

BEXAR COUNTY WATER CONTROL AND IMPROVEMENT DISTRICT NO. TEN
8601 MIDCROWN
SAN ANTONIO, TEXAS 78239-2445

SPECIAL BOARD MEETING MINUTES
DECEMBER 22, 2014

I. CALL SPECIAL BOARD MEETING TO ORDER AND TAKE ATTENDANCE: The Special Board Meeting of December 22, 2014, was called to order at 7:00 p.m. by Vice President of the Board, Mr. John Fagin, at City Hall, Council Chambers, 8601 Midcrown Drive, Windcrest, Texas, for the purpose of considering the following agenda. The Board members present were Msrs. Fagin, Chevalier, Ms. Snead and Ms. Alexander. Also in attendance were Adam Telfer, General Manager, Trey Wilson, Attorney, Ruben Barrera, Attorney and Lyn Cruz, Office Manager.

II. TAKE ATTENDANCE TO CERTIFY THE PRESENCE OF A QUORUM. Quorum present.

III. EXECUTIVE / CLOSED SESSION. THE BOARD WILL HOLD A CLOSED MEETING AS AUTHORIZED BY SUBCHAPTER E, CHAPTER 551, TEXAS GOVERNMENT CODE, FOR THE FOLLOWING PURPOSES:

A. THE BOARD WILL CONSULT WITH THE DISTRICT'S LEGAL COUNSEL IN A CLOSED SESSION, AS AUTHORIZED BY TEXAS GOVERNMENT CODE § 551.071(2), TO DISCUSS AND SEEK ADVICE UPON ONE OR MORE MATTER(S) IN WHICH THE DUTY OF THE ATTORNEY TO THE DISTRICT UNDER THE TEXAS DISCIPLINARY RULES OF PROFESSIONAL CONDUCT OF THE STATE BAR OF TEXAS CLEARLY CONFLICTS WITH CHAPTER 551, TEXAS GOVERNMENT CODE.

B. AS AUTHORIZED BY TEXAS GOVERNMENT CODE §551.071(1)(A), THE BOARD WILL CONSULT WITH THE DISTRICT'S LEGAL COUNSEL IN A CLOSED SESSION TO CONSULT WITH AND/OR SEEK ADVICE FROM SUCH COUNSEL ABOUT CONTEMPLATED LITIGATION.

C. THE BOARD WILL CONDUCT A CLOSED MEETING, AS AUTHORIZED BY TEXAS GOVERNMENT CODE §551.074, TO DELIBERATE PERSONNEL MATTERS, INCLUDING EMPLOYEMENT, EVALUATION, REASSIGNMENT AND /OR DISMISSAL OF THE DISTRICT'S GENERAL MANAGER, AND /OR THE APPOINTMENT OF A REPLACEMENT FOR INTERIM GENERAL MANAGER.

AS REQUIRED BY TEXAS GOVERNEMENT CODE § 551.102, THE FINAL ACTION, DECISION, OR VOTE ON A MATTER DELIBERATED IN A CLOSED MEETING WILL BE MADE IN AN OPEN MEETING.

The Board convened into Executive / Closed Session at 7:03 p.m.

IV. THE BOARD WILL RECONVENE IN AN OPEN MEETING. Board reconvened into Open Session at 8:25 p.m.

V. OPEN FORUM – CITIZENS TO BE HEARD – A TIME LIMIT OF 3 MINUTES PER INDIVIDUAL ADDRESSING THE BOARD WILL BE STRICKLY ENFORCED AND EACH PERSON DESIRING TO ADDRESS THE BOARD MUST REGISTER PRIOR TO THE MEETING BEING CALLED TO ORDER. A SIGN-IN SHEET WILL BE AVAILABLE AT THE MEETING LOCATION.

VI. POSSIBLE ACTION ITEMS. THE BOARD WILL DISCUSS, DELIBERATE, AND POSSIBLY TAKE ACTION ON THE FOLLOWING ITEMS.

A. THE BOARD WILL CONSIDER AND MAY TAKE ACTION TO ACCEPT THE RESIGNATION OF ADAM TELFER AS GENERAL MANAGER, AND TO ESTABLISH THE DATE OF MR. TELFER'S FINAL SEPARATION FROM EMPLOYEMENT WITH THE DISTRICT. Ms. Alexander made a motion that the Board accept the General Manager's resignation, with a separation date of 16 January 2015 and with fulfillment of all severance obligations on that date 16 January 2015 and extend an offer for Mr. Telfer to serve in a consulting capacity for three (3) additional weeks to complete the annual audit. This was seconded by Ms. Snead. The Board approved. 4 YES 0 ABSTAIN 0 NO

B. THE BOARD WILL CONSIDER AND MAY TAKE ACTION TO ADOPT A PROCEDURE FOR SEEKIN AND APPOINTING A NON-TEMPORARY GENERAL MANAGER FOR THE DISTRICT AND/OR TO DIRECT THE EXISTING GENERAL MANAGER TO TAKE CERTAIN ACTIONS ASSOCIATED WITH THE SOLICITATION OF APPLICANTS FOR THE POSITION OF GENERAL MANAGER. Mr. Chevalier made a motion to adopt a procedure for seeking and appointing a General Manager for the District. This was seconded by Ms. Alexander. The Board approved.

4 YES 0 ABSTAIN 0 NO

C. THE BOARD WILL CONSIDER AND MAY TAKE ACTION TO APPOINT AND/OR TO ESTABLISH A PROCEDURE FOR APPOINTING AN INTERIM GENERAL MANAGER FOR THE DISTRICT. The Board has instructed Mr. Telfer to contact TRWA which can look for and provide an Interim General Manager for the District.

D. THE BOARD WILL CONSIDER AND MAY TAKE ACTION TO ACCEPT THE RESIGNATION OF MARK PERRY FROM THE BOARD OF DIRECTORS OF THE DISTRICT, EFFECTIVE JANUARY 15, 2015. Mr. Perry has submitted his resignation effective immediately, as per the advice of his legal counsel. Mr. Chevalier made a motion to accept the resignation of Mr. Perry effective immediately. This was seconded by Ms. Snead. The Board approved.

3 YES 1 ABSTAIN 0 NO

E. THE BOARD WILL DISCUSS AND MAY TAKE ACTION TO ACCEPT AND /OR TO ESTABLISH A PROCEDURE FOR ACCEPTING NOMINATIONS OF POSSIBLE APPOINTEES TO FILL THE VACANCY ON THE DISTRICT'S BOARD OF DIRECTORS WHICH WILL RESULT FROM THE RESIGNATION OF MARK PERRY. Mr. Wilson, Attorney. Applications will be available at noon at the District's office on December 23, 2014 and must be filled out and returned no later than January 9, 2015 at 5:00 p.m.

VII. NEW / OTHER BUSINESS BROUGHT BEFORE THE BOARD. DELIBERATION AND DECISION WILL BE TABLED UNTIL NEXT SCHEDULED BOARD MEETING.

VIII. ADJOURN. The meeting was adjourned at 8:37 p.m.


EUGENIA SNEAD, Secretary

 Date: 1-15
JOHN FAGIN, Vice-President