

Date & Time: July 19, 2025; 9:00 a.m. – 3:18 p.m.

Location: Fort Clark Springs Association Boardroom

Participants: All Directors present (full quorum), General Manager (Charlena Cavender), Committee Representatives, Members, Special Guests (Martin Mojica, DLP Landscaping), Community Members

Meeting called to order at 9:00 a.m. with a moment of silence for July 4th Kerr County victims and the Pledge of Allegiance.

Board Reports

Approval of Minutes: *A motion was made by Director Mendias, to approve the minutes of the May 17, 2025, Regular Meeting. It was seconded by Director Wylie. The motion passed unanimously. A motion was made by Director Wylie, to approve the minutes of the June 20, 2025, Special Meeting. It was seconded by Director Mendias. The motion passed unanimously. A motion was made by Director Wylie, to approve the minutes of the June 21, 2025, Regular Meeting. It was seconded by Director Mendias. The motion passed unanimously.*

Secretary's Report: Secretary Wolfe reported receiving two letters containing requests to be entered into the minutes under the appropriate agenda item. Letters from Sandy Hagan and C.D. Benham will be read during Discussion Action Item F (1): *Amendment to Bylaws*.

Treasurer's Report & Financial Discussion: Treasurer Long reviewed bank account balances for June: Las Moras Corp: \$1,800; General Fund: \$417k; Restricted Fund: \$136k; Historical: \$54k; with overall cash balance sitting at about \$888k, which is up \$11k from the previous month. Motel revenue: \$11k for June, compared to \$10k in June last year. A profit and loss statement was not presented this month, due to a potential \$200k overstatement of expenses in report due to mixing accrual and cash methods for previous periods. The treasurer will be working to verify with CPA. Vice President Wylie expressed concerns over inability to review financial trends and make informed decisions. Treasurer Long ensured that operational transition issues were being addressed, and more accurate reports would be forthcoming.

Treasurer Long gave an update on Triumvir/Peerless (previously engaged financial consulting firm). Triumvir partners Jenn Fedde and David Mosberg had transitioned FCSA engagement from Peerless CFO (originally Triumvir Financial) to MSH in recent months, although account representatives remained the same. As of the end of June, MSH monthly engagement was terminated, leaving some operational questions as staff closed out the month for reporting. Directors debated responsibility for lack of monthly report and accounting transition. Treasurer shared plans to automate transaction classifications and integrate GolfNow with QuickBooks.

General Manager's Report: GM Charlena Cavender presented operational updates. She clarified that the Motel and RV Park revenues stated showed unfavorably, meaning they are down year-over-year, not a loss for the current period. She stated she is in the process of engaging Travis Huey as a consultant for Pro Shop operational efficiencies. She has engaged MSH on an hourly basis to assist with sales tax filing, as this was due promptly and immediate assistance was needed. Customer Service Staff training scheduled for July 23rd will now be held at Fort Clark Springs. Stables mowing was delayed due to rain. DLP representative was in attendance to give an update on landscaping following the GM report.

Rate Increases: RV park: 30-amp sites have been increased to \$40/night, 50 amp to \$50/night, weekly rates adjusted to reflect pool availability. Motel: \$10/day increase during pool season. GM Cavender discussed a future proposal to be brought to the board, to build shade structures at RV sites using leftover airport metal.

Roads: An RFP will be developed for street striping to be reissued for more competitive bids. Pothole repairs in Units 14 and 15 have been completed; Unit 1 next.

Volunteer efforts: Director Guzman was recognized for volunteering to clear brush.

Events: GM Cavender gave an overview of recent events, stating July 4th event and concert deemed a success; \$1,424.20 profit after expenses, due to sponsorships and vendor revenue.

Groundwater Update: GM Cavender gave an overview of Kinney County Groundwater Conservation District's (KCGCD) authority and expressed intent to emphasize the importance of drought contingency plans and goals to clearly understand groundwater issues and effects on FCSA membership, as well as to make a concerted effort to educate the membership about the groundwater/surface water connection. A printed document was provided for membership.

Marketing: GM Cavender presented a marketing update compiled by Marketing Director, Andres Balderas. Marketing developing hunting packages including hotel stays. She shared that he would be transitioning RV Park to Camp Spot, an online booking platform with no upfront costs, but 3% per booking and 10% per marketing booking. All RV Park bookings will be made online moving forward, eliminating phone reservations.

GM shared that Andres had been evaluating billboard value, with the current static billboard costing \$4,095/year, contract expiring Feb. 2026. He has been exploring digital billboards in Del Rio as a more effective alternative at \$3,000/year, with the ability for unlimited ad changes, and citing a broader marketing reach. The new public Facebook page is gaining traction with 190 followers, 600+ average views.

Ribbon-cutting with the Del Rio Chamber of Commerce was postponed due to rain. Kinney County Chamber of Commerce mixer at Pro Shop was successful.

