



**Port O'Connor Improvement District
39 Denman Drive
Port O'Connor, Texas 77982**

**MINUTES
MEETING NOTICE AND AGENDA
Special Meeting of Board of Directors
Thursday, November 15, 2018 at 1:00 p.m.**

The Board of Directors of the Port O'Connor Improvement District held a SPECIAL meeting on Thursday, November 15, 2018, at 1:00 p.m. at the District Office, 39 Denman Drive, Port O'Connor, Texas.

- A. CALL TO ORDER - Marshall Bradford called the meeting to order at 2:00 p.m. and announced that a quorum was present.

DIRECTORS PRESENT: Marshall Bradford, Maria Denney, David Randolph and Erny McDonough
DIRECTORS ABESNT: Leon Brown
PARTICPATING BY PHONE: Dorothy Palumbo, General Counsel, Bojorquez Law Firm, Andre Ayala, Hilltop Securities, Financial Advisor, Julia Houston, Orrick, Herrington, Sutcliffe, LLP

B. CONSIDER AND TAKE APPROPRIATE ACTION ON THE FOLLOWING:

1. Discuss and consider the canvass of the returns of the November 6, 2018 General Election and declare the results official for the election of two (2) At Large Directors and other business relating to the election:
 - a. Approve the Canvass Order declaring the results of the November 6, 2018 General Election official electing two (2) At Large Directors.

MOTION: Maria Denney

SECOND: Erny McDonough

To declare results official for the election and approve the Canvass Order.

APPROVED 4-0

- b. Presentation of the Certificates of Election (*President Brown*).

- c. Administer the Oaths of Office to the newly elected Directors.

Evangelina Trevino administered the oaths of office.

- d. Newly Elected Directors execute appropriate Bond form.

The Newly Elected Directors assume their responsibilities on the Board.

Bonds were executed.

- e. Recognize out-going Directors. Director McDonough thanked President Brown and Vice President Bradford for their service and appreciated their efforts on behalf of the community.

2. Discuss and consider the election of officers (List specifically what officers will be elected. President, Vice President, Secretary)

Discussion: Maria Denney stated that the officers should be President, Erny McDonough; Vice President, David Randolph and she would continue to serve as Secretary. Director McGuire stated that he would like to be considered as an officer.

MOTION: Maria Denney

SECOND: David Randolph

To approve the officers: President, Erny McDonough; Vice President, David Randolph; Secretary, Maria Denney

APPROVED: 3-2.

3. Review Second Amended Code of Ethics.

General Counsel reviewed the Second Amended Code of Ethics with the Board and reviewed the requirement of the Texas Open Meetings Act for the new Directors to take their training within 90 days.

4. Resolution Approving Notice of Sale and Bidding Instructions and Preliminary Official Statement and Authorizing Distribution and Publication of Such Notice of Sale and Bidding Instructions and Preliminary Official Statement Relating to Port O'Connor Improvement District Unlimited Tax Bonds, Series 2018

MOTION: Danny McGuire

SECOND: Maria Denney

To approve the Notice of Sale and Bidding Instructions and Preliminary Official Statement and Authorizing Distribution and Publication of Such Notice of Sale and Bidding Instructions and Preliminary Official Statement Relating to Port O'Connor Improvement District Unlimited Tax Bonds, Series 2018

APPROVED 5-0

5. Authorize the President to execute an agreement after review by General Counsel with W.D. Brown and Associates, PLLC for FY 2017/2018 True Up for La Salle Water Control and Improvement District No. 1A operation and maintenance costs and for reconciliation of past due amounts.

Deferred to after executive session. No action taken.

- C. EXECUTIVE SESSION ** The Board convened into Executive Session at 2:18 p.m. under the authority contained in:

The Port O'Connor Improvement District may consider in Executive Session any of the identified items posted on the agenda pursuant to the following exceptions:

Texas Government Code Ann. § 551.071: Consultation with Attorney
Texas Government Code Ann. § 551.072: Real Property
Texas Government Code Ann. § 551.074: Personnel Matters

Consultation with General Counsel pursuant to Texas Government Code Section 551.071, Consultation with Attorney, on pending or contemplated litigation; or a settlement offer; or on a matter in which the duty of the attorney to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with Texas Government Code Chapter 551 for the purpose of receiving legal advice concerning status of pending projects, including but not limited to:

1. Interlocal Agreement between the Port O'Connor Improvement District and LaSalle Water Control and Improvement District No. 1A for Operations and Maintenance Services dated June 14, 2006, as amended and past due amounts owed to POCID.
2. Consultation with Attorney – Corrective action regarding clean outs at RV park
3. Consultation with Attorney – Potential legal issues associated with new connection that requires bore
4. Personnel Matters – Compensation of licensed operator Lilly
 - a. Charles "Colt" Lilly has C surface water production, Getting "C" waste water license, Increase in pay.

The Board reconvened into open session at 2:19 p.m. No action was taken in executive session.

D. TAKE ANY ACTION AS A RESULT OF EXECUTIVE SESSION.

1. Interlocal Agreement between the Port O'Connor Improvement District and LaSalle Water Control and Improvement District No. 1A for Operations and Maintenance Services dated June 14, 2006, as amended and past due amounts owed to POCID.
2. Consultation with Attorney – Corrective action regarding clean outs at RV park
3. Consultation with Attorney – Potential legal issues associated with new connection that requires bore
4. Personnel Matters – Compensation of licensed operator Lilly
 - a. Charles “Colt” Lilly has C surface water production, Getting “C” waste water license, Increase in pay.

E. ITEMS FROM BOARD MEMBERS (Note: Board members may request specific information, recitation of existing policy, or placement of items on the Agenda for discussion at a later meeting.)

Director McGuire requested information on GBRA and plant improvements, change of meeting times, why wells were shut off, list of pending projects and amounts owed to G&W for engineering and for a special meeting on November 28, 2108 at 1 p.m.


F. ITEMS FROM STAFF

District Operator Wade Cheek would like to add 3 items to the open session

1. Discussion regarding future staffing plan
2. Discussion and possible action of policy regarding rereads
3. Training for new board members
4. Rules and regulations concerning rereads of meters

G. ADJOURN – 2:36 p.m.

Respectfully submitted,



Erny McDonough, President



Maria Denney, Secretary

Signed this 13th day of December 2018.

These minutes were approved on December 13th, 2018.