

Windermere Oaks Water Supply Corporation
Board of Directors Meeting Minutes
Date: April 26, 2025
Windermere Oaks Pavilion, Spicewood, TX 78669

1. Call to Order

The meeting was called to order at 11:23 AM by Patti Flunker, President, following the Annual Members Meeting.

2. Pledge of Allegiance

The Pledge of Allegiance was waived

3. Public Comment

There were no public comments, as no members signed up to speak.

4. Roll Call and Establishment of Quorum

The following members were present:

- Patti Flunker (President)
- Mark Carpenter (Vice President)
- Alan Hicks (Secretary-Treasurer)
- Karen Yeaman (Board Member)

Bill Stein was absent. A quorum was established, and the meeting proceeded.

5. Discussion and Action on Voting for Officers

The board discussed and voted on the election of officers:

- President: Patti Flunker was nominated, seconded by Mark Carpenter, and passed unanimously.
- Vice President: Mark Carpenter was nominated, seconded by Alan Hicks, and passed unanimously.
- Secretary-Treasurer: Alan Hicks was nominated, seconded by Mark Carpenter, and passed unanimously.

6. Introduction of New Operator - Spicewood Utility Services - Spicewood Utility Services was introduced as the new operator. During the Annual Meeting, they presented their services, and the board expressed satisfaction with their approach to billing. The board emphasized the importance of monitoring billing practices, including addressing concerns about late fees. Patti Flunker stated that an audit would be conducted, with an estimated timeframe of one month to complete it.

7. Discussion and Action on Selecting Remaining Dates for Open Board Meetings for 2025

The board discussed potential dates for upcoming board meetings, with the idea of rotating between Monday evenings and Saturday mornings to accommodate different schedules. Patti Flunker made a motion to table this discussion until all board members had time to check their availability for the year. Mark Carpenter seconded the motion, and it passed unanimously.

8. Discussion and Action on Approval of Board Meeting Minutes from April 7, 2025

Patti Flunker made a motion to table the approval of the April 7, 2025, meeting minutes due to incomplete documentation. Mark Carpenter seconded the motion, and it passed unanimously.

9. Discussion and Possible Action on Approval of Outstanding Expenses, Opening New Account at First United Bank and Closing Old Account - The board discussed the need to open a new account at First United Bank to replace the old account, as there were missing checks and unreturned checkbooks from prior board members. Patti Flunker made a motion to approve the opening of a new account and closure of the old account. Mark Carpenter seconded the motion, and it passed unanimously.

10. Discussion and Possible Action on Operations and Repairs - The board discussed the ongoing need for repairs, specifically regarding the purchase of chemicals for water treatment and other operational issues. Mark Carpenter mentioned the need to confirm the amount of chemicals to order and the duration of their use. It was agreed that Curtis would follow up and provide detailed information.

11. Discussion and Possible Action on PUC Dockets - The board discussed several PUC dockets:

- Docket 55840 (CCN Application): The board noted that the ALJ recommended dismissal due to capacity issues and lack of compliance from Windermere Oaks.
- Docket 56167 (Compliance Filing): The board is making progress on required filings related to nonprofit status.
- Docket 56272 (Refund and Surcharge): The board provided updates regarding refunds and surcharges, including addressing the issue of double surcharges for December, January, and February.
- Docket 57065 (Temporary Manager Petition): The board discussed filings of the termination of Anser as the temporary manager and potential next steps.

Action Taken: No formal votes were required.

12. Discussion and Possible Action Regarding Jim Madigan Lawsuit - The board discussed the lawsuit filed by Jim Madigan, who is seeking damages related to water service for his development. The lawsuit claims a breach of contract, alleging that WOWSC failed to provide water service despite previous assurances. The board emphasized that this lawsuit stems from actions by the prior board.

Action Taken:

- Patti Flunker made a motion to appoint Griffith-Davison as legal counsel to represent WOWSC in the lawsuit and to respond to the filed petition. Mark Carpenter seconded the motion, and it passed unanimously.

13. Discussion and Possible Action on Quote for Directors and Officers Insurance

The board reviewed a quote for Directors and Officers Insurance from The Hartford Group. The insurance covers a range of liabilities, including fiduciary responsibilities, discrimination claims, and theft by board members or outsiders.

Action Taken:

- Patti Flunker made a motion to approve the quote for \$10,658 for a 12-month policy, with payment to be made in one lump sum. Mark Carpenter seconded the motion, and it passed unanimously.

14. Discussion of the 2025 Budget - The board acknowledged receipt of the draft 2025 budget but noted that there was insufficient time to review it in detail.

Action Taken:

- Patti Flunker made a motion to table the discussion of the 2025 budget until the next meeting. Mark Carpenter seconded the motion, and it passed unanimously.

15. Discussion and Action on Hiring a New Bookkeeper - The board discussed the potential hiring of a new bookkeeper, Liberty Hill Bookkeeping, who has experience working with nonprofit organizations and utility services. A proposal is expected in the coming weeks.

Action Taken:

- Patti Flunker made a motion to table the discussion until the proposal is received and reviewed. Mark Carpenter seconded the motion, and it passed unanimously.

16. Discussion and Action on Texas 811 – Call Before You Dig and Building in the Service Area and Marking of Water/Sewer Lines - The board discussed the importance of Texas 811 (Call Before You Dig) to prevent damage to water lines during construction. The board emphasized the need for proper marking of water and sewer lines and for property owners to follow legal procedures.

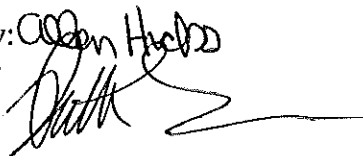
Action Taken:

- Patti Flunker made a motion to adopt Texas 811 services and implement communication to the community regarding the legal requirements for calling before digging. Mark Carpenter seconded the motion, and it passed unanimously.

17. Adjournment

Motion: A motion was made by Patti Flunker to adjourn the meeting at 12:41 PM, seconded by Mark Carpenter, and passed unanimously.

Submitted by:
Patti Flunker
President



Approved by the WOWSC Board on: