

**WRA Minutes**  
**January 14, 2019**

President Rene Straub called the meeting to order at 7:00 p.m. at the Whisper Creek Clubhouse. Directors present: Matt Brown, Bob Christenson, Debbie Gwaltney, Mike Nist, Lynda Pace, Steve Patterson, Art Redfern, Rene Straub, and Jim Wills. Directors absent: Jared Stehney (proxy held by Debbie Gwaltney). Guests: Business Manager LeAnn Granic, Financial Manager Julie Shull and thirty-four (34) neighborhood residents.

The December 10, 2018, Minutes were approved by e-mail. Guests were asked to sign-in. Comment cards were provided for guests to write down any comments and concerns, which were addressed by the Board during the meeting.

Financial Manager Julie Shull presented the Financial Report, with the motion to approve made by Director Bob Christenson and seconded by Director Wills; passage was unanimous.

1. 584 of 661 statements were sent via e-mail. Seventy-seven (77) statements were mailed.
2. Ms. Shull has contacted residents whose payments are still being mailed to the previous WRA mailing address. Some residents continue to use the old address, and are reminded to change to the new address as soon as possible.
3. As of December 31, 2018, the WRA owed attorneys \$43,426; this includes amounts for the Morris lawsuit, Hummingbird Hill, and corporate issues. Monthly payments are approximately \$10,000. As of December 31, 2018, the total cost of the Morris lawsuit is \$272,518.90.
4. WRA is currently insured with Cincinnati Insurance. The insurance premiums will increase approximately 14% (\$652.00) to \$5,432.00 per policy year. The premium increase has been influenced by claims related to the Morris lawsuit. The insurance policy will be re-quoted in December 2019, with a renewal on February 1, 2020.
5. All financial information will be provided to the auditor by the end of January.
6. Collections:
  - a. A former resident currently owes the WRA \$4,912.21 in unpaid dues and fines. Attempts to locate the homeowner through a collection attorney have proven unsuccessful. WRA continues to maintain a lien on the property.
  - b. The unpaid dues account of a second resident has been turned over for collections.
7. Per WRA policy, any current Windstone resident interested in more specific financial information may contact Ms. Shull.

Business Manager LeAnn Granic reported on the following:

1. Maintenance/Repairs:
  - a. Allied Electrical has serviced three street lights needing repair.
  - b. Removal of the holiday lights has been delayed due to weather. These lights are scheduled to be removed and stored this week.
2. Windstone Website/Online Directory:
  - a. Ms. Granic received website administration privileges on December 28, 2018. She has begun updating and refreshing the website. Tom Freeland has provided new photographs for both the website and the directory.
  - b. Work on the online resident directory has begun.
    - i. Information about ad space for residents will continue to run in the February newsletter. Residents can obtain an ad space application by contacting the business office.
    - ii. Some advertisers paid for advertising in 2018, but did not have these payments refunded when the directory was not published. These ads will be included in the 2019 residential directory. Additional local businesses are being contacted about ad space in the 2019 directory.
    - iii. The online directory will be updated with new resident information on a monthly basis.
    - iv. Once published, the directory can be viewed via the "Residents Only" page of the website or downloaded and saved. Residents will be required to create their own password in order to access this page. Detailed instructions about accessing the new directory will be provided to residents on the website, in future newsletters, and in a group email blast.
    - v. Residents who do not have access to a computer can obtain a printed copy of the directory from the business office.
3. RV Lot:

- a. Progress is continuing on shortening the RV wait list. Two new RV lot registrations have been completed, with occupancy occurring on February 1, 2019.
  - b. Spaces needing new number plates will receive them when the weather warms.
4. Rear Gate:
- a. Residents have reported that the rear exit gate continues, on occasion, to swing back upon opening. The Roads Committee is exploring ways to modify the curb that the gate is hitting.
  - b. Ms. Granic has contacted Pegasus Controls about replacing the back gate DVR. She is awaiting a response.
5. Trash Service
- a. Charlie Stephens has submitted a proposal for the new contract year, which includes a slight increase of \$2/quarter.
  - b. Ms. Granic will pursue a three-year contract with Mr. Stephens.