Upcoming Events include a wedding & quinceanera Expo in September at no cost; “Travel to Fort” campaign launching in August to include a passport booklet and custom stamps at historical sites. Also launching a “Visit the Fort” campaign on social media, radio, news and commercials. A drone was purchased for in-house content creation.

The website is being updated for improved user experience. Improvements are ongoing, with a dedicated events page added.

DLP Representative: GM Cavender introduced Martin Mojica from DLP Landscaping to speak on the current contract, expectations, and commitment to improving communication and deliverables. Mojica, who recalled working at FCSA in younger days in the admin real estate office, expressed a personal passion for Fort Clark Springs, and stated his intent to attend monthly board meetings to better understand community needs. He also offered to include street striping and possibly tennis court restoration as part of service agreement at no extra cost. Some members shared feedback and raised concerns about crew supervision, extended breaks and mowing practices. Martin acknowledged issues and committed to better communication and supervision, referencing Max as supervisor, and emphasized a relationship over a transaction. Some specific issues were shared such as dirt and mesquite brambles, in historic district and related mowing challenges, drainage and grading issues and the need for walk-throughs. Mojica also expanded on some additional services and offered to address drainage and grading issues as needed.

Committee Reports

Architectural Committee: _____Keddy presented a report in Frances Bitter’s absence. The committee received very few permit requests; one variance for board decision presented later in the meeting. The committee has been working on a compliance issue in Unit 21 and has been sending out letters of violation. Earlier in the year, the committee brought cases to the Board that had met the maximum violations and the board voted to place a lien on the properties. Those liens need to be filed at the courthouse so that they will be attached to the property if the owner tries to sell. The board secretary needs to also notify the owners by mail that the liens have been placed.

Preservation Committee: Constance Kilgore presented the Preservation Committee report, stating the committee is in the process of getting bids for Post Theater, Seminole, and Service Club buildings. She touched on the purview and authority of the committee, and the need for the drainage for Post Theater to be addressed. The committee was contacted by the Art Club regarding water intrusion and is working with tenants on possible solutions.

Golf Committee: GM Cavender read an email update that had been sent to her by Kevin Stevens. The Men's Golf Association is planning two annual tournaments. They are also

replacing tee box markers with donated/purchased supplies, and exploring alternate payment methods for early golfers (Cash App/Venmo) when the Pro Shop is not open.

Recycling Committee: Helena McBride gave a report. Shipment sent May 29; payment expected in six weeks. Another shipment (cardboard) sent at the end of June; payment pending.

Community Council: Community Council does not meet in July, and they did not have a report.

Email Votes: None

Old/Unfinished Business: A Special Budget Meeting was announced for July 26, 2025, at which the GM will present a budget draft and board will discuss potential HOA fee increase.

Director Mendias provided an update on the Stables. He explained that an RFP has been sent to the preservation committee for structural repair. Over \$1400 has been collected in donations on GoFundMe and request for donations is ongoing.

Director Mendias followed with a Motel Update, explaining the engineering review in progress; volunteer hours and donated services noted; engineers 6-8 weeks before they can start review of construction.

Discussion/Action Items

Amendment to Bylaws: Assistant Treasurer: Background: The board previously voted 3-2 to appoint an assistant treasurer (not a director), pending legal review. Attorney advised bylaw language is ambiguous, recommended clarifying amendment. Amendment drafted and distributed to membership for transparency. Extensive debate among directors and members regarding necessity, process, and precedent. Letters from Sandy Hagan and C.D. Benham were read into the record, both opposing the amendment. Concerns raised about board overreach, lack of demonstrated need, and potential for future abuse. Supporters cited the need for financial expertise, transparency, and legal compliance. Clarified that the assistant treasurer is a volunteer, non-voting, background-checked position.

Director Wolfe moved to accept the amendment as written, following the advice of the attorney. She followed with the context of actions taken to announce the amendment, with Director Mendias further reviewing a timeline of official actions taken previous to this agenda item, including legal opinions given by attorney Josh Cummings. The motion was seconded by Director Mendias. Director Wylie brought up the need for further discussion. The board discussed the matter further. Conflicting opinions were presented by directors. Director Mendias clarified that the Assistant Treasurer position is voluntary, has no voting authority, but rather a volunteer

position held to a higher standard of scrutiny due to access to financial records. The appointee has had an official background check and signed an NDA. Member discussion was held with Secretary Wolfe reading letters from Sandra Hagan and C.D. Benham. Elva Stewart, Lee Gilby, Howard Benham, Chris Race, Linda O'Brien, Elizabeth Hodges, spoke publicly.

Director Mendias moved to vote on the amendment. Director Long seconded. The motion to amend the bylaws with specific wording that was noticed to the board and membership passed with 3 in favor (Long, Mendias, Wolfe) and 2 opposed (Wylie, Guzman).

