

**BANDERA RIVER RANCH WATER SUPPLY CORPORATION  
BOARD MEETING – APRIL 8, 2015**

**DIRECTORS PRESENT WERE:**

Jim Deeter                      Wayne Mauldin                      Ernie DeWinne                      Tom Nate                      Bonnie Tidball

**OTHERS IN ATTENDANCE:**

Joe Ortega                      Karen Antill

The meeting was called to order by the President Tom Nate at 7:10 p.m. April 8, 2015.

**MINUTES:** Each Director read the Minutes of the March 12 & 28, 2015 Board Meetings.

**MOTION:**

Bonnie Tidball made a motion to accept the March 12 & 28, 2015 minutes as presented.

Jim Deeter seconded the motion. - The Board voted unanimously and the motion passed.

**TREASURER REPORT:** Ernie DeWinne presented the balance sheet and profit and loss statements as of February 28, 2015, March 31, 2014 and March 31, 2015.

**MOTION:**

Bonnie Tidball made a motion to accept the treasurers report as presented.

Jim Deeter seconded the motion. - The Board voted unanimously and the motion passed.

**FIELD OPERATIONS:** Joe Ortega advised that they had two (2) leaks for the month and repaired one (1) service line in Unit 1. Joe reported that he installed two new meters in line with the original meter to compare the readings. The Board discussed the water loss being close to 33% each month and will look into ways to cut the water loss

**OFFICE OPERATIONS:** Karen reported that she will be sending out disconnect notices on April 17<sup>th</sup> to be disconnected on April 27<sup>th</sup>.

**CLASS C LICENSE OPERATOR:** Jim Deeter advised that Charlene Greenhill, Joe Ortega and himself have been through all the records for the wells in question and Charlene has prepared a draft letter to send to TCEQ to see if it will satisfy their requirements for the violation on Well #1 and #2.

Jim Deeter advised that we received a letter from the USDA regarding the compliance and security review; they have found our operations to be in compliance.

**OLD BUSINESS:**

**UPDATE ON WELL #5 WELL PROJECT, REVIEW STATUS OF ENGINEERING PHASE:** Jim Deeter advised that he called and spoke with Thonhoff and was advised that the preliminary engineering report should be finished by the end of the month and the plans and specifications should be finished by mid July. Jim advised that the construction should start by December 1<sup>st</sup> and is hoping to cut this timeframe down.

**REVIEW STATUS LOAN DOCUMENTS:** The Board discussed the updates on the loan agreement, escrow agreement and loan documents. Ernie DeWinne advised that Barbara Watson is still working on the loan agreement through their legal department and the parity agreement has been approved. Ernie advised that we have to pass a resolution to authorize THCB to set up an escrow account with signatures to be Tom Nate and Ernie DeWinne.

**MOTION:**

Ernie DeWinne made a motion to pass a resolution to authorize THCB to set up an escrow account with signatures to be Tom Nate and Ernie DeWinne.

Bonnie Tidball seconded the motion. - The Board voted unanimously and the motion passed.

Ernie DeWinne advised that Exhibit D loan agreement approval from TWDB needs to be signed to agree to the loan.

**MOTION:**

Jim Deeter made a motion to adopt a resolution to sign Exhibit D loan agreement from the TWDB.

Ernie DeWinne seconded the motion. - The Board voted unanimously and the motion was passed.

Ernie DeWinne advised that Lydia from Bandera Title is still working with Barbara Watson the attorney in Austin on the draft deed of trust, security agreement and executed title commitment. Ernie advised that Tom Nate has already signed the promissory note.

Ernie advised that the professional services agreement has been signed by Tom Nate.

**MOTION:**

Jim Deeter made a motion to adopt the rate letter of \$300.00 and hour and \$100.00 for the paralegal on the professional service agreement.

Bonnie Tidball seconded the motion. - The Board voted unanimously and the motion passed.

**RECAP OF ANNUAL MEETING AND THANK YOU TO ALL WHO HELPED PREPARE:** Tom Nate advised that he would like a thank you note sent to everyone that helped with the annual meeting and have Jim Deeter sign it as the president at the time for all the hard work for a successful meeting.

**NEW BUSINESS:**

**BY-LAWS UPDATE:** Ernie DeWinne advised that he made the changes to the bylaws that were voted on at the March 28, 2015 annual meeting. Ernie will check to see if the amended bylaws have to be filed with the Secretary of State and Karen will make an office copy and update the internet.

Jim Deeter advised that we purchased a two drawer fire proof file cabinet and would like to see if we could purchase one of the four drawer file cabinets from the DRROA, Wayne Mauldin advised that he will ask the DRROA if they will sell one to the BRRWSC.

Jim Deeter said he would like to see the external hard drive set up as soon as possible so we don't lose any information, Karen will get with Rodney Scharich to see if he can set it up or hire someone to do it. Ernie DeWinne reported that the internet is slow and sometimes we can't do banking, he would like to see the DRROA upgrade to a faster internet since the BRRWSC pays half and it would benefit both companies

**MOTION:**

Bonnie Tidball made a motion to adjourn.

Jim Deeter seconded the motion. - The Board voted unanimously and the meeting was adjourned.