

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION, INC.

ANNUAL MEETING 1/26/91 BOARD OF DIRECTORS MEETING MINUTES

DIRECTORS PRESENT: Jo Reilly, Susan Jessup, Will Winnie, III.

I. Minutes of meeting 10/90 read and unanimously accepted on motion by Jo Reilly and second by Will Winnie.

II. Treasurer, Will Winnie presented Financial report.

III. Under Old Business:

A. Jo Reilly reported on unsatisfactory situation with B.C. Water, Inc. Asked for authority to negotiate with B.C. Water, Inc., Texas Water Commission, and RTC/Victoria Savings Assoc. to acquire physical water & sewer assets of B.C. Water with payment therefore from maintenance/water standby account held by RTC/VSA at a price not to exceed \$43,000.00 (forty three thousand dollars) and balance of that account paid to this Association & dedicated to water/sewer system use. Motion: Will Winnie to adopt, seconded, Susan Jessup; motion carried unanimously.

B. Will Winnie, Treasurer, presented budget for 1991 and moved its adoption subject to any future amendments, and authority for Association President and Treasurer to respectively approve and Authorize and jointly pay all bills properly incurred and presented against the budget; second by Susan Jessup. Motion carried unanimously.

C. Jo Reilly moved and Susan Jessup seconded motion to seek Tax Exempt Status from IRS to extent possible for property Owners Associations under whatever Section of IRS Code is most appropriate and to amend Corp. Charter and By-Laws as necessary to comply therewith. Carried unanimously.

IV. Election of Directors in accordance with Association By-Laws as follows: Three year term - Rex Reddell, two year term - Will Winnie, one year term - Jo Reilly.

V. Executive Session on Legal and Personnel matters followed by open announcement of unanimous Appointment of officers and hiring of personnel as follows: Bd. Chair - Jo Reilly, President - W. F. Reilly, Vice President - Dorothy Gangl, Secretary/Treasurer - Will Winnie, Temporary-Part Time Administrative Clerk - Susan Jessup.

VI. Collection of Assessments was discussed. Motion by Will Winnie and second by Rex Reddell that directs the Association President to carry out provision of Deed Covenants and Restrictions as to filing of liens as first measure of collection available for unpaid annual general assesments. Motion unanimously carried.

VII. Rex Reddell moved to adjourn, seconded Jo Reilly, carried unanimously.

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION, INC.  
SPECIAL BOARD OF DIRECTORS MEETING 3/9/91 MINUTES

I. Call to order by President. Without objection move to dispense with minutes and financial report and, by participation of all: Jo Reilly and Will Winnie present in Austin and Rex Reddell participating by Teleconference, waive notice requirements as per By-Laws; no objection.

II. A. Presentation and consideration of Proposed Agreement - RTC/VSA, TRICOPPOA, B.C. WATER, INC. & J.R. Hall re. Water/Sewer System & disposition of funds held by VSA. Will Winnie moved and Rex Reddell seconded, Authority for President to execute agreements for TRICOPPOA; carried unanimously.

B. Jo Reilly discussed TWC mandate to bring W/S System to standards if acquired. She moved and Will Winnie seconded contracting with Hunter Welding of Palacios to do work per list derived from inspection by Mr. Garza, TWC, to be paid from dedicated funds resulting from agreement with VSA and others. Carried unanimously.

C. Jo Reilly noted that "common amenities" at Boca Chica still not conveyed as per deeds & inference of conversations VSA last Oct. This has resulted in us paying utilities on someone else's property at high costs inability to repair property not titled to us and inability to get any kind of insurance coverage. Motion by Will Winnie, second by Rex Reddell to instruct our attorney to proceed with demand for conveyance and legal action as necessary including petition for Summary Judgement against any and all parties responsible for delay. Further, to have President reduce utility costs by all means possible including reduced use ad interim and if no conveyance by June 30, 1991 disengage from cost support of those property facilities. Carried unanimously.

