

**MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS
OF THE FEATHER BAY OWNERS' ASSOCIATION, INC.**

December 6, 2018

The Annual Meeting of the Board of Directors (the "Board") was held on December 6, 2018 immediately following the Annual Meeting of the Members of the Feather Bay Owners' Association, Inc. (the "Association"). The meeting of the Board was called to order by Ronald Newman, Jr., Vice President (the "Vice President").

All Members of the Board were present or waived attendance thereof and any notice requirements of meetings set forth in the Bylaws of the Association or by the applicable provisions of the Texas Business Organizations Code or the Texas Non-Profit Corporation Act.

Upon motions duly made and following a discussion thereof, the following resolutions were adopted by the Board:

RESOLVED, that the following individuals be elected to the offices opposite their names to serve in such capacity until the next annual meeting of the Board unless earlier removed in accordance with the Bylaws of the Association:

Ronald G. Newman, Jr.
William Palmer

President
Secretary

RESOLVED FURTHER, that all actions taken by the officers of the Association since the last Annual Meeting of the Directors be affirmed and ratified as the acts of the Association.

Upon Motion duly made and seconded, the meeting was adjourned.



William Palmer, Secretary

MINUTES OF THE 2018 ANNUAL MEETING OF THE MEMBERS

FEATHER BAY OWNERS' ASSOCIATION, INC.

December 6, 2018

The 2018 Annual Meeting of the Members was called to order at 7:00 P.M. by Ronald Newman, Jr., Vice President of the Feather Bay Owners' Association, Inc. (the "Association"). Mr. Newman announced that pursuant to the provisions of Article III Section 4 of the Bylaws of the Association, ten percent of the members (being 146 members) must be present in person or by proxy to constitute a quorum and that 405 votes were present in person or by proxy. Accordingly, a quorum was present and the Annual Meeting of the Members could proceed.

Mr. Newman then gave a brief introduction and welcome.


The first order of business was a discussion of the budget of the Association.

The next order of business was the change of the name of the Association to "Hideout Resort Owners' Association." Following a discussion and upon motion duly made and seconded, the motion to change the name of the Association to "Hideout Resort Owners' Association" was unanimously approved by a vote of 405 in favor and none opposed.

The next order of business was the election of three directors of the Association. Ronald G. Newman, Jr., Jeff King and Amy Backiel, the current directors of the Association, were nominated as candidates to serve for three year terms. Upon Motion duly made and seconded, Ronald G. Newman, Jr., Jeff King and Amy Backiel were unanimously elected directors of the Association to serve for three year terms.

Next, Mr. Newman answered general questions from the Members present at the meeting.

Upon Motion duly made and seconded, the meeting was adjourned.



Ronald G. Newman, Jr., Secretary

Feather Bay Owners Association

Notice of and Agenda of Annual Meeting

TO ALL MEMBERS:

The annual meeting of the Association will be held on **Thursday, December 6, 2018 at 6:00 p.m.**, in the clubhouse - **The Hideout Golf Club, 185 Hideout Lane, Brownwood**. The purpose of this meeting is to elect / re-elect the Board of Directors, and such other business as may be lawfully conducted.

Members may attend the meeting to participate in voting or return a proxy ballot no later than **Monday, November 26, 2018**.

Please note the following information about PROXIES:

If you will be unable to attend the Annual Meeting, please sign and return the enclosed Proxy. You may designate your Proxy to an individual who will be in attendance at the meeting by writing that individual's name in the space provided on the Proxy. If the spaces are left blank, the President of Feather Bay Owner's Association, Ronald G. Newman, Jr., will be designated as your Proxy holder. Proxies are only valid for tabulating representation for a quorum and items of business presented at the Annual Meeting.

