

Kempner Water Supply Corp.

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Subject: Minutes of the Board of Director's Meeting on September 25, 2019 are in summary only and, not a transcript of the recorded meeting.

Attendees: Board – George Gondorchin, Richard (Ric) Dominowski, George McClintock, Vanita Craft, Janice Kliza, Mack Carroll, Glen Posey, Roger O'Dwyer and Keith Turner were present.
Guests - Dale Hull, Jeff Dewald, Patti Swaney and Angie Amstead.
Staff - Delores Coberley, Michael Lentz, Rodney Seaver, TJ Amstead, Chris Mick, Stacy Ellis and Susan Isenburg.

- 1. Call to Order and Establish Quorum – 6:00 pm Quorum Present**
- 2. Pledge of Allegiance and Honor to the Texas Flag**
- 3. Open Session – No one present**

NEW BUSINESS

- 4. Discussion and possible action to change November 27, 2019 Board of Director's Monthly Meeting due to Thanksgiving Holiday.**

Janice Kliza made the motion to change the November 27, 2019 Board of Director's Monthly Meeting to November 20, 2019. Keith Turner seconded the motion. 9 in favor, 0 opposed, 0 abstained.

- 5. Discussion and possible action to approve "Letters' of Intent" from Professionals.**

Roger O'Dwyer made the motion to accept all "Letters' of Intent" from Professionals. Ric Dominowski seconded the motion. Keith objected to the motions. Roger O'Dwyer rescinded the motion.

Keith Turner made the motion that we vote on the "Letters' of Intent" from Professionals separately. Roger O'Dwyer seconded the motion. 9 in favor, 0 opposed, 0 abstained.

Keith Turner questioned how we could change the lawyer, because he felt he hasn't done anything for Kempner. Delores informed him that Pat Lindner had been hired before she came to Kempner and is highly recommended because he specializes in water issues.

Janice Kliza made the motion to accept Davidson, Troilo, Ream & Garza PC Attorney's At Law "Letter of Intent". Roger O'Dwyer seconded the motion. 9 in favor, 0 opposed, 0 abstained.

Keith Turner made the motion to accept Dora Jean Dyson, CPA, P.C. "Letter of Intent". Vanita Craft seconded the motion. 9 in favor, 0 opposed, 0 abstained.

Roger O'Dwyer made the motion to accept Brockway, Gersbach, Franklin & Niemeier, P. C. "Letter of Intent". Keith Turner seconded the motion. 9 in favor, 0 opposed, 0 abstained.

Ric Dominowski made the motion to approve Patterson & Associates Investment Professionals "Letter of Intent". Roger O'Dwyer seconded the motion. 9 in favor, 0 opposed, 0 abstained.

Keith Turner went on record stating, we should request for services and get other bids from other companies for our investments.

6. Discussion and possible action to approve the August 28, 2019 Monthly Board of Director's Meeting Minutes.

Ric Dominowski made the motion to approve the August 28, 2019 Monthly Board of Director's Meeting Minutes. Roger O'Dwyer seconded the motion. 9 in favor, 0 opposed, 0 abstained.

7. Discussion and possible action to approve the August 2019 Financial Statements.

Janice Kliza made the motion to approve the August 2019 Financial Statements. Keith Turner seconded the motion. 9 in favor, 0 opposed, 0 abstained.

8. Discussion and possible action to approve Committee Meeting Minutes:

a) Tariff Committee – September 9, 2019

Glenn Posey stated, he and Vanita Craft agree that the various committees should meet before the Budget process has started, preferably February or March.

Keith Turner suggested that the \$200.00 membership fee be non-refundable.

Janice Kliza made the motion to approve the Tariff Committee recommendations. Ric Dominowski seconded the motion. 9 in favor, 0 opposed, 0 abstained.

OLD BUSINESS

"Discussion and possible action"

- a) CTWSC – Summary Judgement scheduled for October 2019, update by Andy McSwain via telephone conference.**

Executive Session Called: Out of Regular Session 6:55 pm
Into Executive Session 6:56 pm
Out of Executive Session 7:16 pm
Into Regular Session 7:17 pm

- b) Transfer of CCN for Clayton Ranch, Bellpass and Dolph Moton have been sent to PUC. Note: Bellpass and Dolph Moten are the other Escrow Agreement, payment pending PUC approval.
- c) CR 3600 Line Loop Project – All Right-of-Way requests for Topographic Survey have been received from landowners. Engineering Plans Pending.
- d) CR 3420 Project – Process remains ongoing.
- e) WTP Intake Structure – Process remains ongoing.
- f) 195 Pump Station – Project completed.
- g) NE System upgrade – Email attached from Jason Jones.

9. General Manager's Report:

Glen Posey presented the Strategic Plan (SP) to the Board of Director's. The plan will be sent to the Policy Committee for review and approval and then come back to the Board for adoption. It was recommended that a new SP Committee be formed, to consist of 3 Board of Director's, management and staff to meet once a year, in January or February before Budget process.

10. President's comments:

George Gondorchin thanked everyone for their attendance and participation.

11. Board of Director's Announcements:

Roger O'Dwyer – Attended a water well meeting in Lampasas this past month that was very informative.

Mack Carroll – Glad to be here.

Ric Dominowski – Asked Glenn if they could get together about the Strategic Plan after he gets a chance to go over it again.

George McClintock –Nothing

Janice Kliza –Nothing

Vanita Craft – Nothing

Keith Turner – Announced he was not pleased with the August 28, 2019 Monthly Board of Director's Meeting Minutes but voted to approve them. He also stated, with words to the effect that he did not appreciate being asked a question by the Board Secretary/Treasurer and addressed his displeasure to the whole Board, management and members. He stated, he has an outstanding memory for events to which, should never be questioned nor his integrity.

12. Adjourn

Vanita Craft made the motion to adjourn at 7:45 pm. Keith Turner seconded the motion. 9 in favor, 0 opposed, 0 abstained.

