

**Kempner Water Supply Corporation**

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**Subject:** Minutes of the Board of Director's Meeting on October 26, 2022, are in summary only and, not a transcript of the recorded meeting.

**Attendees:** Board - Richard (Ric) Dominowski, Wende Hammond, George McClintock, Dennis Kliza, Sam Kier and Roger O'Dwyer arrived at 6:37 pm. Tom Kyzar was absent.  
Staff Present - Stacy Ellis, Brandon Nault, Michael Lentz, Chris Mick, TJ Amstead and Susan Isenburg.  
Guests - Angie Amstead, Mitch Hackman, John and Wendy Daughtery.

- 1. Called to Order and Establish Quorum – 6:00 pm Quorum Present**
- 2. Pledge of Allegiance and Honor to the Texas Flag**
- 3. Open Session - None**

**“NEW BUSINESS”**

- 4. Discussion and possible action to approve the September 28, 2022, Monthly Board of Director's Meeting Minutes.**

Sam Kier made the motion to approve the September 28, 2022, Monthly Board of Director's Meeting Minutes. Wende Hammond seconded the motion. 5 in favor, 0 opposed.

- 5. Discussion and possible action to approve the September 2022 Financial Statements.**

Sam Kier made the motion to approve the September 2022 Financial Statements. Dennis Kliza seconded the motion. 5 in favor, 0 opposed.

- 6. Discussion and possible action to approve the Calendar of Events 2022-2023.**

Sam Kier made the motion to approve the Calendar of Events 2022-2023 with changes to the date of the November Board Meeting to be November 16, 2022. Wende Hammond seconded the motion. 5 in favor, 0 opposed.

- 7. Acceptance of Resignation from Kenneth Sinker, Board of Director.**

Sam Kier made the motion to accept the Resignation from Kenneth Sinker, Board of Director. Dennis Kliza seconded the motion. 5 in favor, 0 opposed.

- 8. Discussion and possible action regarding Gibson Branch Subdivision north of Lampasas on Hwy 281.**

Stacy Ellis informed the Board that she had contacted Pat Linder, Attorney at Law, regarding the Gibson Branch Subdivision.

**The options that he suggested are as follows:**

**Option 1:** Sell the CCN to Corix at an approximate cost of \$279,000.

**Option 2:** Negotiate an agreement with Corix to transfer the CCN area and absent an agreement oppose any effort to exclude the tract from Kempner's CCN or to add it to Corix's CCN or any encroachment by Corix into Kempner's CCN.

Sam Kier made the motion to sell the 310 acres for the Gibson Branch Subdivision to Corix and to authorize Stacy Ellis to negotiate a contract with Corix. Wende Hammond seconded the motion. 5 in favor, 0 opposed.

**9. Discussion and possible action to approve T Morales-Engineering Electrical Schematics for The Emergency Preparedness Plan "Senate Bill 3 Compliance".**

**\*\*Roger O'Dwyer arrived at 6:37 pm\*\***

Sam Kier made the motion to accept T Morales-Engineering Electrical Schematics for the Emergency Preparedness Plan not to exceed the \$50,000.00. Dennis Kliza seconded the motion. 6 in favor, 0 opposed.

**10. Discussion and possible action to appoint Board of Director Applicants to fill vacancies.**

George McClintock made the motion to accept the two Board of Director Applicants to fill the vacancies on the Board. Sam Kier seconded the motion. 6 in favor, 0 opposed

Ric Dominowski asked John Daughtery to take his position on the Board. Paul Williams was unable to attend the Meeting.

**11. Discussion and possible action to approve Committee Meeting Minutes.**

**a) Election/Credential Committee Meeting – October 19, 2022**

**b) Executive/Negotiating Committee Meeting – October 19, 2022**

George McClintock made the motion to approve the Election/Credential Committee Meeting held on October 19, 2022. Sam Kier seconded the motion. 7 in favor, 0 opposed.

**12. Executive Session recommended prior to discussion and possible action in Open Session, Pursuant to section 551.074, deliberation of personnel matters, regarding the employment of a General Manager.**

Out of Regular Session: 6:50 pm  
Into Executive Session: 6:51 pm  
Out of Executive Session: 7:20 pm  
Into Regular Session: 7:21 pm

Ric Dominowski made the motion to approve the Minutes from the Executive/Negotiating Committee Meeting on October 19, 2022 and the recommendation by the Committee to send the selected applicant for the General Manager position an offer letter tomorrow. Stacy will notify the two applicants that were not selected. Roger O'Dwyer seconded the motion. 7 in favor, 0 opposed.

**“OLD BUSINESS”**

**“Discussion and possible action”**

a) **CTWSC** – The Court of Appeals re-wrote their opinion/judgement, once again in favor of KWSC. CTWSC voted to file a petition for review to the Texas Supreme Court on April 19, 2022. The Texas Supreme Court requested a response to the petition, which was filed on September 12, 2022. CTWSC will have approximately 20 days to reply and the court will take 45-90 days to either dismiss the case or announce the next steps if they are going to require a formal hearing.

**The Texas Supreme Court has denied to honor CTWSC request for a formal hearing and they have decided not to pursue any further appeals.**

b) **GIS Mapping for Distribution System** – LAN is currently working on water model.

**13. Manager’s Report:**

Stacy Ellis informed the Board, Kempner WSC has had to implement a Fleet Policy. A pre-trip inspection must be completed daily on “ALL” KWSC Vehicles and every Employee is required to take a Defensive Driving Course annually. CTWSC will have one of their Pumps installed on Friday.

**14. Board of Director’s Announcements:**

Roger O’Dwyer - None

Sam Kier - Would like to see a report from Brandon each month on the exercising program for the valves.

Dennis Kliza - Nothing

George McClintock - Tom Kyzar is still in the hospital, and I have not been able to reach him.

Wende Hammond - Nothing

John Daughtery - Glad to be here.

**15. President’s Comments:**

Rick Dominowski will update Committee Assignments and send out next week.

**16. Adjourn**

Roger ODwyer made the motion to adjourn at 7:44 pm. Sam Kier seconded the motion 7 in favor, 0 opposed.

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**George McClintock, Secretary/Treasurer**