

The Downs of Hillcrest Residential Association, Inc.

On the web at: www.downsofhillcrest.com

Professionally Managed by SBB Community Management, AAMC®

12801 N. Central Expressway, Suite 1401

Dallas, Texas 75243

(972) 960-2800 Fax (972) 980-0985

TO: The Downs of Hillcrest Homeowners

FROM: The Downs of Hillcrest Board of Directors
SBB Management Company

RE: 2024 Annual Meeting

The Annual Meeting for the Downs of Hillcrest Residential Association, Inc. is scheduled for Tuesday, March 19 at 7:00 p.m. at the Holiday Inn Express & Suites, 6055 London B. Johnson Dallas TX 75240.

At the meeting, the Association will transact the following business: Election of Directors and such other business as may properly come before the meeting. There are three (3) Directors to be elected. The current directors with expiring terms are Tom Schober, Bill Perry and Tory Agnich. Tom Schober has agreed to run again for the Board and there are also 7 homeowners who submitted a Candidacy Form (see Candidacy Forms attached).

Even if you are planning to attend the meeting, please sign and return the enclosed proxy and ballot. We are including a pre-addressed, postage paid envelope for your convenience. It is imperative that your proxy be received by 3:00 p.m. on March 18, 2024. If you prefer, it may be faxed to 972-980-0985 or scanned and sent by email to n.barcenas@sbbmanagement.com. Due to mail delays, email or fax is recommended.

If you have any questions or would like to suggest discussion items, complete the section below and return it to **Nancy Barcenas or Richard Nelson** at SBB Community Management.

I would like to discuss the following at The Downs of Hillcrest Annual Homeowners Meeting:

A brief Board Meeting will be held immediately following the Annual for election of officers.

THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.

Annual Meeting
Tuesday, March 19, 2024

AGENDA

- I. Welcome and Call to Order
- II. Guest Speaker
 - Representative from the Dallas Police Department
- III. Recognize and Welcome New Owners
- IV. Approval/Waiver of Reading of the 2023 Annual Meeting Minutes
- V. Reports of Officers
 - a. President's Report
 - b. Financial Report
 - c. L.B.J. Redevelopment Committee Report
 - d. Front Entrance Refresh Committee Report
 - e. Landscape Committee Report
 - f. Downs Connection, Social
- VI. New Business
 - a. Introduction of Board of Directors Nominees
 - b. Vote
 - c. Election results
- VII. Questions and Answers
- VIII. Adjourn to Refreshments

**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
PROXY AND BALLOT FOR THE 2024 ANNUAL MEETING**

The Downs of Hillcrest Residential Association, Inc. 2024 Annual Meeting will be held at 7:00 pm, March 19, 2024 at the Holiday Inn Express & Suites, 6055 London B. Johnson Dallas TX 75240.

I am a voting member of the Downs of Hillcrest Residential Association, Inc. I appoint the Chairperson of the meeting, or _____, as my voting representative, to cast my votes as I have directed below at the above stated Annual Meeting and at any adjournment(s), postponement(s), rescheduling(s), or other call(s) thereof. I revoke any proxy given by me before the date written below

THIS PROXY IS ONLY VALID FOR THE ANNUAL MEETING.

Dated:

(Print Name of Owner)

House
Address:

(Signature of Owner)

My voting representative is instructed to cast my votes as I have directed below.

If I do not provide voting directions, then my voting representative may cast my votes as he or she wishes using their best judgment.

**THE DOWNS OF HILLCREST ELECTION OF THREE (3) HOMEOWNERS TO THE
BOARD OF DIRECTORS AT THE ANNUAL MEETING MARCH 19, 2024.**

Please place an "X" beside the name of **only three (3)** candidates.

- | | | | |
|--------------------------|--------------------|--------------------------|----------------|
| <input type="checkbox"/> | Buzz B. Deitchman | <input type="checkbox"/> | Charlie Miller |
| <input type="checkbox"/> | Anne Dethrow | <input type="checkbox"/> | Tom Schober |
| <input type="checkbox"/> | Moshe Feldhendler | <input type="checkbox"/> | Gerry Shanholt |
| <input type="checkbox"/> | Kent S. Hofmeister | <input type="checkbox"/> | Carol Welwood |

_____ **or** _____

As my voting representative decides to cast my votes.

