MINUTES OF MEETING OF THE BOARD OF DIRECTORS
OF WILLIAMSON-TRAVIS COUNTIES
MUNICIPAL UTILITY DISTRICT #1

October 29, 2020

STATE OF TEXAS §
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COUNTIES OF WILLIAMSON AND TRAVIS §

A special meeting of the Board of Directors of Williamson-Travis Counties Municipal Utility District No. 1 was held at 6:00 p.m. on October 29, 2020 by remote access only in accordance with the March 16, 2020 Order by Governor Abbott temporarily suspending certain requirements of the Texas Open Meetings Act to advance the goal of limiting face-to-face meetings to slow the spread of COVID-19. The meeting was open to the public and notice was given as required by the Texas Open Meetings Act and as modified by the Governor's Order.

The meeting was called to order at 6:04 p.m. and roll was called of the members of the Board, to-wit:

Catherine Franke	-	President
Jana Norton-Ramirez	-	Vice President
Chris Rocco	-	Secretary
Art Medrano	-	Assistant Secretary/Treasurer
Elizabeth Jones	-	Director

All Directors were present, thus constituting a quorum. Also attending the meeting were Kristi Hester, Michael Luft, Makenzi Scales, and Leigh Catlin of Inframark; Bill Flickinger of Willatt & Flickinger; Michael Willet of Touchstone Media; and District residents Stacy Barrett, Usha Divi, Megan Dudo, Linda Fabre, David Flores, Sarah Teale, Matthew Whittington, and Kelly Wrinkle.

Agenda Item 1: *Receive Citizens' Communications*

- Linda Fabre addressed the Board with a public comment. When she began attending Board meeting three years ago, she did not expect to find malfeasance: the Board actively tries to violate resident rights. It is absurd to expect taxpayers to pay for litigation while constituents are faced with more bond debt to defend the Board's bad acts. She says there is no limit to the resolutions or spending the Board will use to defend themselves. To date, $250,000 has been spent to not release open records requests. Public funds are being used for private interests.

  Ms. Fabre addressed the Board regarding Agenda Item 5. She would like to have more information about the scope of the District's liability insurance. The public does not want tax dollars used to defend the Board or the Anderson Mill West Neighborhood Association.

  Ms. Fabre addressed the Board regarding Agenda Item 6. She says a family has been harassed about the visibility of their trash cans from over five years ago. Their bill payments paid for deed violation fines even though they wanted it applied to water payments, and the District has falsified this family's utility records. This family was targeted while others were granted exceptions.

  Ms. Fabre addressed the Board regarding Agenda Item 7, saying that Dir. Zervigon's admission of guilt had a defense that he acted for the good of the community. He should have to pay back legal expenses if he is found guilty, and the burden should not be placed on taxpayers.

  Ms. Fabre addressed the Board regarding Agenda Item 8, asking why the District's liability insurance was not covering the defense of the Board. She does not think the public should have to pay for a legal defense when action was against residents.

Ms. Fabre addressed the Board regarding Agenda Item 9, asking the Board to not waste tax dollars and admit to their wrongdoing to spare the taxpayers.

- Kelly Wrinkle addressed the Board regarding Agenda Item 2. While she does not mind waiving the park fees this year for the Craft Fair, she wants to remind people that although fees will go to charity, the vendors will still make a profit, so it is not really a charity event in that sense.

  Ms. Wrinkle addressed the Board regarding Agenda Item 8. She does not think that taxpayers should be liable to pay legal fees for any Board member or for the Board in general unless they are found innocent. Dir. Zervigon is no longer a board member, and after his move to Louisiana will not be a member of the MUD. Residents should not be required to pay his legal fees.

- Usha Divi addressed the Board with a public comment. She believes the Board should represent the community based on ground rules with boundaries to back up Board action, and the Board should follow those. If a Director goes beyond what they agreed to, any expenses or costs is their decision and should come out of their own pocket.

- Matthew Whittington addressed the Board regarding Agenda Item 8. He says that the MUD has insurance to cover these fees already and wants to know who determines what "good faith" is. Residents have spoken against actions the decision on what good faith actually is.

- Sarah Teale addressed the Board with a public comment. As a resident who pays taxes, she is appalled at how her money is being used. She deems it unthinkable to use public funds to defend the Board's personal bad acts. If pre-existing insurance does not cover them, then they have done something that lies outside of their public office. No insurance will cover the intentional actions of the Board, so they are using a resolution to pay for additional costs. She says that the Board ignores the law and behaves with impunity, and she hopes that her neighbors vote accordingly.

- Dir. Franke closed the public comment portion of the meeting.

- No action was taken on this item.

Agenda Item 2: *Craft Fair in Anderson Mill West Park*

- Dir. Franke discussed the feedback that was received via e-mail and informal surveys on Facebook and Nextdoor regarding the craft fair to be held at Anderson Mill West Park, noting that it was largely positive.

- Mr. Flickinger said that per the current park rules, Board approval is required for the event via a motion. There will be a motion to approve the event and waive the $250.00 annual fee. Ms. Barrett noted that the event is named the Be the Light Craft Fair.

- **Motion: Approve the Be the Light Craft Fair scheduled for December 5, 2020 in Anderson Mill West Park and waive the $250.00 annual fee.**

  Dir. Franke asked how many vendors were expected; Ms. Barrett did not have an exact number but said the event had received a lot of interest and about 60 vendors could be expected. There will be 10 feet between booths, and she is working on a Facebook page for the event. Dir. Franke additionally wants notice of the event to be posted to the HOA and neighborhood association pages, the MUD website, and the MUD Facebook page. Dir. Franke asked Ms. Scales to arrange to have the mobile sign put in place with event details. Dir. Norton Ramirez asked if the pavilion fee would be waived for the event as well.