#### Unfinished Business

1. Morris vs. Windstone:
  - a. Mr. Morris has retained a bankruptcy attorney and has refiled for Chapter 13 Bankruptcy in Hamilton County, TN.
  - b. The WRA has filed a Motion with the Hamilton County, TN, Bankruptcy Court which would allow the WRA to continue with the lawsuit in Catoosa County, GA; the Catoosa County suit had been stayed due to the bankruptcy filing. No decision had been rendered at the time of the January 14, 2019 Board Meeting.
  - c. Mr. Morris' attorney contacted the WRA's attorney, offering to give the house back to the mortgage bank and to the WRA, with the stipulation that the WRA give Mr. Morris \$100,000. The WRA is prohibited from owning residential property. This offer was rejected by the WRA.
  - d. The WRA is obtaining a current appraisal of the Morris property. Once this appraisal is received, the WRA hopes to negotiate with the mortgage bank, in an effort to receive some payment on the lien held by the WRA on the property. The bank has not yet begun foreclosure proceedings; the WRA is in first position to receive any funds generated from the sale of this property.
2. Hummingbird Hill: No new actions have occurred since the last update.
3. Road Expenditures:
  - a. Water Issues on Windstone Drive/Back Gate Curb Repairs:
    - i. The contractor building the home across the street from 1777 Windstone Drive has made a proposal to increase the curb height at that residence and 1743 Windstone Drive for \$1,500.00 (\$750.00/home). He has also offered to do address issues at the rear exit gate by modifying that part of the curb which is causing that gate to bounce back toward the roadway when opening. He has offered to do this for an additional \$500.00. These corrections would be completed when the driveway is poured at the new home.
    - ii. This proposal is the least expensive of the quotes to make these repairs to date. Director Patterson has attempted numerous times to procure other bids for this project, but had difficulty doing so, as most area contractors are unwilling to consider a job as small as this one.
    - iii. Director Wills made a motion to repair the driveways at 1777 and 1743 Windstone Drive, as well as the rear exit gate curb, for no more than \$2,000.00. Director Nist seconded. This motion passed unanimously.
  - b. Wisley Way 9th Hole Golf Cart Crossing:
    - i. Site lines at the 9th hole golf cart crossing are poor, making it difficult for golfers and drivers to see one another. Rumble strips have been placed at this location numerous times, with the intent of slowing drivers approaching this crossing. The rumble strips have been removed by an unknown individual(s) on more than one occasion. One resident has requested that a speed bump be placed in this location. Director Patterson has received a bid of \$1,800.00 for placement of a speed bump in this area.
    - ii. Before a speed bump is placed at this location, Director Gwaltney will poll the residents living past that location, to determine if that is a solution amenable to them.
    - iii. Director Tracy recommended looking into alternative solutions (convex mirror, trimming of shrubbery), before committing to the placement of a speed bump.
  - c. Lonesome Dove:
    - i. Bid packages for the Lonesome Dove repair were sent to six (6) road construction firms in December, 2018. No response was received from any of these firms. The bid packages will be sent to two (2) additional road construction firms.