This proxy must be received by SBB Community Management by email (recommended) to n.barceas@sbbmanagement.com, Fax to (888) 980-0985 or by mail to 12801 N. Central Expressway, Suite 1401, Dallas, Texas 75243 by 3:00 p.m. on March 18, 2024.

**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)**

NAME: B BUZZ DEITCHMAN

ADDRESS: 8 CHELTENHAM WAY

PHONE: 214-636-9691 EMAIL: buzzdeitchman@gmail.com

BRIEF PERSONAL HISTORY: (Family members, interests, education, etc.)

I moved to Tx in 1974. I lived in Far N Dalls until mid 2022 when we move to the Downs. My wife Nancy and I have four daughters

and five granddaughters who we love having close by. I have a car collection and enjoy

summer boating at the lake. I sit on a National Baord with several thousands members

PERTINENT EXPERIENCE/QUALIFICATIONS: (Employment history, prior experience in a Homeowners Association, Committee or Board of Directors, etc.)

I have been a Plaitiffs attorney for 48 years representing people in civil and family law cases that often end in litigation.

I was President of an HOA and currently represent two large HOA's in a limited capacity

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS: (Interest in neighborhood, improvements, visions for the community, etc.)

I learned from my time as HOA President that is a few that do the heavy lifiting the many.

If I can bring some of that expirecnce to help our new community I am willing to do so.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? (Travel, employment, etc.)

My wife and I love to travel when we can plan ahead to fit my time commitments to my Law Practice. I do not see any

conflicts that would stand in my way of being an engaged Board Member

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**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)**

NAME: ANNE DETHROW

ADDRESS: 3 Ryddington Place

PHONE: 214.502.0824 EMAIL: dethrowzoo@me.com

BRIEF PERSONAL HISTORY: (Family members, interests, education, etc.)

Brian and I moved to the Downs in 2016 with our boys, Sam (now 27 and out of the house) and Peter (now 23) to downsize from our big yard. I grew up in Dallas, graduated from Hockaday, Wellesley College (BA History), Rice Univ. (MBA--Finance). Interests: reading, pilates, and trying to get fit at Cooper.

PERTINENT EXPERIENCE/QUALIFICATIONS: (Employment history, prior experience in a Homeowners Association, Committee or Board of Directors, etc.)

For the past 3 years, I've chaired the board of the Downs Social Connection. Before kids, I worked in finance, executive search, and later in retail.

I volunteered at church and at the kids' schools in fundraising and welcoming new families.

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS: (Interest in neighborhood improvements, visions for the community, etc.)

I love our community and am particularly interested in further modernizing our website. I'd like us to create a one-stop spot for HOA, social invitations, neighbor newsletter, directory.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? (Travel, employment, etc.)

I'm now retired, and my family lives in town.

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**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE BOARD OF DIRECTORS**

NAME: Dr. Moshe Feldhendler
ADDRESS: 29 Masland Circle
PHONE: 214-500-5755
E-MAIL: mfeldhen@yahoo.com

BRIEF PERSONAL HISTORY:

My wife Leah and I moved to Dallas 16 years ago. We have four wonderful children: Kayla, Aden, Rafael and Sarah. Our children are the light of our lives and bring us such joy. We moved to the Downs so our children can be closer to their friends and be able to participate in activities in the synagogue.

PERTINENT EXPERIENCE/ QUALIFICATIONS:

- CEO of Grace Ambulatory Surgery Center
- CEO of Mercy Ambulatory Surgery Center
- Member of Board of Directors of North Texas Pain Institute
- Member of Board of Directors of Arthritis Relief Institute
- Manager of L'Marks Realty LLC: managing real estate portfolio of 39 properties, including both residential & commercial properties and multiple properties in HOAs. Familiar with how other HOAs reduce costs and manage their affairs.

