

Fair Oaks Ranch Homeowners' Association
Special Meeting
February 26, 2019, 7:00 p.m.
Fair Oaks Ranch HOA Conference Room, 7286 Dietz Elkhorn

- I. CALL TO ORDER** – Carolyn Knopf, President, called the meeting to order at 7:00 p.m. Directors attending were Beki Hutchison, Frank Chesworth, Debra Grandjean, Tom Jaster, Gary Williams, and Sara Federico. Jonathan Cluck and Kristen Koroncok did not attend. Guests attending were Mayor Garry and Dee Anna Manitzas, Roy Elizondo, Wes and Geri Pieper, Ken Nichols, Al Schmidt, Deb Stephens, Chris Graham, Nick DiCianni, Mary Lynn Jaster, Cheryl Landman Manzo, John Bartlett, and Charlan Beal. Dana Krone sent an email to be read in his absence and attended the meeting via phone.

Carolyn Knopf reviewed the current Board Vacancy Policy

- II. GUEST COMMENTS** – Guests, Ken Nichols, Christine Graham, Cheryl Landman, and Dana Krone made comments to the Board.

III. DISCUSSION AND CONSIDERATION ITEMS–

- A. Hiring new HOA and restrictions legal counsel

President Carolyn Knopf stated that previous HOA attorney, Peter Kilpatrick had resigned and needed to be replaced. She reminded everyone that the HOA attorney is not hired by contract or retainer, but is hired on an hourly basis, just as all other vendors for FORHA.

Treasurer, Tom Jaster, moved that Susan Rice be hired as the new attorney for the HOA and restrictions legal counsel. Debra Grandjean seconded the motion. Vice President, Beki Hutchison, began the discussion by stating that she had received information from board member, Jonathan Cluck, of a previous matter in 2009 where Susan Rice and the HOA Board that she was representing had been sued. It was stated that the matter was resolved via mediation, but she had some concerns. Debra Grandjean stated there were no specifics found where Susan Rice was at fault and pointed out that she often deals with difficult communities. She said that any Board members who had concerns should make them known. Guest, Ken Nichols interrupted to Board to ask a question. He was informed that this was a Board discussion and the floor was not open to questions from guests. President Knopf suggested that she ask Susan Rice to call in to the Board Meeting so that any board member with questions could ask them. President Knopf moved to Table this discussion and motion until Ms. Rice could be reached on the phone. All members were in favor and the motion to hire Susan Rice as the new HOA attorney and restrictions legal counsel was tabled.

- B. Governance for Bylaws Review Committee – Treasurer, Tom Jaster made a motion to adopt the Bylaws Review Committee Governance Document, titled Fair Oaks Homeowners' Association (FORHA) Bylaws Review Committee (BRC) Charter. Gary Williams seconded the motion. Questions started coming from the guests in the audience as to the content of the charter. Secretary, Biff Chesworth, turned to the audience and asked that they refrain from asking questions as this was a board discussion and the floor was not open to the guests. Following discussion, a vote was taken on the motion and passed in favor unanimously. President Knopf informed the guests that since the charter had now been adopted, it would be released to the committee members and the guests were welcome to have a copy. Copies were then made available to the guests. (A copy of this charter is attached to these minutes as Exhibit A)

- A. The Board returned to discussion concerning the motion to hire Susan Rice as the new HOA attorney and restrictions legal counsel. Susan Rice called in and answered all questions asked of her by the Board. Upon conclusion of the phone conversation, President Knopf moved that the discussion and motion be un-tabled. Vice President Hutchison seconded the motion. President Knopf called for a vote, all members present were in favor and the Board voted unanimously to hire Susan Rice as the new HOA attorney and restrictions legal counsel

- IV. EXECUTIVE SESSION** – At 7:28 p.m., Vice President Hutchison moved that The Board of Directors adjourn for a closed executive meeting pursuant to Section 209.0051 of the Texas Property Code to discuss a personnel matter. Sara Federico seconded. The motion passed with all in favor. The Board entered the closed session at 7:30 p.m.
- V. RECONVENE OPEN SESSION** – The Board reconvened into open session at 7:49 p.m. In closed session, the Board approved changing the title of the Property Manager to a more appropriate title of Property Administrator

Motion to adjourn meeting was made by Debra Grandjean, seconded by Carolyn Knopf. The motion passed 7-0. The meeting adjourned at 7:51 p.m.

Submitted by:



Frank Chesworth, Secretary

Prepared by:



Judy Bordman, Business Operations Manager