

HOA SOUTHERN WOODS, INC.

www.hoasw.com

Annual Members Meeting

February 22, 2011

Good Shepherd Lutheran Church

Buda

Minutes

Directors Present: Doug Dear, Clark Miller, Pat Wentworth, Richard Garrett, Mahlin Musgrove, Paul Kaskie and Rachael Martinez

Members Present: All members present signed an attendance sheet, which is attached to these minutes as part of the record.

Proxies: By Jennie Foshee and James Tamsitt, which are attached to these minutes as part of the record.

There being members present representing 17 votes, it was determined that a quorum was present; the meeting was called to order at 7:10pm by the President, Clark Miller, who then accepted the proxies of Jennie Foshee and James Tamsitt, as presented.

1. Clark Miller introduced the Board members to the Association members present and then summarized the few changes that had occurred in the subdivision in the past year, noting that it had been a very quiet year and that Lot 40, an undeveloped lot on Southern Drive, is now for sale.
2. Clark Miller stated that the minutes of the 2010 Annual Members Meeting have been posted on line for most of the past year and available for public review, he then made a **motion** to "Accept the minutes of the 2010 Annual Members Meeting, as currently posted on the Associations' web site". Richard Garrett seconded the motion and it was approved unanimously.
3. Pat Wentworth (Treasurer) presented the treasurer's report, having provided the members present with copies of the Association's 2010 Profit and Loss Statement and a Balance Sheet as of 2/22/2011; copies of both of these documents are attached to these minutes as part of the record.
4. Clark Miller reported on the maintenance and repair of the gate. The gate has been scraped, primed and repainted and some of the wiring has been upgraded. However there is still a problem with a small area of the wiring that sometimes shorts out after a rain;

this problem is scheduled to be repaired as soon as possible. Several members asked how they could order additional automatic gate openers. Clark explained that the openers can be ordered on line and that the Secretary would e-mail that information to the membership.

5. Clark Miller reported on the maintenance of the subdivision roads. The Board continues with its program of cold patching the cracks; this is an ongoing project as the process is expensive. This year the patching will be concentrated on the section of Southern Drive that is on the rise, just south of the stop sign. In the summer the road edges were also sprayed for weeds and trimmed back as weeds growing over the edge of the road break up the tarmac; this is an annual maintenance item. Clark also noted that the Board is working on a plan to reshape the bar ditches in several areas to prevent future problems due to poor drainage.
6. Mahlin Musgrove presented his report on the revision of the Association's Bylaws. The Bylaws in existence prior to this revision were the original Bylaws from 1995 together with a substantial amendment from 2000. Mahlin formed a committee comprised of himself and 2 members (who are not Directors), Juliette Miller and Ken Jowers. The committee reviewed each clause of the existing Bylaws for relevance, clarity and whether or not they best served the current community of home owners. The result of the committee was a proposed new set of Bylaws which supersedes all previous Bylaws and amendments. The 2011 Amended and Restated Bylaws were approved by a unanimous vote of the Board of Directors on January 26, 2011. In addition to removing obsolete clauses and clarifying some of the language, the main change incorporated into the new 2011 Bylaws is the fact that all future changes to the Bylaws must be approved by the members and not just by the Board of Directors. The 2011 Bylaws are currently posted on the Associations website and Mahlin invited anyone with questions about the Bylaws to contact him.
7. Pat Wentworth reported on the maintenance of the main entrance to the subdivision. The trees and bushes have been trimmed, all dead plants removed and mulch was added, the sprinkler system that broke in last year's freeze has been repaired and the lights are now working. Pat would like to put some flowering plants next to the walls and invited anyone who would like to assist in that project to contact him.
8. Doug Dear, who lives on an outside lot on 1626, regularly reports to the Board on the progress of the FM 1626 improvements and he gave a current report to the membership. The environmental report of the roadway still needs EPA approval and Doug estimated that based on everything he knows, it will be approximately the spring of 2012 before the county has acquired all of the right of way it needs which would mean that construction would probably not start until late 2012 or into 2013. Doug described the County's process for acquisition of the land and noted that, while all of the Southern Woods home owners, who live along 1626, cannot negotiate with the County, as a group, regarding the value of their land, they can all share information about the process and be aware of the things that will help them achieve the best price for their land e.g. having your trees

appraised and included in the valuation and making sure that all improvements to your land are taken into consideration.

Doug particularly wanted the members to know that once the County makes an offer for a home owner's land, that home owner can then make a counter offer. Members should be aware of current comparable sales in the area and in the subdivision. The Association owns the interior roads of the subdivision and will be negotiating with the County regarding the front entryway and our signage. The County will hold another public meeting about the road way improvements in about 2 months. Doug invited any members concerned about the roadway or the acquisition process to contact him directly.