For the 2019 Board of Directors, please note that there are three (3) seats up for election. The members will also be voting on a name change for the Association. The proposed new name:

Hideout Resort Owners Association

AGENDA

- | | |
|--|-----------------------------------|
| 1. Certify Quorum – Call to Order | 5. Election of Directors / Ballot |
| 2. Opening Remarks | Question Vote |
| 3. Read and Disposal of Approved Minutes | 6. Old Business / New Business |
| 4. Presentation of Budget | 7. Owner Questions and Answers |
| | 8. Adjournment |

BY ORDER OF THE BOARD OF DIRECTORS – Feather Bay Owners Association

PROXY FOR USE AT ANNUAL MEETING

FEATHER BAY OWNERS ASSOCIATION

The undersigned hereby appoints (Check One)

_____ (a) Ronald G. Newman, Jr., President of the Association, on behalf of the Board of Directors **OR**

_____ (b) _____, as my proxy holder, with full power of substitution,

to attend the meeting of the members of the FEATHER BAY OWNERS ASSOCIATION to be held on Thursday, December 6, 2018 at The Hideout Golf Club, 185 Hideout Lane, Brownwood, Texas. The proxy holder named above has the authority to vote and act for me to the same extent that I would if I were personally present, except that my proxy holders' authority is limited as indicated below.

Failure to check either (a) or (b), or if (b) is checked, failure to write in the name of the proxy, shall be deemed an appointment of the President of the Association as your proxy holder.

I limit the authority of my proxy to cast this ballot in favor of the following nominees, or nominees of the proxy holder's choice in the event I have not indicated my selections.

Choose up to three (3) names from the candidates for the Directors of the Board.

Ronald G. Newman, Jr. _____ Jeffrey King _____ Amy Backiel _____

I further limit the authority of my proxy to cast this ballot in favor of or not in favor of the proposed name change of the Association from Feather Bay Owners Association to

Hideout Resort Owners Association

In Favor _____ NOT in Favor _____

Print Name

Signature

Please complete and return the Proxy and Voting Certificate
NO LATER THAN NOVEMBER 26, 2018 in the enclosed envelope, OR email to:
HideoutResortPOA@kpcove.com

Feather Bay Owners Association

Election Summary

TO ALL MEMBERS:

Feather Bay Owners Association is currently managed and operated by representatives of the developer, Hideout Texas Land, LLC, as The Hideout Golf Club & Resort and King's Point Cove.

The developer has continued to make significant investments in the resort, including a renovated clubhouse, a new restaurant concept and new infrastructure for members. In addition to resort amenities, there is on-going infrastructure development in the land units, where roads, water, sewer and electricity are next slated for King's Point Cove's Unit 3.

Directors / Officers

The Directors of the Association are due for a renewal of their terms of office as follows:

Ronald G. Newman, Jr. – Director and President – 3 year Term

Jeffrey King – Director and Vice President – 2 Year Term

Amy Backiel – Director, Secretary and Treasurer – 1 Year Term

You will be asked to cast your ballot for the election of these individuals to the positions currently slated to be filled within the Association.

Ballot Question

The Directors of the Association hereby propose amendments to the Articles of Incorporation of Feather Bay Owners Association, and the By-Laws of Feather Bay Owners Association, to change the legal name of the Association from Feather Bay Owners Association to:

Hideout Resort Owners Association

We believe this name better reflects the diversified resort experience that has been created over the past several years, and better incorporates all current and future phases of the subdivision.

Name
Address
City State Zip

Kings Point Cove
Feather Bay Owners Association
26 Union Street
North Adams, MA 01247

----- *fold here* -----

VOTING CERTIFICATE

The undersigned owners of: Unit# _____ Lot # _____

Print Name

Signature

Print Name

Signature

Print Name

Signature

Print Name

Signature

Below please designate one owner as voting representative with the authority to sign a proxy or vote in person.

Print Name

Signature

Date



Only the owner designated as voting representative on this voting certificate must sign here and on the proxy.

Please return the completed Voting Certificate and the Proxy on the reverse side to reach us no later than November 26, 2018.