D. Jo Reilly reported for Dennis Spencer recommendation to purchase used Massey Ferguson tractor, trailer, blade, & 5' shredder @ cost of approximately \$4300.00 (forty three hundred dollars). Rex Reddell so moved, Jo Reilly second. Carried unanimously. Jo Reilly moved, amendment to reimburse Spencer to transport equipment to Jackson County & one half his store room cost at 4 C's (\$25.00/month) to store tractor & trailer. Seconded by Will Winnie and carried unanimously.

E. President asked for, Will Winnie moved and Rex Reddell seconded, authority for President to contract with Danny Jessup to handle maintenance on W/S System on basis of retainer to make day to day adjustments, read & report all water meters of customers and electric meters of CPL & Jackson Coop. serving system monthly between mid and end of month for \$200.00 (two hundred dollars) per month, other work needed will be at \$10.00 (ten dollars) per hour as approved by President. Carried unanimously.

F. No other business, Jo Reilly moved to adjourn, second by Will Winnie. Carried unanimously.

*William W. Winnie @ TRPS*

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION, INC.

ANNUAL REPORT 1991

1/26/91 The Annual meeting was held and the following directors were elected, Rex Reddell was elected for a 3 year term, Will Winnie, III 2 year term, Jo Reilly 1 year term.

3/9/91 Special Board of Directors meeting to finalize purchase of B.C. Water and Sewer, Inc. from James R Hall.

Water and Sewer System was bought and the maintenance funds were turned over to the property owners and an account was opened at the bank in Victoria for operation of the system. A system has been implemented to read the meters and keep chlorine in the water. We also have a Class D Water and Wastewater Operator. In order to bring the system into compliance with the Texas Water Commission Standards the association had Hunter Welding repair leaks on both water and sewer lines and do considerable work on the wastewater plant.

We bought a small tractor and shredder but they were too small to do the job, they were traded in on a larger tractor and a 15ft bush hog. A lot of mowing has been done on ditches and roads up until the monsoon struck.

We also completed the 5 year contract with Texas Land Office for the lease on the Pier, Boat Ramp and Canal and have that lease in our possession.

In June we had a Bar B Que that was well attended, we all had a very good time and the food was great.

President W. F. Reilly resigned on August 3, 1991 due to health reasons. Harry Prestegard was elected President until annual meeting.

We have also started the process of putting liens on properties that have delinquent assessments this has been done on the advice of our attorney.

12/14/91 Special Board of Directors meeting, an inspection of the Water and Wastewater system was announced to be done on 12/17/91, Will Winnie to represent the board. Jo Reilly resigned as board member. Ron Richards was elected to replace her. Rex Reddell also resigned and Susan Jessup was elected to serve his unexpired term.

We received a good report on the inspection of the Water and Sewer System, the association was praised for the good work that was done to get the system in compliance with state standards.

File Name: TCPPOA-M.91F

Tri-County Point P.O.A.. Inc  
1991 Maintenance Fund

Annual Summary

Cash on Hand 12-31-90			3,992.82
Cash Receipts			47,295.31
			-----
Cash Available			51,288.13
Cash Expenditures			
Operating Expenses		21,521.26	
Capital Purchases		4,450.00	
			-----
Total Cash Expenditures	0.00		25,971.26
			-----
Cash on Hand 12-31-91	0.00	25,316.87	25,316.87
			=====
Cash Receipts			47,295.31
Operating Expenses			
Office Expenses		1,602.15	
Repairs Expense		1,269.44	
Utilities & Phone		3,403.17	
Training, Dues & Subscriptions		860.13	
Reimbursed Expenses		1,813.88	
Printing & Postage		2,404.80	
Wages		2,322.89	
Payroll Taxes		741.12	
Contract Services		7,103.68	
			-----
Total Operating Expenses			21,521.26
			-----
Net From Operations			25,774.05
			=====
Capital Expenditures (Tractor)			4,450.00
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File Name: TCPPOAWS.91F

