



# Windermere Oaks Water Supply Corporation

424 Coventry Rd  
Spicewood, Texas 78669

**2023 - 2024 Board of Directors**  
Richard Schaefer, President  
Dorothy Taylor, Vice President  
Rene Ffrench, Secretary/Treasurer  
Jeff Anderson, Director  
Jeff Walker, Director

**DRAFT**

## **DRAFT - MINUTES of the WOWSC Board Meeting held 15 April 2023**

### 1. CALL TO ORDER.

Meeting started promptly at 12:12 PM by Richard Schaeffer as the presiding Director from the 2022 WOWSC Board of Directors (BOD). The Composition of the 2023 WOWSC Board of Directors was determined by the members' votes held during the 2023 WOWSC Annual Members' Meeting at 10 am April 15, 2023. Position 1 is now filled by Mr. Walker who received 98 votes versus Mr. Gimenez who received 75 votes, Position 2 is now filled by Mr. Schaefer who was elected unopposed. Position 3 is now by Mr. Ffrench who received 91 votes versus Mr. Nelson who received 82 votes. Ms. Taylor continues her 2021 Position 5 elected term. Mr. Anderson was Board selected 3/06/23 to fill the 2021 Position 4 term vacated by Mr. Vidrine. Thirty-eight WOWSC customers and two constables were present in the facility with six individuals at the BOD table.

### 2. ROLL CALL.

Jeff Anderson, Rene Ffrench, Richard Schaeffer, Dorothy Taylor, Jeff Walker were present, establishing a quorum of the board with George Buriss participating as the WOWSC General Manager.

3. OPEN COMMENTS PERIOD: *Comments from citizens and members who wish to speak on agenda or non-agenda items (3-minute limit per person).*<sup>1</sup>

Patricia Flunker – Commented with congratulations to all new board members and requested that the new Board consider tabling any big issues to be addressed at this first board meeting to allow the new board members to educate themselves on the depth of the issues to be addressed.

4. OFFICER ELECTION: *Discussion, consideration, and possible action to elect Board Officers, including president, vice-president, and secretary-treasurer to serve from April 2023 until the 2024 Annual Members Meeting, or such time thereafter as permitted by the Windermere Oaks Water Supply Corporation's ("WOWSC") Bylaws.*

Nominations for President were opened by Mr. Schaeffer at 12:17pm: Mr. Schaeffer was nominated by Ms. Taylor and seconded by Mr. Anderson. Mr. Walker was nominated by Mr. Ffrench and seconded by Mr. Walker. The vote for Mr. Schaeffer was called with Mr. Schaeffer receiving 3 votes by Ms. Taylor, Mr. Anderson, and Mr. Schaeffer. The vote for Mr. Walker was called with Mr. Walker receiving 2 votes from Mr. Ffrench and Mr. Walker.

**DRAFT**

**DRAFT**

Nominations for Vice President were then opened by Mr. Schaeffer: Mr. Schaeffer nominated Ms. Taylor and seconded by Mr. Anderson. Mr. Walker nominated by Mr. Ffrench and seconded by Mr. Walker. The vote for Ms. Taylor was called with Ms. Taylor receiving 3 votes by Mr. Schaeffer, Mr. Anderson, and Ms. Taylor. The vote for Mr. Walker was called with Mr. Walker receiving 2 votes from Mr. Ffrench and Mr. Walker.

Nominations for Secretary/Treasurer were then opened by Mr. Schaeffer: Mr. Schaeffer asked Mr. Anderson to serve and Mr. Anderson politely declined. Mr. Ffrench was nominated by Mr. Walker and seconded by Mr. Ffrench. The vote for Mr. Ffrench was called with Mr. Ffrench receiving 5 votes by Mr. Schaeffer, Mr. Anderson, Ms. Taylor, Mr. Walker and Mr. Ffrench.

5. CREDENTIALS COMMITTEE – *Discussion, consideration, and possible action to appoint members of the Credentials Committee comprised of two Board members and one member for the WOWSC's 2024 Directors' Election.*

Discussion for the establishment of the Credentials Committee to serve from April 2023 until the 2024 Annual Members Meeting was opened at 12:22 pm by Mr. Schaeffer and Mr. Schaeffer nominated Mr. Schaeffer and Mr. Walker to the committee. The motion was seconded by Mr. Anderson. The vote for the confirmation of the Credentials Committee was 5 votes in the affirmative by Mr. Schaeffer, Mr. Anderson, Ms. Taylor, Mr. Walker and Mr. Ffrench.

