

**MINUTES OF THE SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
TRINITY BAY CONSERVATION DISTRICT**

A Special Meeting of the Board of Directors of the Trinity Bay Conservation District (“District”) was called at 5:00 p.m. on the 17 day of November 2020, at the Trinity Bay Conservation District (“TBCD” or “Department”) located at 2500 SH 124 Stowell, Texas 77661 pursuant to notice duly posted according to law.

This meeting was held in person and via videoconference as provided for in Texas Government Code 551.127 as modified by the May 12, 2020 Proclamation by Governor Abbott in which the Governor acted to maintain government transparency and continued government operations while reducing face-to-face contact for government open meetings. In addition, members of the public were able to participate and address the Directors during the videoconference meeting and a recording of the meeting was made and is available to the public.

The roll was called of the Directors, to-wit:

Directors	Position
Mr. Jeffrey Jenkins	President
Mr. Gregg Turner	Vice-President
Mr. Tommy Gilbert	Secretary
Mr. Scott Khala	Director
Mr. Mark Mitchell	Director

All said members were present, thus constituting a quorum. In addition to the above-named Directors, the following persons were also present:

Attendee	Position
Mr. James Gibson	Interim General Manger
Mr. David Hoyt	Superintendent
Mrs. Sheri Jenkins	Accounting Manager
Mrs. Barbara Sigut	Human Resources and Accounts Payable
Mr. Mike Will	Plant Operations Supervisor
Mr. Danny Pringle	Assistant Drainage Supervisor
Mr. Wayne Nipp	Employee
Mr. Hubert Oxford	General Counsel
Ms. Gloria Roemer	Seabreeze Beacon
Ms. Sharisa Nelson	Seabreeze Beacon
Mr. Wade Thibodeaux	Hometown Press
Mrs. Sue Hawthorne	The Progress

Mr. Bobby Way	Citizen
Mr. Mike McBride	Citizen
Mr. Donnie Self	Citizen
Mr. Richie Devillier	Citizen
Mr. Rick Nicely	Citizen

President Jenkins called the meeting to order at 5:00 p.m. and asked the General Manager to lead the meeting in Prayer and the Pledge of Allegiance and Pledge to the State Flag of Texas.

3. Discuss and take-action, if necessary, on canvassing the November 3, 2020 election results.

Thereafter, Mr. Jenkins called on the Board to called on the Board to Canvass the results of the November 3, 2020 election. Mr. Gibson then presented the Board with the canvass result prepared by Chambers County and Canvass of General Election form prescribed by the Texas Secretary of State. (*See Exhibit "A"*).

After a review of the Canvass results and the Canvass of General Election Form, Director Gilbert made a motion to adopt the canvass results prepared by Chamber's County and to authorize the submission of the Canvass of General Election form set forth in **Exhibit "A"**. This motion was seconded Director Turner with the unanimous consent of all the Board members.

4. Swear in newly elected Board members.

President Jenkins then called Director Turner and Directors Elect Scott Kahla and Mark Mitchell to the front of the director's table and asked Attorney Oxford to swear in the three. Attorney Oxford asked each newly elected director to raise their right hand and repeat the oath of office. Afterwards, all three signed the Statement of Officer, Oath of Office, and Certificate of Office. (*See Exhibits "B-1", "B-2", and "B-3"*).

After swearing in the newly elected Board Members President Jenkins immediately called the Board into Executive Session at 5:07 p.m. for the purpose of consultation with legal counsel pursuant to Chapter 551.071 of the Texas Government Code; discussion of personnel matters as set forth in Chapter 551.074 of the Texas Government Code. The Board returned from Executive Session at 6:17 p.m. President Jenkins announced that action on matters discussed in executive session would be taken as the relevant agenda items were discussed later in the meeting.

5. Public Comment

President Jenkins then called on members of the public to give public comment. The only member to give a public comment was Mr. Donny Self, who read the attached statement into the record. (See Exhibit “C”).