Tri-County Point P.O.A., Inc  
Water & Sewer

Annual Summary  
1991

Cash on Hand 05-31-91 (Initial cash deposited)			42,733.99
Additional Capital from TCCPOA Maintenance Fund			4,000.00
Cash Receipts From Operations		3,954.54	
Interest Earned		1,018.36	
		-----	
Total Cash Receipts			4,972.90
			-----
Cash Available			51,706.89
Cash Expenditures			
Operating Expenses		5,594.34	
Capital Purchases		16,952.89	
		-----	
Total Cash Expenditures			22,547.23
			-----
Cash on Hand 12-31-91	0.00	29,159.66	29,159.66
			=====
Cash Receipts (not including initial deposit)			3,954.54
Operating Expenses			
Utilities		1,457.31	
Repairs Expense		665.39	
Freight Charges		17.95	
Dues & Subscriptions		439.75	
Licenses & Fees		250.00	
Contract Services		1,295.00	
Reimbursed Expenses		1,223.26	
Office Expenses		245.68	
		-----	
Total Operating Expenses			5,594.34
			-----
Net From Operations			(1,639.80)
			=====
Capital Expenditures			
Grinder Pumps (3)		2,630.36	
Hunter Welding - Plant Repairs		14,322.53	
		-----	
Total Capital Expenditures			16,952.89
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File Name: TCPPOALF.91F

Tri-Couny Point P.O.A.. Inc  
Legal Fund

Annual Summary

Cash on Hand 12-31-90		9,484.43
Cash Receipts		150.00
		-----
Cash Available		9,634.43
Cash Expenditures		6,152.64
		-----
Cash on Hand 12-31-91		3,481.79
		=====
Cash Receipts		150.00
Operating Expenses		
Reimbursed Expenses	57.54	
Legal Services	5,637.35	
Dues & Subscriptions	82.75	
Fees	375.00	
		-----
Total Operating Expenses		6,152.64
		-----
Net From Operations		(6,002.64)
		=====

NOTE: It has been recommended by the Treasurer, and approved by the Board of Directors, that this account be depleted as legal expenses are incurred, then closed and future legal expenses be paid from the regular maintenance account. Legal Expenses is to be retained as a line item in the budget.

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION, INC.  
SPECIAL MEETING BOARD DIRECTORS MAY 30, 1991 MINUTES

I. Called to order by President W. F. Reilly. President ruled that subject to no objection dispense with minutes of previous meeting & financial report and by participation of all directors (Jo Reilly & Rex Reddell present, Will Winnie by teleconference) that requirement of notice be waived per By-Laws. No objection.

II. Business:

A. Jo Reilly presented requirement of TWC inspector Garza further that Sewer Treatment Plant be sand Blasted & Painted to prevent deterioration with bid from Hunter at approximately \$6000.00 (six thousand dollars). She moved authorization, Will Winnie seconded. Carried unanimously.

B. In closed session received personnel matter request from Susan Jessup to change her work days and hours. Request denied.

C. In open session on motion of Will Winnie, seconded by Jo Reilly, to terminate temporary part time position of Admin. Clerk effective June 30, 1991. Authorize President to negotiate contract position at \$500.00 (five hundred dollars) per month with a qualified person on a month to month basis to perform specified tasks as Association Manager. Carried unanimously.

D. Jo Reilly moved, Rex Reddell seconded that Dennis Spencer be paid \$50.00 (fifty dollars) plus reimbursement for mileage, laboratory charges, and any other appropriate expenses incident to monthly water tests.

III. There being no other business, President asked for motion to adjourn. Rex Reddell so moved; Jo Reilly seconded. Carried unanimously.

*William W. Winnie A*

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION, INC.  
SPECIAL MEETING - BOARD OF DIRECTORS 7/14/91 MINUTES

I. Meeting called to order by President, W.F. Reilly. Notice waived by participation of directors, W. Winnie, III and Jo Reilly present; Rex Reddell by teleconference, in accord with By-Laws.