**Feather Bay Owners Association
Proposed FY 2019 Budget**

INCOME

Assessments - Owners & Members	300,000
TOTAL INCOME	<u>300,000</u>

EXPENSES

ADMINISTRATIVE

Office Supplies	5,000
Postage	2,500
Printing/Photocopying	2,500
Newsletter / Directory	2,000
License / Legal / Recording Fees	1,000
Management Fees	0
Member Meetings	1,000
Accounting Fees	2,500
Consulting & Contract Labor	20,000
Other	1,000
TOTAL ADMINISTRATIVE	<u>37,500</u>

OTHER

Entrance/Gates - Repairs	2,500
Lighting / Electric	500
Walls / Fences	4,000
Fuel	3,000
Right of Way (ROW) Mowing	15,000
Repairs / Maintenance	6,000
Other	2,500
TOTAL OTHER	<u>33,500</u>

GENERAL

Equipment and Equip R&M	36,000
Supplies & Materials	29,000
Fertilizer & Chemicals	32,000
Equipment Leases	35,000
Fuel & Oil	16,000
Insurance - Prop & Liability	18,000
Security	5,000
Other	4,000
TOTAL GENERAL	<u>175,000</u>

MISCELLANEOUS

Electricity	30,000
Water	16,000
Garbage & Debris	4,000
Taxes-Property / Franchise	4,000
Reserves-Roads	0
Reserves-Capital Reserves	0
Bad Debt Write Off	0
Insurance - Other	0
Other Expense	0
TOTAL MISCELLANEOUS	<u>54,000</u>

TOTAL EXPENSES	<u>300,000</u>
NET SURPLUS / DEFICIT	<u>0</u>

Notes:

1. Income - collection of billings to lot owners and resort members of record as of 12-31-18
2. Net Surplus/Deficit - the net increase or decrease to net surplus will depend on actual revenue and expenditures for the year

2018 Feather Bay Owners Association - Annual Meeting

Proxy Votes Rec'd by Mail

<u>From</u>	<u>To</u>	<u>Lot</u>	<u>Elect Newman</u>	<u>Elect King</u>	<u>Elect Backiel</u>	<u>Name Chg YES</u>	<u>Name Chg NO</u>	<u>Dues Current</u>
Diane Utsman	RGN - Pres.	31CP				x		yes
Anthony McAdoo	RGN - Pres.	969KPCIII		x	x		x	yes
Lee McMillan	RGN - Pres.	578KPCI	x	x	x	x		yes
K. Gene Lantrip	n/a	235KPCI	x	x	x	x		yes
Larry Norman	RGN - Pres.	479KPCI	x	x	x	x		yes
Robert Florez	Robert Florez	940KPCII	x	x	x	x		yes
Jose Sanchez	RGN - Pres.	1043KPCIII	x			x		yes
Valerie Beavides	Heliberto Benavides	50FBII	x				x	yes
Alex Trevino	RGN - Pres.	594KPCI	x	x	x	x		yes
Alex Trevino	RGN - Pres.	594KPCI	x	x	x	x		yes
J. Valentin Gomez	RGN - Pres.	255KPCI	x			x		yes
Felix Garza	RGN - Pres.	1021KPCIII	x	x	x	x		yes
Carrol Versyp	RGN - Pres.	317KPCI				x		yes
Spencer Thompson	RGN - Pres.	54FBII	x	x	x	x		yes
Spencer Thompson	RGN - Pres.	53FBII	x	x	x	x		yes
Gloria Longoria	RGN - Pres.	675KPCI	x	x	x	x		yes
Janice Finley	n/a	336KPCI	x	x	x	x		yes
John Boyd	RGN - Pres.	1078KPCIII	x			x		yes
Daniel Blanco	RGN - Pres.	712KPCII				x		yes
			15	12	12	17	2	
Wayne Roberts	RGN - Pres.	788KPCII	x			x		NO
Ramiro Ochoa		263KPCI						NO
Lisa Robinson		965KPCIII						yes
Mark Gonterman		475KPCI						yes

Proxy Appointments - appointment only, no vote

<u>By</u>	<u>To</u>	<u>Lot</u>	
Robert Doss	Stephanie Doss	625KPCI	
Robert Doss	Stephanie Doss	626KPCI	yes
			yes