- **Amended Motion: Approve the Be the Light Craft Fair scheduled for December 5, 2020 in Anderson Mill West Park, waive the $250.00 annual fee, and waive the pavilion fee for this year only.**

  Motion by: Dir. Franke
  Second by: Dir. Jones

  Aye: Dir. Franke
  Dir. Jones
  Dir. Medrano
  Dir. Norton Ramirez
  Dir. Rocco

  Ms. Barrett will coordinate with Ms. Scales about advertising for the Fair.

Agenda Item 3: *First Amendment to the Operation and Maintenance Agreement between the District and Inframark, LLC*

- Ms. Hester explained the changes discussed at the previous Board meeting regarding the Inframark contract amendment. Accounting services will be removed from the Operations and Maintenance contract and instead moved to a separate contract. The District's accountant, Mr. Luft, will remain as the District's accountant but will have additional support from other staff. There will be no change in the amount paid on the contract: $2,500.00 will be deducted from the Operations and Maintenance contract and added to the separate Accounting contract.

- Dir. Franke asked if there were a COLA in this contract; Mr. Flickinger responded that there is, and it is based on same price index. Dir. Franke wanted to clarify that Inframark would continue providing the District's accounting services as she prefers the accounting to be done by the same team providing their other services. Ms. Hester confirmed Inframark' s intent to continue providing accounting services.

- Dir. Rocco indicated that this change is for the better as far as he is concerned: Mr. Luft is provided with additional assistance and there are no material changes.

- Mr. Flickinger noted that the way the amendment had initially been drafted showed some terms and conditions that were not the same as the current contract (e.g. insurance coverage, provisions on payment), so he edited them, and those changes were accepted by Inframark.

- **Motion: Accept the amendment to the Operations and Maintenance contract between the District and Inframark, LLC.**

  Motion by: Dir. Rocco
  Second by: Dir. Medrano

  Aye: Dir. Franke
  Dir. Jones
  Dir. Medrano
  Dir. Norton Ramirez
  Dir. Rocco

Agenda Item 4: *Accounting Services Agreement between the District and Inframark, LLC*

- **Motion: Accept the Accounting Services Agreement between the District and Inframark, LLC.**

  Motion by: Dir. Medrano

Second by: Dir. Rocco

Aye: Dir. Franke
Dir. Jones
Dir. Medrano
Dir. Norton Ramirez
Dir. Rocco

Agenda Item 5: *District Insurance Coverage*

- Ms. Scales is communicating with two insurance companies that will provide quotes for the District; they are currently working to pull those together and they will hopefully be available at the November Board meeting.

- Dir. Franke recommended contacting the Texas Association of Counties because they will provide coverage for lawsuits against public officials, and she hopes they can offer something that will provide better coverage. This will remain an agenda item until the proposals arrive and can be discussed.

- Dir. Norton Ramirez expressed some frustration that a coverage document specifically provided to protect elected officials is not protecting them; she would like all coverage moved to one place that is able to provide the appropriate coverage.

Dir. Franke announced that the Board of Directors will go into closed session for consultation with the District's attorney pursuant to Section 551.071 of the Texas Government Code regarding matters related to Agenda Items 6, 7, 8 and 9. The Board went into closed session at 6:44 p.m.

At 7:56 p.m., Dir. Franke announced that the Board of Directors has concluded its closed session and is returning to open meeting, and that no action was taken during the closed session.

Agenda Item 6: *Cause No. 2SC-20-0338; Bharath Navaneethan and Usha Divi v. Williamson-Travis Counties Municipal Utility District No. 1; In the Justice Court of Williamson County, Texas; Precinct No. 2; Engagement of Special Counsel for Litigation*

- **Motion: Approve the RRS engagement letter.**

Motion by: Dir. Medrano
Second by: Dir. Rocco

Aye: Dir. Franke
Dir. Jones
Dir. Medrano
Dir. Norton Ramirez
Dir. Rocco

Agenda Item 7: *Ethics Commission complaints filed by Sarah Teale; Engagement of Special Counsel to defend such complaints; Payment of costs of defense of such complaints*

- No action was taken on this item.

Agenda Item 8: *Resolution Regarding Payment of Defense Costs for Directors*

- **Motion: Approve the Resolution on Payment of Defense Costs.**

  Motion by: Dir. Medrano
  Second by: Dir. Norton Ramirez

  Aye: Dir. Franke
  Dir. Jones
  Dir. Medrano
  Dir. Norton Ramirez
  Dir. Rocco

Agenda Item 9: *Cause No. D-1-GN-20-003773; Linda Fabre and Matthew Fabre v. Williamson-Travis Counties Municipal Utility District No. 1 and Anderson Mill West Neighborhood Association, Inc.; In the District Court of Travis County, Texas; 53rd Judicial District; Payment of legal fees incurred in connection with this Lawsuit, including possible payment of fees incurred by Defendant, Anderson Mill West Neighborhood Association, Inc.*

- No action was taken on this item.

Agenda Item 10: *Adjournment*

- **Motion: Adjournment of meeting at 8:00 p.m.**

  Motion by: Dir. Rocco
  Second by: Dir. Medrano

  Aye: Dir. Franke
  Dir. Jones
  Dir. Medrano
  Dir. Norton Ramirez
  Dir. Rocco

Linda Fabre

Board of Directors

12.23.2020

Date