6. Discuss and take-action on the District’s Accounts Payable; Tax Reports.

The Board was then asked to review a small set of invoices to be paid and the tax report. Per the report presented by staff, the total of the invoices to be approved was \$19,947.03. (See Exhibit “D-1”). Mrs. Jenkins also presented the board with the Tax Reports for September 2020. Per Mrs. Jenkins, the District received \$30,885.32 from Chambers County in Property Tax revenues and \$1,495.10 from Jefferson County. (See Exhibit “D-2”). Lastly, Mrs. Jenkins informed the Board of the balances in the District’s unrestricted operating accounts were as follows:

Account	Balance 11/16/2020	Less Payroll	Less A/P	Balance
*General Fund	\$393,410.75	\$73,666.56	\$2,886.38	\$316,857.81
Water & Sewer Fund	\$496,617.56	\$40,392.35	\$17,060.65	\$437,164.56

*Does not include unrestricted CD for General Fund.

After a review of invoices to be paid, Director Gilbert made a motion to authorize the payment of invoices presented to the Board and set forth in Exhibit “D-1”. This motion was seconded Director Kahla with the unanimous consent of all the Board members.

Turning to the election of officers when asked for nominations, the Board unanimously agreed to leave the officers the same for the next several months. Consequently, no action was taken, and the officers remained as follows:

Directors	Position
Mr. Jeffrey Jenkins	President
Mr. Gregg Turner	Vice-President
Mr. Tommy Gilbert	Secretary

8. Discuss and take-action, if necessary, on approving the minutes of the October 14, 2020 Regular Meeting.

The Board was then asked to review and approve the minutes of the October 14, 2020 Regular Meeting. Following a review of the minutes, no changes were requested.

Therefore, a motion was made by Director Mitchell to approve the minutes for the October 20, 2020 Regular Meeting. This motion was seconded Director Kahla with the unanimous consent of all the Board members.

9. Appoint Committees and receive reports from the following Committees:

- **Audit/Finance Committee;**
- **Personnel Committee; and**
- **Operations Committee**

Since two (2) Board members were new, President Jenkins postponed appointed Committee members so that the new Board members to gain some experience and decide the Committees that would be best for their skill sets.

10. Receive status reports, and take any needed action, if necessary, on the following matters:

- a. **Receive status of requesting Financial Managerial and Technical Assistance through the TCEQ;**
- b. **Receive status report of purchasing and installing water meters for the pilot program approved at the September 16, 2020 Regular Meeting;**
- c. **Receive status report on replacement of Phase 2 Sewer Replacement Line on Buccaneer Road approved during the September 16, 2020 Regular Meeting;**
- d. **Receive status report on completion of Brown property levy project;**
- e. **Receive status report on negotiations with Entre Computers;**
- f. **Receive status report on CCN transfer with Gulf Coast Authority; and**
- g. **Update website;**
- h. **Submit Request for Proposals for Insurance to various adjusters;**
- i. **Prepare Joint Defense Agreement with LJA;**
- j. **Return of Deposits; and**
- k. **Discuss and take-action, if necessary, to authorize staff to receive quotes to purchase fuel gas and diesel fuel tanks for the District's Anahuac and Winnie facilities.**

Agenda Item	Status
<p>a. Receive status of requesting Financial Managerial and Technical Assistance through the TCEQ;</p>	<p>TCEQ has confirmed receipt of request and TCEQ staff has agreed to:</p> <ol style="list-style-type: none"> 1) Make a referral to the PUC, who has a parallel program, and to request a rate study and assistance with billing and other financial matters. 2) Authorize assistance from the TCEQ for a Business plan, capital improvement plan, and staff and Board training. 3) Authorize assistance with water loss tracking (i.e., for free). They will bring in equipment to find leaks.
<p>b. Receive status report of purchasing and installing water meters for the pilot program approved at the September 16, 2020 Regular Meeting;</p>	<p>Meters are in the office and staff anticipated starting the installation in two (2) weeks.</p>
<p>c. Receive status report on replacement of Phase 2 Sewer Replacement Line on Buccaneer Road approved during the September 16, 2020 Regular Meeting;</p>	<p>In a three (3) week delay because a gas line is being installed.</p>
<p>d. Receive status report on completion of Brown property levy project;</p>	<p>According to Mr. Gibson, this project was estimated to be complete in January 2021.</p>
<p>e. Receive status report on negotiations with Entre Computers;</p>	<p>James met with Entre and independent consultant on November 4, 2020. Per James, after the meeting, he received the new contract, and it was substantially discounted. Mr. Gibson stated that still needed to review the agreement in detail.</p>
<p>f. Receive status report on CCN transfer with Gulf Coast Authority; and</p>	<p>All consents timely filed and received. Due date was November 19, 2020. If no hearing is requested, deadline for Commission Staff to file a final recommendation on the petition is December 3rd. If no hearing is requested, deadline for parties to file joint proposed findings of fact including findings that address the factors in Texas Water Code § 13.246(c), and conclusions of law is December 10th, 2020. We expect no hearing to be requested and have already agreed on Findings of Fact.</p>

