FRIO CANYON ESTATES P.O.A

Annual Meeting Minutes

June 14, 2025

1. Bryan Barrington called meeting to order at 0830 hours.
2. Member role call taken, Quorum confirmed with 37 total members present including proxy’s
3. 2024 minutes read, summary of which was accepted by members without any questions
4. Treasurer’s report was read, including a review of the road repairs completed in 2024; members agreed repairs were completed well and stood up well to the recent heavy rainfalls
5. 2025-26 fiscal year Annual Budget proposal was accepted by members present.
   1. One member suggested in the future that we itemize expenses separately for both the River Park and the Subdivision. Board agreed to discuss with Treasurer and provide that information to anyone who requests
6. Architectural Control Committee discussed how No new construction was reviewed within last year
7. Park Rules discussed; no members present suggested changes to any currently existing
   1. One member proposed formation of a Park Committee to monitor Park Conditions and investigate any potential improper Park access or abuse; Board agreed to review this item in future Board Meetings.
   2. The Board also reminded members any repairs or work done to the Park is eligible for re-imbursement but that large costs should be requested up-front from The Board
8. MODIFICATIONS TO AMENDMENTS proposal discussed at length
   1. The 1981 Deed Restrictions CAN BE amended by State Law, providing we as membership follow a detailed endeavor, as allowed by Chapter 211 of the Texas Property Code
   2. Stated that currently the 1981 Deed Restrictions DO ALLOW VRBO’s for property owners; however third-party Park access is prohibited by The Park Rules
   3. President then read and summarized the key aspects of Chapter 211 and how we can follow these to change the Deed Restrictions
   4. KEY POINT: The first modification to the Deed restrictions, should the membership approve, is a 2-step process; the first being Members must agree, by vote, that we wish to consider future amendments to the 1981 Restrictions; the 2nd step will be Members, by vote, agreeing to any specific Amendments
   5. Voting will be done by secret ballot, and will require a 2/3 majority of the votes cast to pass the 1st step, as outlined in Chapter 211 of the Texas Property Code
   6. Frio Canyon estates will pay for all postage, including return mailing of votes, and will enlist non-Board members to tally the votes
9. HOW MODIFICATIONS TO AMENDEMENTS CAN OCCUR was discussed at length
   1. President explained that while The State sets the rules for the first step (explained above), we, AS MEMEBRS, can decide on the procedure how to enact any Amendments
   2. A sample cover letter explaining what a FOR and AGAINST vote means was read and discussed
      1. KEY POINT: one member asked if the State allows for Proxy voting in this situation, of if all voting must be done in-person at a Special Meeting. Upon review and follow-up by the Board, we agreed Proxies are allowed in this step of the procedure, as outlined in our 2017 By-Laws
      2. Board agreed that we will confirm this question with Attorney before mailing out instructions to members
   3. Proposed Ballot wording was read in detail by President; all members present agreed to the wording, and will be reviewed by Attorney to confirm
   4. KEY POINT: The last section of the ballot wording specified language that states for an Amendment to pass, it would require a >50% of the owners of lots for which dues are payable. As a reminder, this applies to the 2nd Step of the process as described above
   5. The language stating >50% was accepted by all members of the quorum, although no formal vote was offered or taken; there were no objections stated
   6. President confirmed any and all amendments will be publicly recorded with Uvalde County, as required by Chapter 211
10. The purchase of 1700 acres of land by the State Parks Department was discussed. This property would end on the opposite side of the Frio River almost across from our River Park. While it was assumed this Property would be an extension of Garner; a member close to this land purchase stated it was not part of the current State Park; simply another area of land by Texas Parks and Wildlife; further details of usage unknown at this time
11. Our new Park Host, Vince Wade, was introduced to members
12. Unit II Park access discussed; Details still pending; decisions are pending on Amendments to Deed restrictions process as discussed earlier;
    1. KEY POINT: Any future ownership transfer with River Park access is one of the main issues to be determined
13. Item of hiring an H.O.A. management company was proposed by President to assist with bookkeeping and posting notices on web-site.
    1. This Company would still report to The Board, not make their own rules
    2. One member stated proper vetting is a must as experience shows some of these companies over-manage, and charge high fees; specifically mentioned bad experience with an Alamo Management group
    3. Members present showed unfavorable response to this idea at this time so item was tabled
14. VOTING FOR 4 BOARD MEMBERS PROCEDED
    1. Nancy Miller proposed to re-elect all 4 Board members whose term expired, and this was seconded by Eddie Priour
    2. Bob Nortcutt proposed nominating new member Jason Browning to Board, and was seconded by Arlene McGarrahan
    3. At this point, Nancy Miller rescinded proposal
    4. Then Board decided to regroup since there were additional nominees. The vote moved forward with 2 separate votes, one for those on a 3-year term, and a second for those on a 2-year term.
    5. A written vote was then completed and counted for 2 of 3 nominees: Victor Vinton, Kim Freund and Jason Browning.
    6. Final vote by members and proxy re-elected Victor and Kim to fill the 3-year terms on Board
    7. Then a second vote for the 2-year term Board positions established; nominees were Bryan Barrington, Kenneth McGarrahan and Jason Browning proposed by Bob Northcutt. Ric Tipton seconded this.
    8. At this point Jason withdrew his name from voting consideration.
    9. Since no other nominations made, Bryan and Kenneth were accepted by all members of Quorum to be re-elected to Board, without objection.
15. New Business discussion yielded no proposals
16. Meeting adjourned at 1136 hours.

NOTE: After the meeting adjourned, the Board met to recap some points of the meeting. During this time, Kenneth McGarrahan resigned his elected position from the Board of Directors. With our By-Laws being followed, The Board inquired if the unelected nominee, Jason Browning, would be interested in accepting this vacant position. Mr. Browning accepted, and is now part of the Board of Directors for Frio Canyon Estates.