DESIRE/ REASON FOR SERVING ON THE BOARD OF DIRECTORS:

1. **Repair relations with the Orthodox Jewish community making gate access Non-discriminatory to Sabbath Observant Jews:** The current HOA Board's attitude toward Sabbath-observant Jews in our community is deeply troubling. Sabbath-observant Jews walk to synagogue on the Sabbath, as driving is not permitted. Our parents are walker-dependent and are unable to walk all the way around the HOA. The HOA board has gone out of its way to make certain that the gate is not Sabbath-compliant which prevents our parents from practicing their faith with us. The gate could easily be made compatible with the Orthodox Jewish faith, however, the HOA has purposefully made the gate not Sabbath-compliant to frustrate the practice of Orthodox Jewish faith. Despite efforts from the local Rabbi and a collective affidavit signed by 36 Rabbis representing 29 Jewish organizations, offering simple solutions to make the gate Sabbath compliant, the HOA board, led by President Tom Schober, has refused to engage in constructive dialogue. This dismissive attitude towards listening to the needs of our Orthodox Jewish community is morally unacceptable. Moreover, the involvement of **Americans Combating Antisemitism** underscores the severity of the board's actions and their impact on our community's inclusivity and reputation. It's particularly concerning that within our vicinity, there are three major Orthodox Jewish synagogues with numerous Sabbath-observant families, highlighting the importance of addressing this issue promptly and effectively. Despite the fact that there are numerous Sabbath Observant Jews in the surrounding area, my family is the ONLY Sabbath observant Jewish family living in the Downs. In a recent meeting I asked the board "**Where are your Sabbath Observant Jews**" nobody on the board had a response. As a candidate for the board, I am committed to fostering an environment of inclusivity and respect for all members of our community. If elected, I will work towards creating a community where everyone feels valued, supported, and able to practice their faith without unnecessary obstacles.
2. **Reduce Attorney Costs & Aggressive Board Overreach:** To make a major change to the neighborhood, the HOA was required to give notice to homeowners and the HOA was required to get a supermajority affirmative vote to make the changes it plans to do. The board has acquired land for a common area without a vote which would require a large increase in yearly expenditures and they have denied our right to vote on this major change. To me, it appears as though the HOA attorneys have been given an open checkbook and have no incentive to stop needless litigation despite its harm to the community. The HOA board has spent hundreds of thousands of dollars in litigation over a gate dispute. The HOA has two ongoing lawsuits that have no end in sight. Moreover, this HOA has repeatedly amended their bylaws and added more policies and restrictions, which has led to overreaching into the homeowners' enjoyment of their property. For instance, our garbage cans have been on the side of our property for decades before we even purchased our home. After living in our home for a couple of years, we started getting letters from the board members that we can no longer keep our garbage where they have always been, even though that is where they have before we

moved into the home. So we switch the bins to the other side of our property (there are only two sides) and we get a threatening letter that we cannot put it on the other side either. Only the threat of litigation caused the board to back down. In addition, for complete transparency, I intend to publish itemized attorney and litigation costs on the portal so that all homeowners can see how their money is being spent. I have asked multiple times for their itemized attorney bills and have been denied; each homeowner has the right to have access to all HOA expenditures in accordance with the bylaws. How is the Downs spending multiple times more in attorney fees than another HOAs of similar demographics? I will stop the constant expansion of the board overreach.

- 3. Wasteful Spending, City of Dallas Fines & Removal of Spite Fence:** HOA built "additional fence with no permit in the rear of property located in city parkway" to block access to Synagogue per City of Dallas Notice of Violation on 1 Coventry. When HOA board refused to remove the fence, the City of Dallas fined. Then HOA board without owner notification entered the property, removed the spite fence and destroyed the homeowner's fence and gates and installed a new fence. City of Dallas once again fined because no permits were again obtained. In addition, that property was found to have a release that reserved for the occupant of 1 Coventry to have access to the existing alleyway as 1 Coventry annexed into the HOA after the association was established. The HOA board would not disclose how much money was lost by having to remove a 60 foot 8-foot-tall fence, then installed a second fence that will eventually have to be removed as it is built on the interior of the owner's property and not on the property line.
- 4. Increase Security:** There have been several break-ins and thefts over the last couple of years. 1 Coventry has been broken into multiple times and damages were caused, including a broken back and side doors, theft of Freon/air conditioning coils, and other items damaged before the fence and gate were repaired. The house on 1 Coventry had to be demolished due to the amount of damage incurred. In addition, 29 Masland had a Hilti demolition hammer stolen. Also, two HOA homeowners had their cars broken into and items stolen from their car. We should have 24-hour video surveillance of the perimeter and alleyway, and the video should be live-streamed to the guard at the gate. We should make all fences on the perimeter 8 feet slats facing the alley so you can't use the cedar crossbars to jump over. There have been holes in the fence and gates for years that were large enough for a person to simply walk into the Downs. Only recently, after reported car thefts have those holes been repaired.
- 5. Competitive Contract Bidding:** We should have several contractors submit bids for all work performed in the Downs. Once first bids are in, we should inform all the companies that they were high and give them a chance to resubmit a more competitive bid. After the second round, we should notify the higher-priced companies that they lost but tell them the final price without telling them which company won. This is used in another HOA, which like the Downs has houses worth millions of dollars and has been very effective in reducing costs. I have attended the majority of the Downs meetings and have noticed that the HOA usually gets only two bids from companies known to be very expensive that cost thousands more.
- 6. Reduce HOA Fees While Maintaining Same Services:** The Downs has HOA fees almost double similar HOAs with houses that are also worth millions of dollars. While maintaining the same services, using competitive bidding, and reducing attorney's fees will help us reduce the HOA fees.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? NONE

THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)

NAME: Kent S. Hofmeister

ADDRESS: 61 Downs Lake Circle

PHONE: 469-363-5595 (M)

EMAIL: khofmeister@bhlaw.net

BRIEF PERSONAL HISTORY:

St. Louis native. Education: SMU '73 (BFA, Journalism) (SMU-in-Spain, spring, 1972), '76 (J.D.). Original resident of The Downs since 1996. Married to Martha since 2002. SMU Alumni Board, 2016-19; Dallas Summer Musicals/Broadway Dallas Advisory Board, 1993 - present. Interests: art, music (The Catdaddies have played two autumn get togethers at The Downs), theater, travel, and time spent with family, friends, bonus kids and grandkids, Paris, our rescue Husky, and three cats.

PERTINENT EXPERIENCE/QUALIFICATIONS:

Licensed attorney in Texas since 1976; state and federal trial/appellate lawyer (Dallas City Attorney's Office, Federal Litigation Section, 1977-86 (Section Chief, 1981-86)); private practice thereafter to present). Founding partner, Brown & Hofmeister, LLP (2001-22), Of Counsel (January 2023 - present). National President, Federal Bar Association (2002-03).

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS:

I was initially drawn to The Downs because of its beauty and the amenities it affords its residents, and in the almost three decades since I have come to appreciate the people who live here and call it home. I think my background and experience can help maintain the quality and safety of the neighborhood in which we all live.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS?

Martha and I enjoy traveling and participating in many activities, but with Zoom, email, and other means of contact I believe I can meet the commitment required of one who serves on the Board.

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THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)

NAME: Charlie Miller

ADDRESS: 4 Downs Lake Circle

PHONE: 214-534-2903

EMAIL: crm75287@aol.com

BRIEF PERSONAL HISTORY:

Born and raised in Dallas, not far from the Downs. Have lived in Dallas my whole life. Graduated from the University of Texas in Austin with a BBA in Accounting. Been married to Kathy for 45 years and we have one son, a daughter in law and a granddaughter who live in Dallas as well. Like to play golf, travel and volunteer at several charities in the Dallas area.

PERTINENT EXPERIENCE/QUALIFICATIONS:

Retired 11 years ago as Vice President, Controller of Texas Instruments where I worked for 32 years in multiple finance roles. I also worked for Sterling Software for 3 years as the CFO of the Applications Development Group. Served on the Board of Presbyterian Village North Foundation as well as serving on the Dallas Bible Church Finance Committee.

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS:

Kathy and I have lived in the Downs for 13 years and love the neighborhood. Kathy has been involved in the Downs over the years in many roles and now I feel it is my turn to get more involved. With my financial and operational background, I believe I can help the Board continue to manage the Downs operations and finances to ensure that the Downs continues to be a safe and enjoyable place to live.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING OF THE BOARD OF DIRECTORS?

We travel some but if elected, that should not impact my ability to serve on the Board and meet the needs of the Downs.

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**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)**

NAME: Tom Schober

ADDRESS: 20 Downs Lake Circle

PHONE: 972-814-3528 EMAIL: tomschober@sbcglobal.net

BRIEF PERSONAL HISTORY: (Family members, interests, education, etc.)

Married 37 years, three children, 5 grand children

SMU: BSEE and U. of Dallas: MBA

PERTINENT EXPERIENCE/QUALIFICATIONS: (Employment history, prior experience in a Homeowners Association, Committee or Board of Directors, etc.)

Downs HOA Board member for 7+ years, President for the past 4 years.

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS: (Interest in neighborhood, improvements, visions for the community, etc.)

