

# AGENDA

## Quail Creek Homeowners Association

### *Board of Directors Meeting*

Date: **September 24, 2014**

Time: 6:00 p.m. – Regular Board Meeting

Place: 304 Pheasant Hill Drive

#### **ITEM I. CALL TO ORDER & OPENING BUSINESS**

- A. Roll call & establish quorum<sup>1</sup>
- B. Approval of meeting *Agenda*<sup>2</sup>
- C. Welcome to members attending
- D. Rules & decorum

**\*\*NOTE: Any homeowner wishing to be added to the agenda for the next regular meeting of the board, (NOT the annual membership meeting) please contact the Board Secretary, Glenna Brown.**

#### **ITEM II. HOMEOWNER/GUEST COMMENTS & CONCERNS**

Comments must relate to items that are on the agenda. The Board will not address comments &/or concerns *until* the “question” is on the table. *The “OPEN FORUM” [ITEM VI] at the end of the meeting is open to all general comments, questions, and concerns.*

#### **ITEM III. IMMEDIATE ACTION ITEMS**

- A. Approval of *Minutes*<sup>3,4</sup>
  - 1. August 11, 2014, Regular Meeting of the Board
    - i. Correction to motion RE “Enter Minutes as Unapproved”
  - 2. July 2013, Regular Meeting of the Board
    - i. Notification determination
    - ii. June 2013, Regular Meeting of the Board
  - 3. August 22, 2013, Regular Meeting of the Board
  - 4. September 9, 2013, Regular Meeting of the Board
  - 5. September 11, 2014, Special Meeting of the Board

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<sup>1</sup> Each Director shall have one vote, exercisable in person or by proxy. Bylaw 3.05

<sup>2</sup> An invitation to members interested in being added to the agenda was sent on September 13, 2014 to all homeowners. The invitation was sent via email from Robert Steinhagen with the subject heading, “Officer Appointments for the HOA” and was also posted on the main newsfeed of Nextdoor.

<sup>3</sup> *Minutes that have not been approved are not really minutes. Only if they are approved can they serve as the legally recognizable record of the meeting. A draft of minutes that has not been approved might still provide some evidence of what occurred, but without having been approved, it cannot be considered the official record of the actions taken.* Frayda Bluestein, UNC School of Government, February 05, 2014 post on *Coates’ Canons NC Local Government Law Blog* (<http://canons.sog.unc.edu>) under Board Structure & Procedures. This article can also be found as an attachment in the *HOA Board Business* open group on Nextdoor in the post entitled *New Board Approving Minutes of Past Meetings*.

<sup>4</sup> *Directors who were not present at the meeting for which minutes are being approved (or even on the board when the meeting occurred) can vote to approve minutes. The association as an organization has a continuing legal existence, even if specific members come and go over time. Accordingly, the new board can approve the minutes of the old board.* Jim Slaughter Attorney-Parliamentarian, author of *The Complete Idiot’s Guide to Parliamentary Procedure* (<http://www.dummies.com/how-to/content/roberts-rules-for-appealing-a-ruling-by-the-chair.html>)

- B. Oral report of *Board Action* “Without Notice to Owners”<sup>5</sup>
  - 1. Determining the date, time & place of the *Annual Meeting*
- C. Treasurer’s report & finance
  - 1. 2014 Annual Review (Fiscal Year Ends October 1, 2014<sup>6</sup>)
    - i. Outstanding invoices
    - ii. Legal fees
  - 2. 2015 Annual Budget (2014/2015)
    - i. Annual insurance premium
- D. Dedicatory instruments
  - 1. Legal standing
  - 2. Recognition
    - i. Resolution
    - ii. Chronic/defiant violators
    - iii. Board communication/declaration to owners
- E. Proposed policies & filing certificates<sup>7</sup>
  - 1. *Document Retention Policy*
    - i. *Filing Certificate*
  - 2. *Records Production & Copying Policy*
  - 3. *Fine Policy*
    - i. *Filing Certificate*
  - 4. *Policy for Priority of Payments*
    - i. *Filing Certificate*
  - 5. *Alternative Payment Schedule Guidelines*
    - i. *Filing Certificate*
  - 6. *Management Certificate*
  - 7. Other Filing Certificates
    - i. *Articles of Incorporation*
      - 1. Review current recorded document
    - ii. Bylaws
- F. Annual Meeting
  - 1. Membership list verification
  - 2. Notice
  - 3. Governance
    - i. Proposed rules
    - ii. Voting
    - iii. Ballot requirements

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<sup>5</sup> A board may meet by any method of communication without prior notice to members or the board may take action by unanimous written consent to consider routine and administrative matters. Any action taken without notice to owners must be summarized orally, including an explanation of any known actual or estimated expenditures approved at the meeting, and documented in the minutes of the next regular or special board meeting. Tex. Prop. Code § 209.0051(h).

<sup>6</sup> See Bylaw 7.01 “Fiscal Year”

<sup>7</sup> The Board has the authority to adopt, publish, and enforce rules. Bylaw 3.04(b).

**ITEM IV. COMMITTEE BUSINESS**

- A. Architectural Review Committee
  - a. New Applications
  - b. Streets
    - i. Previous repairs
    - ii. Ongoing Maintenance
    - iii. Critical Issues
  - c. Park

**ITEM V. OTHER BUSINESS**

- A. Anonymous communication to the Board
- B. Amending the CC&Rs
  - a. Amendment process review
  - b. Appointing a special committee
- B. Bylaws
  - a. Amendment process review
  - b. Proposed amendments
- C. Street Ambassadors
  - a. New Homeowner Welcome Kits
- D. Official Quail Creek URL
- E. Date for next board meeting: *Proposed: Tuesday October 7 or Tuesday October 14*

**ITEM VI. OPEN FORUM: OWNER/GUESTS COMMENTS, CONCERNS &/OR QUESTIONS**

**ITEM VII. RECESS TO EXECUTIVE SESSION**

- A. Discussion of historical threats of litigation
- B. Discussion of owner(s) in violation of governing documents
- C. Other unanticipated business pertaining to agenda items as detailed by the Chair

**ITEM IX. RECONVENE IN OPEN SESSION**

- A. Oral summary of executive session<sup>8</sup> *Members present for the meeting that do not wish to stay and wait for the Board to reconvene from Executive Session may join a free conference call to hear the oral summary via telephone. Five minutes before the reconvening into open session, the Board will notify members via text message so that members may call in to listen to the summary (long-distance charges apply). Members must leave their name and cell phone number that allows text messaging on the sign-in sheet.*
  - a. The summary will be included in the meeting minutes
- B. No further business will be conducted

**ITEM VII. ADJOURN**

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<sup>8</sup> *Following an executive session, any decision made in the executive session must be summarized orally and placed in the minutes, in general terms, without breaching the privacy of individual owners, violating any privilege, or disclosing information that was to remain confidential at the request of the affected parties. The oral summary must include a general explanation of expenditures approved in executive session. Tex. Prop. Code § 209.0051(c).*