II. Old Business: President invited attention to need to amend By-Laws relative to appropriate section of IRS Code as per decision earlier. Director Jo Reilly moved and Rex Reddell seconded changing Art. VIII of By-Laws, page 12 to show "IRS Code Section 528" instead of "IRS Code 501C(4)" and direct Attorney Ben Wallis to affect change of Articles of Incorporation as appropriate; carried unanimously.

III. New Business: Received letter of resignation as President from William F. Reilly effective 8/1/91. Motion by Director Jo Reilly to accept President's resignation with regret; seconded by Rex Reddell. Motion carried unanimously. Motion by Director Jo Reilly nominating Harry Prestegard to serve as President. Nomination seconded by Director Will Winnie, III and Mr. Prestegard unanimously elected to serve from 8/1/91 to next regular election to be held in conjunction with 1992 annual meeting. Director Rex Reddell moved and Director Jo Reilly seconded, changing check writing authorization at bank to show signature of new President effective 8/1/91, and to show Association Secretary as Agent of Record for Articles of Incorporation carried unanimously.



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Secretary



Minutes of Special Meeting  
Tri-County Point Property Owner's Association  
Board of Directors

Saturday, August 3, 1991  
at Schobel's in Columbus, Texas

Meeting was called to order by Harry Prestegard, President. Also present were Board members Jo Reilly and William Winnie. Jo Reilly presented a proxy from Rex Reddell designating her to exercise his vote for the duration of this special meeting.

Minutes of previous meeting of the Board were read and approved without correction unanimously.

Annual Assessments were discussed. then Jo Reilly moved and Will Winnie seconded. that the assessments remain at \$100 per lot for the year 1992. Announcement of this will be sent with notices of the annual meeting in January.

The Board received a bid for a new Zetyr 7711.2 tractor and Bush Hog 15' bat wing rotary cutter from Wright Salter, for \$27,845 less \$5,500 trade in allowance for the tractor and mower now in use. After discussion of several alternatives, the Board voted unanimously in favor of a motion by Jo Reilly seconded by William Winnie to authorize President Harry Prestegard to check prices with at least one other dealer, then make the best possible deal with Mr. Wright, not to exceed his initial offering, which also included financing arrangements at 14%, of which 1.1% was for insurance coverage, for five years. The first of five annual installments of \$6,508.72 is to be due on or about August 1, 1992.

After discussion of potential Association liability exposure for injury to operators, Jo Reilly was designated to contact Association attorney Ben Wallis to draft a release of liability letter, which all operators of the equipment are to be required to sign before using the equipment.

President Harry Prestegard was authorized to negotiate for the building of a pole barn, to be surrounded by a suitable chain link fence, to be used for storage of the mower and tractor. Maximum expenditure authorized is \$6,000.00. Motion by William Winnie, second by Jo Reilly, passed without opposition.

The Board discussed the advantages of regulary scheduled meetings in preference to calling meetings at irregular intervals. It was decided that there would be, in addition to the regular annual meeting the last Saturday of January, which is open to the general membership, that quarterly meetings will be held the first Saturday after the close of the first, second, and third quarters. These meetings are for Board members only, and are subject to cancellation if there is insufficient business to warrant their being held. Special meetings may still be called if necessary.

Minutes of Special Meeting  
Tri-County Point Property Owner's Association  
Board of Directors

Saturday, August 3, 1991  
at Schobel's in Columbus, Texas

William Winnie moved, and Jo Reilly seconded, that the Board establish a written policy that all member complaints are to be addressed first to the designated manager appointed by the Board (currently Susan Jessup). If the member is not satisfied, and wishes to appeal the decision of the Manager, the complaint must be filed in writing and mailed to the President of the Association, who is to reply in writing within 60 days.

