

Windermere Oaks Water Supply Corporation

424 Coventry Rd
Spicewood, Texas 78669

2017-2018 Board of Directors:
Dorothy Taylor, President
Jerry Ingham, Vice President
Jeff Hagar, Secretary/Treasurer
William Stein, Director
Bill Billingsley, Director

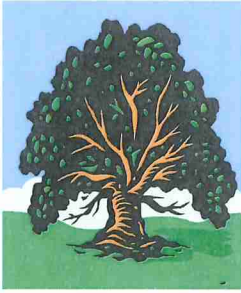
Open Board of Directors meeting held on: March 7, 2018.

Board Members Present: Dorothy Taylor, Jeff Hagar, Jerry Ingham, Bill Billingsley, Bill Stein

Minutes from the Meeting

Items from the Agenda:

- 1) The meeting was called to order at 6:32 PM by Dorothy Taylor.
- 2) A quorum was established with all Board Members present.
- 3) Citizens and or members with comments: James Pender, Micki Bertino and Danny Flunker signed in to speak. James Pender asked if the Board planned to change the 2,000 gallon water minimum currently included in the base water rate. Micki Bertino asked what was considered by TRWA when they did the water and wastewater rate analysis for WOWSC. Danny Flunker wanted to be sure the Board knew that we could raise equity buy-in fees to increase revenue. Les Romo, the Corporation's visiting guest Attorney, clarified that the Texas Open Meeting Act (TOMA) allows for citizen comments in an Open Board of Directors Meeting, but any questions should be submitted to the Board in writing and answered at another time. This meeting is not for the Board to respond to questions from citizen and or member comments. The Board took the opportunity to introduce Les Romo, as our guest, and clarified, we are considering retention of his services, and to represent the Corporation in the TOMA Integrity, Inc. lawsuit. Mark Zeppa is no longer able to represent the Corporation.
- 4) Review and consider and take action to approve the February 8, 2018 Meeting Minutes. There was no discussion. Jerry Ingham called for a motion to approve. Bill Stein seconded the motion and all voted in favor to approve.
- 5) At 6:41 PM the Governing Board of Directors met in Executive Session to discuss their duties, roles and responsibilities as directors of the Corporation, pending or contemplated litigation, settlement offers, and or the appointment, employment, evaluation, reassignment, duties, discipline or dismissal of specific personnel, as permitted by Chapter 551, Government Code, the Texas Open Meeting Act. No action, decision or vote with regard to any matters discussed in close session was made in accordance with Chapter 551, Government Code. At 7:51 PM the Board ended the Executive Session and resumed the Open Board meeting.
- 6) Consider and take action to retain new legal counsel to represent the corporation in the pending lawsuit filed by TOMA Integrity, Inc., and to take any other action deemed necessary and appropriate regarding the lawsuit. Jeff Hagar made a motion to approve the hiring of Les Romo as our General Counsel, and to retain Les Romo to represent the Corporation in the TOMA Integrity, Inc. lawsuit, and that the Board approves the current invoice for work performed to date. The motion was seconded by Jerry Ingham and all voted in favor to approve.
- 7) Consider and take action regarding the Texas Rural Water Association rate evaluation, and regarding water and wastewater rate changes of the Corporation. Bill Stein made a motion to table discussion and action of the rates, until the next meeting, now scheduled for Monday, March 12, 2018. Jeff Hagar seconded the motion and all voted in favor to approve.
- 8) Consider and take action on the Corporation's 2018 Budget. Jeff Hagar made a motion to table



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the discussion and action on the 2018 Budget, until the Board takes action on the rates. Bill Billingsley seconded the motion and all voted in favor to approve.

- 9) Discuss any new matter or business that is presented to the Board, and take action necessary thereon. There were no new matters or business presented to the Board for discussion.
- 10) Jerry Ingham made a motion to adjourn. Jeff Hagar seconded and all voted in favor to approve. The meeting adjourned at 7:53 PM.

Submitted by: Jeff Hagar

APPROVED BY WOWSC Board on March 20, 2018