6) RESOLUTION TO UPDATE TARIFF – *Discussion, consideration, and possible action to pass a formal resolution of the Board ratifying the Tariff amendments approved by the Board on February 10, 2023 and March 6, 2023, including (1) updating the form on page 75 of existing Tariff to include language reflecting statutory amendments to the Texas Utilities Code regarding Disclosure of Personal Information; (2) changing WOWSC's address throughout the document to 424 Coventry Road, Spicewood, Texas 78669; (3) replacing the Drought Contingency Plan with the newly approved 2022 Drought Contingency Plan; (4) replacing Emergency Tariff Rate Language; and (5) incorporating the Board's authority to set a monthly surcharge.*

Presentation of the Resolution to Update the WOWSC Tariff was opened at 12:25 pm by Mr. Schaeffer with Mr. Schaeffer reading the 4 pages of the Resolution but not reading the amended elements of the Tariff which were indicated in several places in the text of the Resolution to be attached to the Resolution. A motion was made by Mr. Ffrench to Table the Resolution in order to allow research into all the elements of the Resolution for understanding by the three new members on the BOD. The motion to table the Resolution was seconded by Mr. Walker. A motion to accept the Resolution was made by Ms. Taylor. The motion to accept the Resolution was seconded by Mr. Schaeffer. Discussion of the Resolution was opened by Mr. Schaeffer at 12:34pm. Mr. Ffrench requested a copy of the Resolution to be able to read it. Mr. Walker asked Ms. Taylor to clarify why Ms. Taylor thought that the Resolution was a good idea. Ms. Taylor clarified that emergency plan provisions in the tariff were out of date and that the provisions of the Resolution were discussed at previous meetings. Mr. Walker explained that he wanted the Resolution to be brought to the membership so they could vote on it. Mr. Schaeffer explained that the tariff adjustments would allow the corporation to handle expenses that were unforeseen and that the BOD has to deal with options to keep the water company solvent. It was explained that financial options include surcharges and rate increases when income is lower than expenses like when we get a \$200,000 legal bill that is not in our operational budget and we need to take care of it. Ms. Taylor added her belief that the Resolution action would not change the amount that members are charged. Mr. Walker made the point that his understanding is that the

**DRAFT**

**DRAFT**

Resolution allowed the addition of a surcharge on the members and requested that the Resolution be put to a vote by the membership. Mr. Schaeffer mentioned that the outcome of the PUC Rate Review could be a mandate to put a surcharge on the billing and that cannot be done unless the ability to put a surcharge is in the Tariff. Mr. Ffrench then commented that item 4 on the Resolution allows the future activation of a surcharge and the enactment of that language could be potentially causing perjury to previous corporate statements and documents put on file with the Texas Public Utilities Commission by the corporation which we now represent. Points were made that the Tariff that is referenced as an attachment in several places of the Resolution is not being presented so those instances of that language need to be removed from the Resolution. Mr. Ffrench voiced a Point of Order that since no one there had a copy of the Tariff for discussion of changes, the Resolution as presented is incomplete. Mr. Walker again requested time to understand and the ability to present this action to the membership to include their input for comment and potential action. A vote was called on the Resolution at 12:42pm by Mr. Schaeffer with Ms. Taylor and Mr. Schaeffer voting in favor of the Resolution. Mr. Anderson requested to wait until the next meeting to vote. No vote was taken on the Resolution.

7) EXPENSE REIMBURSEMENT – *Discussion, consideration, and possible action for reimbursement of Joe Gimenez for copies made and distributed to members at the Feb. 10 and the Mar. 6 meetings, in the amounts of \$37.15 and \$43.57, respectively.*

Discussion and authorization vote for the reimbursement for copies made and distributed to members at the Feb. 10 and the Mar. 6 meetings in the amounts of \$37.15 and \$43.57, respectively to Mr. Joe Gimenez. A motion was made by Mr. Schaeffer to reimburse Joe Gimenez as stated and it was seconded by Mr. Walker. The motion passed with four members voting Yes: Mr. Schaeffer, Mr. Walker, Mr. Anderson, and Ms. Taylor. One No vote by Mr. Ffrench.

8) SET NEXT MEETING: *Set date, time, and place for next meeting.*

Discussion of the next Directors’ Open Meeting date and time was opened by Mr. Schaeffer at 12:36pm. Mr. Walker made a recommendation that the Windermere Pavilion be the location for the next meeting because it is central and easy to get to from the neighborhood and airport with golf carts. Ms. Taylor explained that weather could be bad so the Community Center is more reliable. Mr. Schaeffer added that moving the meeting location around can be confusing to members who want to attend. By agreement the date time for the next Directors’ Open Meeting would be 18 May 2023 at 6 pm. Ms. Taylor took the task of reserving the Spicewood Community Center for the meeting.

9) ADJOURN: *Adjourn*

Discussion of a motion to adjourn was opened by Mr. Schaeffer at 12:38pm. It was seconded by Mr. Anderson. The vote was called by Mr. Schaeffer and the vote was unanimous.

Meeting adjourned at 12:39pm.

To Be Presented for Approval of the WOWSC Board on 18 May 2023

Draft completed by: L. Rene Ffrench – Secretary/Treasurer on 18 April 2023

YouTube Video of the Meeting: Part 1: <https://www.youtube.com/watch?v=xXZajFvepeE>

YouTube Video of the Meeting: Part 2: <https://www.youtube.com/watch?v=TAGeb7qCy8Q>

**DRAFT**