- ii. The verbal estimated costs of the Lonesome Dove repair are \$350,000. These costs will be paid from the Road Reserve Fund.
4. RV Lot:
    - a. RV lot fees are increasing to \$50 quarterly for small lots and \$75 quarterly for large lots. Residents who lease spaces in the RV lot will be notified of these increases when annual statements are mailed in February. In addition, the Business Manager will also send out a letter to residents who currently utilize the RV lot informing them of the increased fee.
    - b. Increases in lot fees will be used to improve lot maintenance.
      - i. Gravel will be added to the lot. Particular attention will be paid to spaces which are prone to flooding during periods of heavy rain.
      - ii. Lots will be newly marked to achieve uniform sizes for both large and small spaces.
      - iii. Spaces will receive new signage, clearly marking the boundaries of each space.
      - iv. Additional improvements to the lot will be considered as funds become available.
  5. Nominating Committee:
    - a. Board of Directors elections are governed by the WRA By-Laws, Article V, Directors and Article VI, Nomination and Election of Directors.
    - b. The Nominating Committee is charged with identifying Windstone residents interested in running for the WRA Board of Directors. Director Wills (Chairman of the Nominating Committee) stated that he is still looking for an additional person(s) to volunteer to join the Nominating Committee; one resident has already volunteered to be on this committee.
    - c. Board members are elected to serve for three (3) years. Three (3) Board positions will be voted upon during the 2019 election. Board members may serve up to two (2) consecutive terms.
    - d. Candidates for Board of Directors positions must be verified Windstone homeowners and must be current on all dues.
    - e. Anyone interested in running for the Board of Directors must complete a Nominee Profile form. This year, the forms will include an area for candidates to describe Windstone community issues important to them, as well as goals they hope to accomplish while serving on the Board of Directors. Nominee Profile forms are available in the Windstone office. Nominee profiles will be included in the March, 2019, ballot.
    - f. The Nominating Committee plans to host a "Meet and Greet" with the Nominees prior to the election. This event will be open to all Windstone residents, and will allow residents to meet and speak with the Nominees prior to the election.

## New Business

1. Resignation of Board Members
  - a. Director Freeland resigned from the WRA Board of Directors, effective January 6, 2019. Her resignation was accepted by the Board. One year of Director Freeland's term remains.
  - b. Director Culpepper resigned from the WRA Board of Directors, effective January 7, 2019. Her resignation was accepted by the Board. Two years of Director Culpepper's term remain.
  - c. Director Hopcroft resigned from the WRA Board of Directors in July, 2018. At that time, Director Redfern agreed to serve in Director Hopcroft's stead until board elections to be held in March, 2019. Two years of Director Hopcroft's term remain.
  - d. Director Nist was appointed in July, 2018, to fulfill the remainder of Director Philips' term, which became vacant due to her resignation in June, 2018. At the time, it was believed that two years remained in her term. However, only one year remained in her term, and that BoD position will be up for election in March, 2019.
2. Appointment of Board Members
  - a. Vacancies on the Board of Directors are governed by the WRA By-Laws, Article V, Directors, Section 5, Vacancies on the Board of Directors. Per this mandate, unexpired offices made vacant through resignation or certain other causes must be filled through appointment by the remaining members of the BoD. Vacancies of this nature cannot be filled through election. Any replacement Director is appointed for the remainder of the unexpired term.
  - b. Recent resignations have caused three vacancies on the Board which must be filled by appointment. Director Brown made the following motion, which was seconded by Director Redfern:
    - i. That Tonya Holland be appointed to fulfill the one-year term left vacant by the resignation of Director Freeland, effective immediately.
    - ii. That Terry Tracy be appointed to fulfill the two-year term left vacant by the resignation of Director Culpepper, effective immediately.

- iii. That Mike Nist be appointed to fulfill the remaining term left vacant by the resignation of Director Hopcroft shortly after his election to the WRA Board of Directors, and by agreement temporarily filled by Director Redfern, effective following the end of Director Redfern's temporary appointment in March 2019.

This motion was approved; Director Nist abstained from the vote. Directors Holland and Tracy joined the others at the Board table.

