secretary, Sharon Crowder.