RIVER ACRES WATER SUPPLY CORPORATION

MINUTES OF

SPECIAL MEETING

JUNE 18, 2020

THE STATE OF TEXAS § COUNTY OF NUECES §

On the 18th 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 Vice-President Secretary Director Director	David Wishard John Fernan Janine Pruski Debbie Bond Roy George
Staff:	Field Manager Office Manager Attorney Engineer	Charles W. Zahn, Jr. (Via Videoconference)

Members Absent:

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 Pam Smith and Ron Hellberg.

MINUTES

4. After discussion upon a motion by Janine Pruski and second by David Wishard the Board of Directors voted to table:

- a. the Minutes of the May 28, 2020 Regular Meeting of the Board of Directors,
- b. the Minutes of the June 4, 2020 Special Called Meeting of the Board of Directors,
- c. the Minutes of the June 11, 2020 Special Called Meeting of the Board of Directors,

FINANCIALS

5. Janine Pruski advised the Board of Directors that the financials are still not ready for approval.

RAWS OPERATIONS UPDATE

5. President John Fernan and David Wishard, provided an update on the water supply for the Corporation and the current operations.

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. Wishard advised the Board of Directors that this item will no longer be on the agenda for future meetings.

CANDIDATES FOR VACANT BOARD OF DIRECTORS POSITIONS

7. Mr. Wishard advised the Board of Directors the date to receive applications for the vacant Board of Directors positions is no later than 5:00 p.m. on June 25, 2020. Upon motion by John Fernan and second by David Wishard the Board of Directors approved a Special Called Meeting on July 2, 2020 at 5:30 p.m. to discuss and take action to appoint two (2) members to the vacant positions on the Board of Directors.

AUTO FLUSHERS

8. John Fernan advised the Board of Directors that he is recommending that the Board of Directors purchase five (5) auto flushers and that the purchase and installation costs for the new auto flushers is \$1,588.00 each. Mr. Fernan said the auto flushers can be purchased and installed in two (2) weeks.

SELECTION OF FORENSIC BOOKKEEPER

9. 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.

FUNDING OF THE AUTOMATED WATER METER PROJECT

10. Mr. Wishard advised the Board of Directors that the Corporation had advertised for the purchase and installation of automated water meters in the three (3) capital improvement projects as well as the remainder of the distribution system. Mr. Wishard stated that estimated cost is \$300,000 with the funds to be taken out of the RAWS reserve account.

DIRECTOR COMMENTS

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

EXECUTIVE SESSION

12. Recess Open Session and Convene Executive Session: At 7:12 p.m. Mr. Wishard announced the Corporation would go into executive session pursuant to §551.071 of the Texas Government Code, to deliberate agenda item 12.a. which was described in the agenda as follows:

- 12.a. Legal advice from counsel in connection with receiving and discussing a proposal from Mrs. Kathy Vinson (former Board Member) addressing process, procedure and protocol concerning possible action to recover insurance proceeds and/or restitution for alleged fraudulent activities prior to the current Board being elected. Mrs. Kathy Vinson will also address process, procedure and protocol for hiring a litigator to pursue actions to reimburse River Acres Water Supply Corporation for alleged nefarious activities by former employees/associates and proposed source of funding for the litigator. The proposed litigator will discuss the merits of the case and probabilities of outcome. The Board will then seek legal advice from counsel in connection with retaining a litigator pursuant to Section 551.071 of the Texas Government Code, and any other agenda item announced by the Presiding Officer of the meeting.
- 13. Reconvene in Open Session and take action on the following agenda item:
 - 13.a Discuss and take action to appoint and retain a proposed litigator to pursue collection(s) of funds, both insurance and civil, possibly due River Acres Water Supply Corporation based on alleged nefarious activities. Since Mrs. Vinson did not appear the Board took no action on the matters deliberated in Executive Session.

ADJOURNMENT

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

RIVER ACERS WATER SUPPLY CORPORATION

7-16-2020 By

David Wishard, its President

ATTEST:

uk' Ilm Janine Pruski, its Secretary