3. Trash Contract Renewal: Please see Business Manager's Report, Item 5.
4. Reserve Funding:
  - a. Director Pace expressed concern about the verbiage of portions of the WRA Covenants & Restrictions, Part Three, Article III, Covenants for Maintenance Assessments, Section 5, Reserve Fund. She presented the Board of Directors with proposed changes which would require road reserve funds to be deposited into insured accounts. Additionally, Director Pace proposed that the current C&R's be changed so as to prevent road reserve funding to be held, stopped, or diverted for other purposes. If such actions were to need to occur, Director Pace proposes that the entire membership of the WRA (i.e. all property owners) must be informed at a Special Meeting and that Board of Directors must receive the consent of the membership before completing such actions.
  - b. The Board will review these proposed changes prior to the February 11, 2019, Board meeting.
  - c. Any proposed changes to the Covenants & Restrictions approved by the BoD must then be voted upon by the full WRA Membership. These proposed changes would be included in the March, 2019 ballot.
5. 2019 Budget Review: Director Redfern presented an overview of the 2019 Budget. He provided both Board members and residents with a hard copy of this presentation. A question and answer period followed Director Redfern's presentation.

#### Committee Reports

1. ARB: The ARB Committee addressed the following requests during the month of December, 2018:
  - a. Tree removal and/or landscaping changes were approved at the following locations:
    - i. 1421 Woodway Drive
    - ii. 1417 Woodway Drive
    - iii. 9346 Windstone Drive
    - iv. 1890 Holden Farm Place
  - b. Approved additional requests include the following:
    - i. 377 Blue Jay Parkway: New roof
    - ii. 9236 Inglebrook Drive: Replacement windows.
    - iii. 1408 Woodway Drive: General exterior repairs
    - iv. 1448 Dew Drop Crossing: Addition of French drains
    - v. 67 Herron Lane: Exterior painting
2. Lakes: A muskrat has damaged the float on the Lake Haven fountain. Additionally, two lights on the fountain are no longer working. Don Swafford pulled the pump on January 14, 2019, and will assess the damage and provide repair recommendations and estimates to the Board.
3. Trash Service: Please see Business Manager's Report, Item 5.
4. RV Lot/Maintenance: Please see Business Manager's Report, Item 3 and Unfinished Business, Item 4.
5. Roads: Please see Unfinished Business, Item 3.
6. C&Rs:
  - a. Water is standing in the alleyway behind 2019 Holden Farm Place, causing safety concerns. The pavement on the alley is higher than the sump pump exhaust located on the homeowner's property and is blocking the outflow on the pump. No drainage grates are located in the alley, as they are not required per code. A resolution to this problem is being sought.
  - b. Fifty-five (55) issues have been addressed since July, 2018. Seven (7) issues are currently active.
7. Golf Course: A resolution to the drainage issues near the 15th hole is still being sought. The WRA continues to work with Windstone Golf Course on this issue.
8. Landscaping: Tree removal in Whisper Creek has been completed.
9. Special Events:
  - a. Removal of the holiday lights has been delayed due to weather. They should be removed and stored this week.
  - b. Director Gwaltney will begin planning a Spring Playground Clean-up Day. A date has not yet been determined.
10. Security Committee:

- a. The arms on the rear gate have been replaced three times in the past month. The second incident caused significant damage to the yellow foam protective cover. The cover will need to be replaced.
  - b. The motor on the back gate is still operating.
  - c. The wheels on the front gates have been replaced.
11. Sewers: The drainage issues at the corner of Tower Pines and Oakhurst are caused by a street drain that was modified many years ago to become a surface drain. Prior to modification, this drain was causing a resident's yard to flood on a regular basis. A lawsuit ensued, and the drain was modified by an engineering firm as a result. Director Nist is attempting to retrieve engineering plans related to this modification.
12. Playground: No meeting was held.

Director Redfern motioned that the meeting be adjourned. Director Brown seconded, and the motion passed unanimously. The meeting was adjourned by President Straub at 9:04 p.m. The next regularly scheduled meeting is February 11, 2019, at 7 p.m., at the Whisper Creek Clubhouse.

Respectfully submitted,

Deborah S. Gwaltney, Secretary

Rene Straub, President