

# MINUTES

## Memorial Northwest Homeowners Association

17440 Theiss Mail Route  
Klein, TX 77379

## Special Meeting of the Board of Directors Meeting

Wednesday, December 18, 2019

### PRESENT

Greg Schindler, President  
Joy Hemphill, Secretary

Art Bryam, Area 1  
Sarah Mueller, Area 2  
Gerome D'Anna, Area 3  
Rebecca Talley, Area 4  
Ryan Aduddell, Area 6  
Jay Jackson, Area 7

Margie Naranjo and Jennifer Elliott from SCS Management Services

**Absent: Bryan Thomas, Area 5**  
**Dudley Anderson, Treasurer**

Open: 1<sup>st</sup> Vice President (Contracts)  
Open: 2<sup>nd</sup> Vice President (Security)  
Open: 3<sup>rd</sup> Vice President (ACC)

### **Open Session Before the Board and Homeowners (7:02 p.m. – 8:12 p.m.)**

**A Quorum Was Established.**

**Adoption of the Agenda:** Mr. Schindler asked if there were any objections or amendments to the agenda. The Board unanimously approved the agenda as presented.

Mr. Schindler, addressing the Board of Directors and homeowners, indicated the necessity for the special meeting was to get Board positions filled so that year-end transactional business of MNW HOA could be accomplished.

**Resignation of Curtis McGee as 1<sup>st</sup> Vice President (Contracts):** Mr. Schindler announced that Mr. McGee had resigned his position as 1<sup>st</sup> Vice President (Contracts) for personal reasons. Mr. Schindler then indicated that Mr. Jay Jackson had expressed interest in the 1<sup>st</sup> Vice President position.

### **Nomination of Jay Jackson as 1<sup>st</sup> Vice President (Contracts):**

Mr. D'Anna motioned to accept Mr. Jackson as 1<sup>st</sup> Vice President; Mrs. Talley seconded the motion. Mr. Schindler opened the motion for discussion. After discussion, the motion passed with all voting in favor of Mr. Jackson.

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**Resignation of Gregg Williams as 2<sup>nd</sup> Vice President (Security):** Mr. Gregg Williams, via email dated December 3, 2019 to all board members, resigned his position as 2<sup>nd</sup> Vice President (Security).

**Nomination of Ryan Aduddell as 2<sup>nd</sup> Vice President (Security):**

Mr. Schindler nominated Ryan Aduddell for the position of 2<sup>nd</sup> Vice President (Security). Mrs. Talley motioned to accept Mr. Aduddell as 2<sup>nd</sup> Vice President (Security); Mrs. Mueller seconded the motion. Mr. Schindler opened the floor for discussion. In discussion, Mr. Aduddell expressed his goal and intention in the position was to seek out and ensure the best services possible through whatever security contract was in place. After discussion, the motion passed with all voting in favor of Mr. Aduddell.

**Nomination of Norman Robinovitz as 3<sup>rd</sup> Vice President (ACC):** Mr. Schindler nominated Mr. Norman Robinovitz for the position of 3<sup>rd</sup> Vice President (ACC). Mr. Schindler informed that Mr. Robinovitz had been working in a volunteer position on the Architectural Control Committee, that he was articulate and understood the required duties.

At this time, Mr. Robinovitz withdrew his nomination for the position of 3<sup>rd</sup> Vice President (ACC).

**Nominations from the floor:** Mr. Schindler advised that there was now open on the MNW HOA the positions of 3<sup>rd</sup> Vice President (ACC), Treasurer, and Area 7 Director. Nominations from the floor were sought; there were no nominations forthcoming.

**Homeowners Forum:** Mr. Schindler opened the floor to those homeowners wishing to address the Board. Homeowners had questions and the Board answered questions regarding:

Several homeowners expressed views concerning their belief on how the governance should work concerning filling empty positions. Discussion was had regarding the governing documents in place and the differences between and the reasons for the normal two-year cyclical election versus the filling of a vacant position mid-term. It was explained that all HOA Board positions came up for reelection on an alternating two-year cycle. Mr. Schindler emphasized that the suggestions coming from the floor would require a change in the membership governance documents. He also mentioned the feasibility involved as obtaining volunteers in a timely manner has historically been difficult.

Consternation as to the low homeowner turnout at HOA meetings and speculation as to the reasons therefor.

Why social media (Facebook) was not used to inform MNW homeowners of Board actions as opposed to the Open Meetings Act.

Why MNW HOA meetings were not held on Saturdays as opposed to Tuesday evenings.

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**Motion to Adjourn:** After discussions concluded, Mr. Byram motioned to adjourn the meeting; Mrs. Mueller seconded the motion. All voted in favor. The meeting was adjourned at 8:12 p.m.