## RIVER ACRES WATER SUPPLY CORPORATION

#### MINUTES OF

#### SPECIAL MEETING

JUNE 11, 2020

#### THE STATE OF TEXAS §

S

# **COUNTY OF NUECES §**

On the 11th day of June, 2020, the Board of Directors of the River Acres Water Supply Corporation convened at 5:30 P.M. in a Special Called Meeting at the Corporation's Office, 15601 Northwest Blvd., Suite H, Robstown, Texas, there being present and in attendance the following, to wit:

President

David Wishard

Vice-President

John Fernan

Secretary

Janine Pruski

Director

Debbie Bond

Director

Staff:

Field Manager

Office Manager

Attorney

Charles W. Zahn, Jr. (Via Videoconference)

Engineer

Paul Pilarczyk

Members

Absent: Roy George

# **CALL TO ORDER**

1. A quorum being present, the meeting was called to order by the presiding officer, Mr. Wishard, pursuant to posted notice.

#### **RECOGNITION OF GUESTS**

2. Because of the Executive Orders of the Governor and the Nueces County Judge prohibiting certain types of gatherings as a result of the COVID-19 virus, there were no guests at the meeting.

#### PUBLIC COMMENT

3. Public comment was received at the meeting from Rene Kozak and Ron Hellberg.

# **FINANCIALS**

4. Janine Pruski advised the Board of Directors that the March financials are ready for approval but that she has not received financials for the months of April and May. Upon motion by Debbie Bond and second by Janine Pruski the March financial statements were tabled for further consideration.

### **RAWS OPERATIONS UPDATE**

5. President David Wishard and Paul Pilarczyk, Engineer for the Corporation, provided an update on the water supply for the Corporation and the current operations and stated that RAWS water supply is in compliance with TCEQA guidelines.

## **UPDATE ON REPLACEMENT CHLORINATOR PUMP**

6. John Fernan advised the Board of Directors that the new chlorinator pump had been installed as well as the Liquified Ammonium Sulfate Injector and that the system was operating as it should. Mr. Fernan also stated that the chlorine conversion by the Nueces County Water Control and Improvement District No. 3 ended on June 5, 2020.

#### CANDIDATES FOR VACANT BOARD OF DIRECTORS POSITIONS

7. Mrs. Bond advised the Board of Directors that she had received seven (7) applications for the vacant Board of Directors positions. The date to receive applications for the vacant Board of Directors positions was previously extended to 5:00 p.m. on June 25, 2020.

#### STAFFING OF OPEN FIELD TECH POSITION

8. Mrs. Bond advised the Board of Directors that she had received twelve (12) applications for the position of Field Tech for the Corporation. She advised the Board of Directors that she would recommended next week to start the interview process. After discussion no action was taken by the Board of Directors on the staffing of the open Field Tech position.

#### **OUTSOURCE MANAGEMENT AND OPERATIONS**

9. Debbie Bond provided no additional information to the Board of Directors on retaining companies that provide personnel to manage and operate organizations like RAWS. Mrs. Bond advised the Board of Directors that they are using temporary services to assist the staff. She then led a discussion on the need for an office lap top or desk top computer. After discussion upon motion by David Wishard and second by Janine prusik Mrs. Bond was authorized to purchase a lap top or desk top computer on behalf of the Corporation.

#### **AUTO FLUSHERS**

10. John Fernan and Paul Pilarczyk advised the Board of Directors that they are waiting on installation costs for the new auto flushers.

# KEY, ATTENDANCE AND CASH CONTROL

11. John Fernan discussed with the Board of Directors rekeying the office, storage facility, ground storage tanks and recommended adopting rules for access to the keys as a part of the Corporation's standard operating procedures.

Debbie Bond discussed with the Board of Directors office security and cash controls. Upon motion by Debbie Bond and second by john Fernan further discussion and action were tabled.

#### SELECTION OF FORENSIC BOOKKEEPER

12. Janine Pruski advised the Board of Directors that she is still working with an individual to provide forensic bookkeeping services to the Corporation. She will provide a recommendation on engaging this individual next week.

# PROJECTED RATE INCREASE

13. Paul Pilarczyk and David Wishard discussed the rates that RAWS has to charge to amortize its debt with the Texas Water Development Board. Mr. Pilarczyk provided the Board of Directors with the rate study compiled by the Corporation's financial advisor, Mr. Andrew Freedman for the initial Texas Water Development Board loan. The analysis did not project any rate increase until the year 2049. There will be cost of living increases during that time that could affect the rates charged customers of the Corporation. No action was taken by the Board of Directors on the information provided.

#### FUNDING OF THE AUTOMATED WATER METER PROJECT

14. After discussion of the purchase of automated water meters and the installation in the three (3) capital improvement projects as well as the remainder of the distribution system, the Board of Directors, upon motion by Debbie Bond and second by John Fernan, agreed to purchase and install automated water meters at an estimated cost \$300,000 with the funds to be taken out of the RAWS reserve account.

#### ONGOING LAW ENFORCEMENT INVESTIGATION

15. The Board of Directors has not received any return telephone calls from the Nueces County Sherriff's office or the District Attorney's office concerning the ongoing law enforcement investigation initiated prior to the current members of the Board of Directors being elected. The Board of Directors authorized a written inquiry into the status of the investigation.

# PROCESS, PROCEDURE AND PROTOCALL FOR RECOVERY OF FUNDS FOR ALLEGED FRAUDULENT ACTIVITIES

16. Mr. Wishard advised the Board of Directors that there will be an Executive Session during the June 18, 2020 Special Meeting of the Board of Directors to receive legal advice on how to

proceed to recover insurance proceeds and/or restitution for alleged fraudulent activities prior to the current Board of Directors being elected.

## LIMIT ACCESS TO RAWS COUNSEL

17. The Board of Directors discussed limiting access to Counsel for the Corporation to the officers and members of the Board of Directors. No action was taken by the Board of Directors.

#### **DIRECTOR COMMENTS**

18. Mr. Wishard asked for comments from the Directors.

# **EXECUTIVE SESSION**

- 19. Recess Open Session and Convene Executive Session: At 7:12 p.m. Mr. Wishard announced the Corporation would go into executive session pursuant to §551.074 of the Texas Government Code, to deliberate agenda item 16.a. which was described in the agenda as follows:
  - 19.a. Appointment, employment, evaluation and duties of the System Operation Manager. (Section 551.074 of the Texas Government Code).

#### **RECONVENE IN OPEN SESSION**

20. At 7:55 p.m. the President reconvened in Open Session. The Board took no action on the matters deliberated in Executive Session.

#### ADJOURNMENT

21. As there was no further business to come before the Board of Directors, a motion was made by Debbie Bond and seconded by Janine Pruski and approved to adjourn.

RIVER ACERS WATER SUPPLY CORPORATION

7-16-2020

David Wishard, its Presiden

ATTEST:

Janine Pruski, its Secretary