Committed to keep the Downs a great neighborhood and protect our home values.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? (Travel, employment, etc.)

No commitments that would keep me from continuing to serve.

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**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)**

NAME: Gerry Shanholt

ADDRESS: 16 Cheltenham Way

PHONE: 214-552-4518

EMAIL: gashanholt@msn.com

BRIEF PERSONAL HISTORY: (Family members, interests, education, etc.)

My interests are diverse: (1) I trade stocks and options, and (2) I cook with gusto. My wife, Pam Venne, tolerates my intense focus on the first and enjoys my culinary creations; one out of two is OK. I earned a PhD, in Mathematics.

PERTINENT EXPERIENCE/QUALIFICATIONS: (Employment history, prior experience in a Homeowners Association, Committee or Board of Directors, etc.)

My career encompasses roles in high tech product development, marketing, sales and eventually becoming a Chief Executive Officer, I have built businesses and done turnarounds. The cornerstones of my successes are quick and decisive actions focused on achieving objectives efficiently at minimal cost. I have served on the Boards of companies and have a wealth of knowledge in negotiations, litigation and money management.

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS: (Interest in neighborhood, improvements, visions for the community, etc.)

I have enjoyed residing in The Downs for the past 30+ years and am now putting my name in nomination for the HOA Board to ensure that “**Security is Job One**”. Our current Board has been ineffectual in ensuring Gate Access security. Gates have been locked open for days. I along with other residents have had numerous unauthorized entries. The Board has done little to correct these dangerous occurrences. We are one unauthorized entry away from a disaster.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? (Travel, employment, etc.)

NONE

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**THE DOWNS OF HILLCREST RESIDENTIAL ASSOCIATION, INC.
DECLARATION OF CANDIDACY FOR THE
BOARD OF DIRECTORS (2024)**

NAME: Carol Welwood

ADDRESS: 21 Ryddington Place, Dallas, TX 75230

PHONE: 214-532-1153 EMAIL: Carolwelwood@gmail.com

BRIEF PERSONAL HISTORY: (Family members, interests, education, etc.)

My husband, Curt Welwood, and I moved into the Downs in November 2019. Together we have 5 children and 7 grandchildren with the 8th one due in June. We enjoy traveling, collecting art, entertaining and spending time with our families. Dallas has been home for me since I moved from Mississippi in 1982. I have a BS from Mississippi State University in Business Education. I maintain my Texas Broker's real estate license (since 1984). In the early 90s, I earned my CCIM designation (Certified Commercial Investment Member) at which time I was one of only few women out of the 2000+ designees at the time). I am currently a "self-taught" day-trader in the stock market. I enjoy playing Mahjong, canasta and other activities through the Preston Hollow Women's Club. I am an active member of the DMA, Arboretum's Women's Council and the President's Research Council at UT Southwestern Medical Center.

PERTINENT EXPERIENCE/QUALIFICATIONS: (Employment history, prior experience in a Homeowners Association, Committee or Board of Directors, etc.)

Since 1984, I have been a commercial real estate broker representing buyers, sellers, tenants and building owners focused primarily in the office building sector. The last 10 years of my career were spent managing large portfolios for public companies. Retired in 2017 from Ericsson where I was responsible for the North American portfolio, sustainability in the Americas, furniture procurement for the Americans and many other responsibilities. I have served on many commercial real estate related boards: CREW (Commerical Real Estate Women), NTCAR (North Texas Commerical Real Estate Assoc.), CCIM as well as non-profits: Family Place, Dallas Women's Foundation and others.

DESIRE/REASON FOR SERVING ON THE BOARD OF DIRECTORS: (Interest in neighborhood, improvements, visions for the community, etc.)

Our neighborhood is important to me. I believe my experience in the facilities management of large corporate campuses (each approximately 1M square feet) provides me a foundation that's unique to most of our neighbors. The security and care of our neighborhood is a top concern and priority. There are opportunities to improve the security and management. The safety of our individual investment in our personal homes/real estate/valuables seems to be currently at risk with the way our gate house/security is currently being managed. That's a prime concern and reason I am interested in serving on our board as well as seeking opportunities to streamline and better manage our management contracts.

ARE THERE ANY COMMITMENTS THAT WILL DETER YOU FROM SERVING ON THE BOARD OF DIRECTORS? (Travel, employment, etc.)

No

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