<u>Legacy Water Supply Corporation</u>
Board of Directors' Meeting
MINUTES
June 12, 2024
at 11:00 a.m. CST
1826 North Loop 1604 West, Suite 260,
San Antonio, TX 78248

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1. Call to Order and Roll Call:
   a. David Earl called the meeting to order at 11:13 a.m.
   b. Directors Present: Kathleen "Kandy" Walker and David Earl
   c. Others Present: Megan Earl
2. Proof of Quorum: A quorum was present.
3. David Earl opened the meeting up for public comment:
   a. Members of the Public to be Heard: None.
4. <u>Consent Items:</u> The following items may be acted upon in a single motion. No separate discussion or action on any of these items will be held unless pulled at the request of a member of the Board.
   a. Consider approval of the Minutes of the Legacy Water Supply Corporation Meetings:
      i. None.
5. <u>Action/Discussion Items</u>
   a. Consider and take action on Declaration of Vacancy due to the death of James P. "Rick" Walker;
      i. After discussion, David Earl made a motion to formally declare a vacancy in the Board under the Corporation's Bylaws, following the passing of Board President, James Patrick "Rick" Walker. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.
   b. Consider and take action on nominations and appointment of individual to fill vacant Director position until elections are conducted, pursuant to Bylaws;
      i. After discussion, David Earl made a motion to nominate Melissa Johnson to fill the vacant Director Position. Kathleen

"Kandy" Walker seconded the motion. The motion was unanimously passed and carried. David Earl then made a motion to appoint Melissa Johnson to fill the vacant Director Position. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried. David Earl then made a motion that Melissa Johnson serve in her capacity as Treasurer of the Board of Directors. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and passed.

c. Consider and take possible action on approval of membership applications;

   i. *After discussion, David Earl made a motion to table agenda item 5(c) until such time as additional membership application(s) have been received.*

d. Consider and take possible action on ratification and approval of Interlocal Agreement establishing Administrative Agency BERA between LMMD, LWSC and TAMIU for energy generation project;

   i. *After discussion, David Earl made a motion to table agenda item 5(d) until a later meeting date. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

e. Consider and take possible action approving Interlocal Agreement establishing Administrative Agency AQUA between LMMD, LWSC, the City of Laredo and Webb County for the purpose of providing wholesale potable water to the Colonias, City of Laredo and unincorporated areas of Webb County;

   i. *After discussion, Melissa Johnson made a motion to approve and authorize acting Board President, Kathleen "Kandy" Walker, to execute the Interlocal Agreement establishing an Administrative Agency (AGUA) between LMMD, LWSC, the City of Laredo and Webb County. David Earl seconded the motion. The motion was unanimously passed and carried.*

f. Consider and take possible action on ranking responses and making of the highest ranked respondent and authorizing negotiations of terms and pricing for an appraisal services contract;

   i. *After discussion, Melissa Johnson made a motion to rank Integra Appraisal Services as the highest ranked respondent and to authorize negotiation of terms and pricing for an* *appraisal services contract. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

g. Consider and take possible action on establishing a Selection Committee for analyzing and scoring respondents to competitive procurement process;

   i. *After discussion, David Earl made a motion to establish a Selection Committee, comprised of three (3) individuals appointed by the Board, for analyzing and scoring respondents to competitive procurement process(es). Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

h. Consider and take possible action for approval of By-Laws for Selection Committee;

   i. *After discussion, David Earl made a motion to table agenda item 5(h) to allow the Selection Committee time to develop its own Bylaws. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

i. Consider and take possible action for nomination and appointment of Selection Committee members;

   i. *After discussion, David Earl made a motion to nominate Melissa Johnson, Richard "Dick" McNary and Megan Earl to serve on the Selection Committee. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

j. Consider and take possible action approving process and procedures for competitive procurement;

   i. *After discussion, Kathleen "Kandy" Walker made a motion to adhere to the competitive procurement requirements that are in place that would be applicable to a special district, such as those applying to the Legacy Municipal Management District, in their procurement of goods and services for public purposes. Melissa Johnson seconded the motion. The motion was unanimously passed and carried.*

k. Consider and take possible action authorizing GC to publish RFQ for new program manager;

i. *After discussion, David Earl made a motion to approve and authorize General Counsel for the Corporation to publish a RFQ for a new program manager, in compliance with the procedures established in Agenda Item 5(k). Melissa Johnson seconded the motion. The motion was unanimously passed and carried.*

l. Consider and take possible action authorizing GC to publish RFQ for new District Engineer;

i. *After discussion, David Earl made a motion to approve and authorize General Counsel for the Corporation to publish a RFQ for a new District Engineer, in compliance with the procedures established in Agenda Item 5(k). Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

m. Consider and take possible action authorizing GC to publish RFQ for interim and permanent water treatment services for the production of potable water meeting TCEQ drinking water standards;

i. *After discussion, David Earl made a motion to approve and authorize General Counsel for the District to publish a RFQ for interim and permanent water treatment services for the production of potable water meeting TXEQ drinking water standards, in compliance with the procedures established in Agenda Item 5(k). Melissa Johnson seconded the motion. The motion was unanimously passed and carried.*

n. Consider and take possible action authorizing GC to publish RFQ for wastewater treatment services in compliance with TCEQ wastewater treatment and discharge standards;

i. *After discussion, David Earl made a motion to approve and authorize General Counsel for the District to publish a RFQ for wastewater treatment services in compliance with TXEQ wastewater treatment and discharge standards, in compliance with the procedures established in Agenda Item 5(k). Melissa Johnson seconded the motion. The motion was unanimously passed and carried.*

o. Discussion and possible action regarding scheduling of future meeting dates.

i. *After discussion, David Earl made a motion to set the next Board of Directors Meeting for the Legacy Water Supply Corporation to be held on June 21, 2024, at 8:30 a.m., at 1826 North Loop*

1604 West, Suite 260, San Antonio, TX 78248. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.

6. **Executive Session:**

   a. Pursuant to Sections 551.071, 551.072, and 551.074, Texas Government Code, as may be necessary, to consult with attorney; deliberate regarding real property; and personnel matters;

      i. David Earl made a motion to suspend the Open Session at 11:36 a.m., in order for the Board to enter into Executive Session. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.

      ii. No decisions were made and no action was taken during Executive Session.

      iii. David Earl made a motion to adjourn Executive Session and resume the Open Session at 11:58 a.m. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.

David Earl made a motion for the Board to authorize General Counsel to take steps in accordance with the strategies discussed during Executive Session with regard to potential claims or legal action regarding previous system engineer and/or program manager.

7. **Adjourn.**

   a. *Kathleen "Kandy" Walker made a motion to adjourn the meeting at 12:00 p.m. Melissa Johnson seconded the motion. The motion was unanimously passed and carried.*

(SEAL)

Secretary, Board of Directors