<p>g. Update website.</p>	<p>Staff met with website designer during the week of October 26th, 2020. Designer was going to put together information presented at the meeting and provide staff with a proposed cost. Website designer confirmed to HOIV on October 29, 2020 that the payment page was secure, but he was going change the page so that customers can verify that they know it is secure.</p>
<p>h. Submit Request for Proposals for Insurance to various adjusters.</p>	<p>Final version submitted to staff for review.</p>
<p>i. Prepare Joint Defense Agreement with LJA</p>	<p>Attorney Oxford advised that he submitted a draft of the agreement to counsel for LJA.</p>
<p>k. Review e-mails to respond to subpoena</p>	<p>Still need to complete this task.</p>
<p>j. Return of Deposits</p>	<p>Staff was still waiting on payroll company to respond on the most efficient method of returning the deposits.</p>
<p>k. Discuss and take-action, if necessary, to authorize staff to receive quotes to purchase fuel gas and diesel fuel tanks for the District's Anahuac and Winnie facilities.</p>	<p>Mr. Gibson advised that he will have more to report at the next month.</p>

11. Discuss and take-action, if necessary, on receiving a status for hiring a General Manager.

President Jenkins announced that it was the will of the Board to extend Mr. Gibson's contract for a six (6) month period with a six (6) month option and to change Mr. Gibson's title from "Interim General Manager" to "General Manager" with all authority set forth in Chapter 49 of the Texas Water Code. He then asked Attorney Oxford to prepare a contract extension for review by the Board.

The rest of the Board concurred and then, Director Kahla made a motion to extend Mr. Gibson's contract for a six (6) month period with a six (6) month option and to change Mr. Gibson's title from "Interim General Manager" to "General Manager" with a with all authority set forth in Chapter 49 of the Texas Water Code. This motion was seconded Director Mitchell with the unanimous consent of all the Board members.

12. Discuss and take-action, if necessary, on adopting a resolution to remove former Directors Bauer and Hamilton and add Directors Mitchell and Kahla.

General Manager Gibson presented the Board with a Resolution 21-06 that removes former Directors Bauer and Hamilton as signatories on the District's accounts at East Chambers County Bank and replaced the former Directors with Directors Scott Kahla and Mark Mitchell. (See Exhibit "E").

President Jenkins then called on a motion to approve the Resolution. In response, Director Tommy Gilbert made a motion to approve Resolution 21-06 that removes former Directors Bauer and Hamilton as signatories for the District's account at East Chambers County Bank and replaced them with newly elected Directors Scott Kahla and Mark Mitchell. This motion was seconded Director Mitchell with the unanimous consent of all the Board members.

13. Discuss and take-action, if necessary, on reconsidering automobile use policy and implementation of time clocks and GPS tracking devices.

Due to the authority granted to General Manager Gibson, no action was taken on this agenda item and Attorney Oxford was asked to remove it from future agenda items because this was a managerial issue to be addressed by Mr. Gibson.

14. Discuss and take-action, if necessary, on reconsidering employee health policy deductible limits.

Due to the authority granted to General Manager Gibson, no action was taken on this agenda item and Attorney Oxford was asked to remove it from future agenda items because this was an employment issue to be addressed by Mr. Gibson.

