

Holley-Navarre Water System, Inc.  
Special Board Meeting Minutes  
June 1<sup>st</sup>, 2021

Mike Kennedy, Board President, called the meeting to order at 2:00 P.M. The following Board of Directors were present: Mike Kennedy, Mark Miller, Joe Campbell, Bill Thiel and James Dabney. Also present were: Dallas Peavey, Will Dunaway, Jason Montgomery and Chris Bond.

**Administrative**

1. *Board Member Vacancy Appointments:* The special meeting was called to fill two vacant seats currently on the Board of Directors. The vetting process on the three candidates is complete. Director Miller was thanked for spearheading the search for qualified candidates. Each Director received a ballot with the three candidates listed:

Jo Ann Cave  
Don Linnell  
April Salazar

The votes were tabulated. The two candidates with the most votes were selected for appointment. **Bill Thiel motioned to confirm April Salazar and Don Linnell to the HNWS Board of Directors. Joe Campbell seconded.** Other HNWS members who recently showed interest in serving on the Board were thanked and encouraged to participate in the next annual election. **Motion passed unanimously.**

**Joe Campbell motioned to adjourn the special meeting and enter Executive Session. Bill Thiel seconded. Motion passed unanimously.**

The meeting adjourned at 2:10 P.M. and the Executive Session was called to order.

**Executive Session**

2. *Update on Confidential Business Matters:* TCHC business matters including the Board of Managers meeting frequency, administrative changes, ongoing facility updates, and all aspects of the current financial climate were discussed. The importance of maintaining a competitive position in the industry and the requirement of confidentiality was also expressed. A significant portion of the discussion was related to financial decision-making and how often the HNWS Board of Directors receive and review TCHC's financial statements. **Bill Thiel motioned for the Board to receive quarterly reports on TCHC's financials. Joe Campbell seconded.** Discussion continued. **Motion failed. Mark Miller motioned for the Board to receive monthly financial statements and meet quarterly**

**for review and discussion. James Dabney seconded. Motion passed.** The Board was directed to the CEO with any questions on the financials.

**Mark Miller motioned to adjourn the Executive Session. James Dabney seconded. Motion passed.**

The Executive Session adjourned at 3:00 P.M. and the special meeting was called back to order after an error in the voting procedure was discovered. Directors Mike Kennedy, Mark Miller, Bill Thiel, James Dabney and Joe Campbell (via telephone) were present. Per legal counsel's recommendation **Mark Miller motioned to rescind the prior vote appointing the two replacement Board members. Bill Thiel seconded. Motion passed unanimously. Bill Thiel motioned to appoint Jo Ann Cave and Don Linnell to the HNWS Board of Directors. Motion Passed.**

The action taken during the Executive Session will be corrected during the next HNWS regular monthly meeting in June.

**Mark Miller motioned to adjourn. Bill Thiel seconded. Motion passed.**

Meeting adjourned 3:10 P.M.

  
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Bill Thiel Secretary/Treasurer