9. Richard Garrett reported that our annual "Neighborhood Night Out" get together, held at the stop sign, on October 5th was a great success and that we will have another cook out this year. While the date has not yet been set it will probably be in early October.
10. Mahlin Musgrove proposed a subdivision wide garage sale event in which each home owner, who wished to participate, would hold their own garage sale, but all on the same agreed date. The Board would assist by coordinating and publicizing the event. The hope is that having a large well publicized event would help bring buyers into the subdivision for the sales. Anyone with any ideas about this event is encouraged to contact Mahlin or any other member of the Board.
11. Clark and Mahlin made an announcement to the membership that hazardous waste disposal is now provided by Hays County, on a regular basis, in San Marcos. Details of the times and place can be found on the Hays County Government website, in the recycling and solid waste disposal section.
12. The final agenda item was the election of the 2011 – 2012 Board of Directors. All 7 current members of the board had placed their names on the ballot, together with James Feddeler, who lives on lot 28 (on Southern Drive near the pond) but also owns lots 6 & 7 on FM 1626. Each of the 8 candidates introduced themselves to the members present and spoke briefly on why they wanted to be on the Board. The Secretary distributed ballots to the members (one ballot for each lot owned) and the members were instructed to mark each ballot with the 7 members that they would like to see elected to the Board. The Secretary, together with Association member Cindy Clevenger, then tallied the votes and announced that the following 7 candidates had received the most votes:
Doug Dear, James Feddeler, Richard Garrett, Paul Kaskie, Clark Miller, Mahlin Musgrove and Pat Wentworth.

Clark Miller made a **motion** to "accept the results of the election and to accept Doug Dear, James Feddeler, Richard Garrett, Paul Kaskie, Clark Miller, Mahlin Musgrove and Pat Wentworth as the 2011 – 2012 Board of Directors of the Home Owners Association of Southern Woods". The motion was seconded by Richard Garrett and was approved unanimously. The Board then thanked outgoing Board Member, Rachael Martinez, for her past service to the Board.

13. Clark Miller made a **motion** that “the next annual meeting of the membership of the Association will be held on February 21st 2012”. The motion was seconded by Doug Dear was approved unanimously.
14. Pat Wentworth made a motion “to adjourn” which was seconded by Clark Miller and approved unanimously. Clark Miller then requested that all the members of the new Board of Directors meet briefly, after the adjournment, in order to approve the officers of the new Board and to approve the date of the next Board meeting.

Respectfully,
Juliette Miller
Secretary

22 February 2011

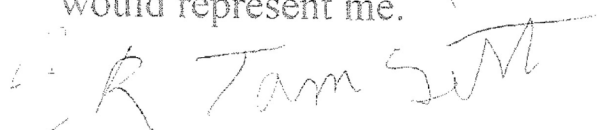
Clark Miller

President

HOA Southern Woods

I am unwell and will miss the meeting tonight. I authorize you, **Clark Miller**, to act on my behalf during the HOA Southern Woods Inc. Annual Membership Meeting on Feb 22, 2011 regarding any issues, appointments or other items discussed in the meeting that require a vote.

Joel Villafranca may attend, in which case he would represent me.



J R Tamsitt

Lot 9

101 West Way Dr.

Feb. 22, 2011

I Gennie Stashee give
my proxy vote Juliette
Miller.

Thank you,

1100 Southern Dr Gennie Stashee
Buda, TX 78610

hm 3129167
cell 785-2572

1:24 PM

02/22/11

Accrual Basis

Home Owners Association of Southern Woods
Profit & Loss
 January through December 2010

| | Jan - Dec 10 |
|---------------------------------|--------------|
| Ordinary Income/Expense | |
| Income | |
| Investments | |
| Interest-Savings, Short-term CD | 138.70 |
| Total Investments | 138.70 |
| Membership Dues | 7,335.00 |
| Total Income | 7,473.70 |
| Gross Profit | 7,473.70 |
| Expense | |
| Business Expenses | |
| Federal Income Tax | 4.00 |
| Total Business Expenses | 4.00 |
| Facilities | |
| Landscaping | |
| Maintenance | |
| Labor | 473.59 |
| Materials | 173.20 |
| Total Maintenance | 646.79 |
| Total Landscaping | 646.79 |
| Roads | |
| Maintenance | |
| Labor | 807.25 |
| Materials | 1,337.13 |
| Total Maintenance | 2,144.38 |
| Total Roads | 2,144.38 |
| Street Lights | |
| Power Used | 1,363.63 |
| Total Street Lights | 1,363.63 |
| Total Facilities | 4,154.80 |
| Operations | |
| Bank Fees | 197.00 |
| Insurance - Liability, D and O | 742.00 |
| Property Taxes | 30.91 |
| Website | 150.00 |
| Total Operations | 1,119.91 |
| Other Expenses | |
| Community Activities | 190.60 |
| Total Other Expenses | 190.60 |
| Total Expense | 5,469.31 |
| Net Ordinary Income | 2,004.39 |
| Net Income | 2,004.39 |

12:50 PM
03/01/11
Accrual Basis

Home Owners Association of Southern Woods
Balance Sheet
As of February 22, 2011

| | Feb 22, 11 |
|---------------------------------------|------------------|
| ASSETS | |
| Current Assets | |
| Checking/Savings | |
| Checking - Bank Of America | 5,695.52 |
| Savings - UBS a/c | 13,024.44 |
| Total Checking/Savings | 18,719.96 |
| Accounts Receivable | |
| Accounts Receivable | 3,620.00 |
| Total Accounts Receivable | 3,620.00 |
| Other Current Assets | |
| Undeposited Funds | 45.00 |
| Total Other Current Assets | 45.00 |
| Total Current Assets | 22,384.96 |
| TOTAL ASSETS | 22,384.96 |
| LIABILITIES & EQUITY | |
| Equity | |
| Retained Earnings | 15,445.65 |
| Net Income | 6,939.31 |
| Total Equity | 22,384.96 |
| TOTAL LIABILITIES & EQUITY | 22,384.96 |