15. Discuss and take-action, if necessary, on adopting an employee performance bonus plan and amend budget to accommodate the plan.

President Jenkins reminded the Board that in year's past, the District gave the employees a gift card. He recommended that employees receive the gift for this year as well.

Director Gilbert concurred and then made a motion to give the District's employees a gift card for 2020 and to authorize the General Manager to decide on the value of the cards. This motion was seconded by Director Mitchell and unanimously approved by all the Board members.

16. Discuss and take-action, if necessary, on awarding vacation pay to Wayne Nipp due to retirement.

Mr. Gibson advised the Board that after thirty-eight (38) years, Mr. Wayne Nipp has decided to retire. Over the years, Mr. Nipp has accrued 625.26 hours of vacation time. If he doesn't take any vacation until he officially retired, he was eligible based on past practices of the Board to receive a lump sum payment of \$18,051.26 before taxes plus we would have to pay TCDRS fees on that amount too. With taxes and retirement, the total he requested to be paid was \$20,879.90.

Per President Jenkins, it was discussed in executive session to pay Mr. Nipp the vacation time as has been the tradition at the District. Thereafter, Director Tommy Gilbert made a motion to approve the payment of \$20,879.90. This motion was seconded by Director Kahla and unanimously approved by all the Board members.

Once the motion was complete, Ms. Roemer asked to make a public comment and was given permission to do so. Ms. Roemer thanked Mr. Nipp for his years of service but began questioning the Board as to her concerns about spending money on gifts, retirement buy-out packages, and dinners for employees at a time when the District was struggling financially. She also asked Attorney Oxford about the retirement payment and he responded that he explained the policy, case law, and opinion of the auditor in the 2019-2020 audit during the executive session.

17. Discuss and take-action, if necessary, on setting a date and time for an employee appreciation lunch as provided for in Tex. Att'y. Gen. LO-96-136 (1996).

President Jenkins then asked the Board if they were going to authorize an employee appreciation lunch and if so, when did they want to schedule the lunch. The Board agreed that staff deserved the lunch for their work throughout the year and to improve employee morale. After some discussion on a date, it was agreed that if approved by the Board, the lunch should take place on December 22, 2020 after the Board meeting.

Once the date and time were established, Director Gilbert made a motion to authorize the appreciation lunch to be held on December 22, 2020 following the next Regular Scheduled Board meeting. Director Gilbert's motion was seconded by Director Kahla and unanimously approved by all the Directors.

C. SALE OF PROPERTY FOR TAX PURPOSES

- 18. Discuss and take-action, if necessary, on accepting a Resale Offer in Cause No. CV28029 submitted by Keely Salyers in the amount of \$8,000.00 on the property under Parcel ID 13835 that is currently in the name of Anahuac Independent School District.**

General Manager Gibson reviewed the routine Resale Offer in Cause No. CV28029 submitted by Kelly Salyers in the amount of \$8,000.00 on property under Parcel ID 13835. (See **Exhibit "F"**). Mr. Gibson recommended that the District accept this offer.

Upon receiving staff's recommendation, Director Gilbert moved to accept the Resale Offer in Cause No. CV28029 submitted by Kelly Salyers in the amount of \$8,000.00 on property under Parcel ID 13835. This motion was seconded by Director Kahla and unanimously approved by all the Directors.

D. STAFF REPORTS

- 19. Drainage Reports; and**
- 20. Water and Sewer Utility Reports**

For this meeting, staff submitted reports for the Board to review but did not provide any narratives. (See **Exhibit "G"**).

There being no further business, President Jenkins informed the Directors that the next regularly scheduled meeting was on December 16, 2020 at 9:00 a.m. and asked if there was anything else to discuss. There being none, he called for a motion to adjourn the meeting at 7:00 p.m. Director Turner then made motion to adjourn. This motion was seconded by Director Kahla with the unanimous consent of all the Directors present.



Jeffrey T. Jenkins, President

Date: 1-11-21