



WPOA Board Meeting Minutes (draft)

Location: 439 Water Co. Conference Room, also via Zoom

Date & Time: April 26, 2026 - 3:00pm.

Prepared by Sherry Lovorn, WPOA Secretary

Date: April 28, 2026

1. Call to Order The meeting was called to order by President Michael Grand at 3:01 PM.

2. Declaration of Quorum A quorum was established with five of the six Board of Directors (BOD) members present at the start of the meeting:

- **In Person:** Michael Grand, Sherry Lovorn, and Tony Rovetto.
- **Via Zoom:** Kelsee James and Debbie Kirwan. (Tara Manly joined via Zoom after the meeting was called to order).
- **Additional Attendance:** 7 WPOA members (1 via Zoom).

3. Approval of Minutes The minutes from the April 12, 2026, Board Meeting were reviewed.

- **Action:** Approved (4 out of 6). Note: Tara Manly had not yet joined the meeting; Tony Rovetto abstained as he was not present at the April 12 meeting.

4. Vote on New Bylaws The Board discussed the finalization of the vote on the proposed Bylaws. During the online voting period, additional member input was received and further research was conducted. The Board determined that more discussion is necessary before a final vote.

- **Action:** The Bylaws vote has been postponed. A new meeting date and time for the vote will be scheduled once the revisions are complete.
- **President's Remarks:** Michael Grand emphasized the Board's commitment to finalizing the Bylaws diligently so they can be filed with the county as soon as possible.

5. Closing Comments

- President Michael Grand opened the floor for any non-Bylaw related business. Hearing none, he thanked the members for their participation and feedback, noting that the input ensures the Board provides a superior final product for the community.
- Member discussion regarding the Bylaws was scheduled to begin immediately following the adjournment of the formal meeting.

6. Adjournment The meeting was adjourned at 3:05 PM.



Addendum: Working Group Notes

All members that attended the Board meeting were invited to stay and participate in this informal discussion immediately following adjournment to work through the pending updates to the organization's Bylaws.

Major topics discussed:

1. Clarification of Governing Documents

The group addressed common misconceptions regarding the distinction between Bylaws and Covenants:

- **Definitions:** It was clarified that **Bylaws** are dedicatory instruments that establish procedural rules and standards for Board operations.
- **Scope:** Unlike **Covenants**, Bylaws do not impose restrictions on property owners or their land; they serve as a framework for the Board's fiduciary duties.

2. Amendments to Quorum Requirements (Section 12.1)

To ensure consistency across governing documents, the group agreed to update the quorum requirements for Bylaw amendments.

- **Revision:** Wording in **Section 12.1** will be updated to mirror **Section 3.4** (Member Quorum).
- **Standard:** A quorum shall be defined as **50% of members**, with a majority vote of that quorum constituting an act of the membership.

3. Regulatory Scope & Oversight

- **Drone Activity:** The group reached a consensus that drone control does not belong in the Bylaws. Since Bylaws govern Board procedure rather than owner restrictions, and Board members do not serve as law enforcement, this oversight will be excluded.
- **ACC Decisions & Waivers:** Any Architectural Control Committee (ACC) decisions requiring a waiver of Covenants must now be reviewed by the Board of Directors (BOD) prior to ACC approval.
- **ACC Appeals Process:** In the event of a denial, specific wording has been added to require that an outline of the appeals process and timeline that complies with current **Texas Property Code** be included in a denial notice.

4. Administrative & Operational Updates

- **Physical Office Address:** In accordance with legal requirements, the WPOA office must be listed as a physical address rather than a PO Box.
- **Management Terminology:** References to the "President" in management contexts were changed to "**Manager**" to allow for flexibility in future administrative structures.
- **BOD Meeting Notices:** For meetings not subject to "open meeting" criteria, a minimum of **3 days' notice** will be provided to all members. The group also clarified the recording requirements for actions taken by the Board without a formal meeting.



- **Document Formatting:** Roman numerals, section numbers, and page numbers were audited and corrected for professional consistency.

5. Committee Autonomy

- **ACC Operating Manual:** The ACC will independently develop its own policy and operating manual. The committee is encouraged to collaborate with other WPOA members for assistance in developing their policy manual if needed.

6. Legal Review and Next Steps

The Working Group concluded that a professional legal review is advisable before presenting the updated Bylaws to the membership for a vote.

- **Action Item:** Two Board members have volunteered to research and obtain quotes from attorneys specializing in **HOA law**. They will provide references and pricing for the Board's consideration.