Auditor Selection for 2025-2026: Secretary Wolfe stated that two bids have been received. One from the current auditor and another CPA firm. Discussion continued with the benefits of having Bricks Coggins who is familiar with the association, and a lower bid. Treasurer Long suggested that the audit be ready and distributed to members two weeks before the annual membership meeting in March 2026 so that members have a chance to review and ask questions at the meeting. Long noted that he would like Coggins to attend in person to answer members' questions. *A motion was made by Director Wolfe to contract with current auditor, A Bricks Coggins, CPA, as presented, for the upcoming annual audit of FY26. Motion was seconded by Director Long, and the motion passed unanimously.*

Buildium/QuickBooks Transition Update: Director Long gave an update on Buildium. The volunteer team has been working to match member balances and reconcile accounts. Ojo has given a quote for cleanup and ongoing support, estimating \$45/hr for cleanup, \$32-34/hr for reconciliation bank accounts and other daily tasks. The entire quote was approximately \$5000 for full cleanup and reconciliation from March- June, but Long suggested this would be adjusted with a more accurate understanding of the current status. There are currently issues with transferring recurring credit card payments from QuickBooks to Buildium due to data restrictions. Director Long built a dashboard that will track AutoPay users and hopefully prevent double billing.

Directors reiterated the tremendous time spent and money invested in Buildium. Director Wylie expressed concern that accounts payable collections had been lost. Long explained the process within the software, and that things have been possibly lost in QuickBooks. Wylie explained that there is almost zero process for collections and stated that there is about \$700k in collections backlog. Long clarified that Peerless had been contracted to do collections and they had not been doing that, but that there is expected to be some improvement in the collections process when Buildium is fully updated, but there is a need for a dedicated collections process. Director Guzman suggested to members to check their bank accounts for accurate payments and expressed frustration that the transition process has not yet been completed and expected that it be complete by September. Travis Huey spoke to some of the operational benefits and capabilities of Buildium, Chris Race spoke to the continued need to communicate with members

how to register their accounts with the portal, and the need for an improved phone system for outbound calls to contact members. Linda O'Brien spoke on the magnitude of the collections process. Misty Thompson spoke to suggest perhaps volunteers could help.

Correction of Restricted Fund Use: Director Mendias brought up a previous discussion and vote in prior session to use restricted funds for KCAD lot purchase that was found to violate declarations (restricted fund not for land purchase). *A motion was made by Director Mendias to remedy the previous action by reimbursing the Restricted Fund for the funds used to purchase the KCAD lots with funds from the General Fund. Director Wylie stepped out for some discussion but was brought up to speed. Motion was seconded by Director Wolfe and the motion passed unanimously.*

Petition to GMA 7 (Groundwater Management) Director Wolfe received a public request addressed to GMA 7 Coordinator with request for FCSA to sign in support. The petition asks GMA7 to investigate numbers used by KCGCD and obtain the correct numbers and targets for a potential drought plan. Representative Eddie Morales and city officials are also signing. The board clarified there was no financial burden to FCSA, and the authors would be responsible for noticing and filing the request, it is simply a request for support by the Association in the form of signing. The importance of water rights and enforcement were discussed. Elizabeth Hodges spoke to clarify the purpose of the request and the importance and value of this effort. Since this was listed as a discussion item, board members stated their intent to sign the document individually.

Street Striping Equipment Purchase: Consideration of purchasing the street striping machine for \$2,971.46. Motion to enable purchase subject to review; tabled for further discussion based on previous offer by DLP to complete the task at no cost under their landscaping contract. *A motion was made by Director Mendias to table the action. Motion was seconded by Director Guzman and the motion passed unanimously.*

Variance Request: Oskin Carport: The Oskins have requested a variance to build a carport. The architecture committee and 4 immediate neighbors supported the request. The board reviewed drawings, site details, and concerns and considerations for variances setting precedents. The board and Mr. Oskin discussed the specifics of the construction and the structure. *A motion was made by Director Wylie to approve the variance as requested by the Oskins who live in Unit 31, Block C, Lots 3, 4, & 5. Motion was seconded by Director Wolfe and the motion passed unanimously.*

Announcements & Adjournment: Special Meeting: Budget meeting scheduled for July 26, 2025, at 9:00 a.m. Director Guzman announced that at this meeting General Manager Charlena Cavender will be presenting her budget for FY26.

Board adjourned for Executive Session at 12:18 PM: This executive board meeting covered a wide range of operational, personnel, financial, and enforcement topics. Key topics covered ongoing DLP engagement, staffing agreements and contractor roles, collections procedures, pool pricing and access policies, insurance and cyber liability, property and animal control enforcement, member concerns, motel engineering and repairs, and internal communication protocols. The meeting also addressed conflict of interest concerns and the handling of sensitive board communications.

The Board returned to Open Session at 3:17 pm: President Guzman announced that the board agreed to continue the contract with DLP for landscaping; the board agreed to approve a contract agreement for the Pro Shop Consultant; and the board agreed during Executive Session to take action on enforcement actions 1, 2 and 3.

The meeting promptly adjourned at 3:18pm.

Meeting Minutes presented by: Sharon Wolfe, Secretary, FCSA Board of Directors