Discussion was held regarding problems maintaining order at Association gatherings. After consideration of alternatives, Jo Reilly moved, and William Winnie seconded, that for all future Association gatherings open to the general membership, only members in good standing be eligible to attend, and that an off-duty licensed peace officer be hired by the Board to assist in maintaining order. The requirements for a member to be in good standing were established to include, but not necessarily be limited to, having all assessments paid current not later than 15 days before the meeting, and not being under any type of suspension by the Board. It was stressed that this is not to alter in any way the right of all members in good standing to appear at and address the regular annual meeting of the Board, as long as they do so in an orderly fashion.

The possibility of obtaining a credit card in the name of the Association for use by the officers for Association business only was discussed, but was voted down.

William Winnie moved that the reimbursement rate for mileage for Association business be increased to match the mileage rate allowed by the IRS as an optional method of determining auto expenses. He pointed out that in his experience as an auditor for the IRS, in every case where a business kept detailed records of the cost of operating automobiles, the optional mileage method yielded a lower deduction, that the actual expenses were more. After further discussion of the types of mileage which should be reimbursed, the motion passed without opposition.

There being no further business, President Harry Prestegard adjourned the meeting at 4:20 PM

Respectfully Submitted,  
William Winnie  
SEC-Treas

Tri County Point Property Owners' Association

Minutes of Special Meeting of  
Board of Directors

Saturday, December 14, 1991  
Aquarena Springs Restaurant  
San Marcos, Texas

Meeting was called to order by Chairman Jo Reilly at 12:55 PM. Also present were Rex Reddell and Will Winnie.

Minutes of previous special meeting were read and approved without correction.

Treasurer reported on current state of finances.

The Board was advised of a scheduled inspection by both the Health Department and the Water Commission on Tuesday, December 17. After discussion, it was decided that Will Winnie would represent the Board.

Jo Reilly reported that Ben Wallis has nothing new to report regarding the court proceedings.

Mailing out of certified letters to property owners delinquent for 1991 assessments has begun - no replies received yet.

Bill Reilly has volunteered to serve as Chairman of the Steering Committee, which is to assist the Board in an advisory and consulting capacity as needed; and Jo Reilly is appointed as Chairman of the Liason Committee, which is to maintain lines of communication with our attorney Ben Wallis and with local and state governmental agencies as necessary. Each is authorized to recruit members for their respective committee as they deem necessary and can find members willing to serve.

A discussion was held regarding changes in our current method of managing the Association, and it was determined to make no changes at this time, subject to review as needed.

The site selected for the annual meeting is the Caranchua Community Center, on Saturday, January 25, 1991 at 3:00PM. Manager Susie Jessup is to make arrangements with local law enforcement officials for an off-duty peace officer to provide security as voted at the August 2, 1991 special meeting of the Board.

President Harry Prestegard has indicated to the Board that business pressures are hampering his effort to serve as President, and suggests that the Board seek a replacement. He will continue to serve in the interim. Jo Reilly suggested Dr. Ron Richards as a possible choice, and after a short discussion, was authorized to contact him and ask him to serve.

Tri County Point Property Owners' Association

Minutes of Special Meeting of  
Board of Directors

Saturday, December 14, 1991  
Aquarena Springs Restaurant  
San Marcos, Texas

Jo Reilly submitted her resignation from the Board effective at the close of this special meeting, due to health reasons, and suggested that in addition to being asked to serve as President, Dr. Richards be asked to take her place on the board. She noted also that her regular term would expire at the Annual Meeting, and suggested he be appointed for a three year term at that time if willing to serve. Rex Reddell moved and Will Winnie seconded that Dr. Richards be contacted and asked to serve in both capacities. Motion carried unanimously. Will Winnie asked if it was Jo's intent that Dr. Richards also serve as Chairman of the Board and was promptly appointed to that position himself by the other two board members, with continuity of Board leadership being their justification.

Rex Reddell then submitted his resignation, also effective at the end of this special meeting. After discussion, it was decided to ask Susan Jessup to serve the remaining 2 years and 1 month of his term.

There being no further business, the meeting was adjourned at 3:30 PM.

Respectfully Submitted,



William W. Winnie III  
Secretary/Treasurer