



**Minutes of the Special Meeting of the Board of Directors
Windermere Oaks Water Supply Corporation
Monday, March 17, 2025 – 6:00 PM
Windermere Oaks Pavilion, 105 Eaton Lane, Spicewood, TX**

1) Call to Order & Establishment of Quorum

The meeting was called to order at 6:00 PM by President Patti Flunker.

Board Members Present:

- Patti Flunker, President
- Allen Hicks, Secretary/Treasurer
- Mark Carpenter, Director

A quorum was established.

2) Public Comment

The board received comments from the following members:

- Debbie Hicks raised concerns regarding billing issues, including non-receipt of water bills. She also stated that personal financial information, including unredacted copies of checks, was improperly shared by the billing clerk. She requested that the board take immediate action.
- Danny Flunker criticized the prior board for failing to prepare meeting minutes, limiting public comments, and withholding public records. He also questioned rate increases and legal expenses.
- Julie Neumann inquired about the location of the checkbook and other financial records.

3) Discussion and Action – Acceptance of Resignations

The board received and accepted the resignations of Jeff Walker and Rene French from all positions held within WOWSC.

Motion: Patti Flunker moved to accept the resignations.

Second: Allen Hicks.

Vote: Unanimous approval

4) Discussion and Action – Appointment of Bank Account Signatories

The board discussed appointing new administrators and signatories for WOWSC's financial accounts, including First United Bank.

Background Information Provided by President Flunker:

- Rene French, who was not a director, had instructed the bank to restrict Anser's online viewing only.
- Jeff Walker, despite previously stating otherwise, actively wrote check' possession of the checkbook.

- On the day of Carlton's resignation, Walker wired over \$150,000—primarily to AWR and Carlton Law Firm, despite Anser's intention to audit invoices before payment.
- Proceeds from the land sale were used to pay off defaulted CoBank loans, leaving the corporation with minimal available funds.

The following individuals were appointed as administrators and signatories on all financial accounts:

- Patti Flunker, President
- Allen Hicks, Secretary/Treasurer
- Lenita Bates (ANSER Representative, Temporary Manager)
- Kristy Conley (ANSER Bookkeeper, Accenture Representative)

Motion: Patti Flunker moved to approve the resolution.

Second: Mark Carpenter.

Vote: Unanimous approval.

5) Discussion and Action – Removal of Former Signatories

The board discussed and voted to remove all former board members, officers, and appointees from the First United Bank accounts and all other financial accounts, including:

- Jeff Walker
- Rene French

Motion: Patti Flunker moved to remove all former board members and officers from financial accounts.

Second: Mark Carpenter.

Vote: Unanimous approval.

6) Discussion and Action – Annual Members Meeting & 2025 Director Election

The board reviewed and approved the agenda for the April 26, 2025, Annual Members Meeting, in compliance with Texas Water Code 67.

Declaration of Unopposed Election

In accordance with Texas Water Code 67.0055, the following candidates were declared unopposed and will be seated without an election:

- Position 1: Mark Carpenter
- Position 2: Karen Yeaman
- Position 3: Bill Stein

The resolution of unopposed candidates will be read into the record at the annu

Motion: Patti Flunker moved to adopt the resolution declaring unopposed candidates.

Second: Allen Hicks.

Vote: Unanimous approval.

Annual Meeting Agenda Approval

The board approved the agenda for the 2025 Annual Members Meeting.

Motion: Patti Flunker moved to approve the Annual Meeting Agenda.

Second: Mark Carpenter.

Vote: Unanimous approval.

7) Discussion and Action – Approval of March 3, 2025, Board Meeting Minutes

The board reviewed the March 3, 2025, meeting minutes and approved them for publication.

Motion: Patti Flunker moved to approve March 3, 2025, minutes.

Second: Mark Carpenter.

Vote: Unanimous approval.

Discussion followed this regarding the checking account with the attendees' asking questions about control of the check book, specifically Debbie Hicks questioned Lenita Bates of Anser about financial oversight and access to WOWSC's checking account. Lenita confirmed that while Anser monitors transactions daily, they currently lack the authority to approve payments or issue checks. Once the board-approved meeting minutes are submitted to the bank, Anser will gain full control. Lenita also acknowledged that payments to AWR and the Carlton Law Firm were made without Anser's authorization and were only discovered after the fact, some as delayed bills from the previous board. She assured that Anser is working to prevent future unauthorized transactions and strengthen financial oversight.

Brian Garceau former board member stated that the previous board was concerned that granting too much authority to the temporary manager would result in the corporation losing control over its own operations.

8) Adjournment

With no further business, the meeting was adjourned at 6:50 PM.

Motion: Patti Flunker moved to adjourn.

Second: Allen Hicks.

Vote: Unanimous approval.

Signed By:



Allen Hicks / Board Secretary

**RESOLUTION OF THE BOARD OF DIRECTORS OF WINDERMERE OAKS WATER
SUPPLY CORPORATION TO APPOINT AND REMOVE ADMINISTRATORS AND
SIGNATORIES FROM BANK ACCOUNTS AND OTHER FINANCIAL ACCOUNTS**

WHEREAS, the Board of Directors of Windermere Oaks Water Supply Corporation has determined that it is in the best interest of the corporation to appoint new administrators and signatories for the bank account at First United Bank and other financial accounts;

RESOLVED, that the President and the Secretary-Treasurer of Windermere Oaks Water Supply Corporation are hereby appointed as the administrators and signatories of the bank account at First United Bank and other financial accounts;

FURTHER RESOLVED, that all former directors or persons previously authorized to be administrators and signatories of the bank account at First United Bank and other financial accounts including but not limited to Jeff Walker and Lawrence "Rene" French are hereby removed from these roles;

FURTHER RESOLVED, that the President and Secretary-Treasurer are authorized to sign, execute, and deliver any and all documents, instruments, and agreements necessary or desirable to carry out the intent of this resolution, and to take any other actions deemed necessary or advisable to effectuate the foregoing;

FURTHER RESOLVED, that this resolution shall remain in full force and effect until it is amended or rescinded by a subsequent resolution of the Board of Directors.

Certification

I, the undersigned, hereby certify that I am the duly elected and acting Secretary of Windermere Oaks Water Supply Corporation, and that the foregoing resolution was adopted by the Board of Directors of Windermere Oaks Water Supply Corporation at a Special Board Meeting duly called and held on March 17, 2025, at which a quorum was present and acting throughout, and that such resolution has not been amended or rescinded and remains in full force and effect.

Allen Hicks

Allen Hicks, Secretary of Windermere Oaks Water Supply Corporation

March 17, 2025

Patti Flunker

Patti Flunker, President of Windermere Oaks Water Supply Corporation

March 17, 2025