

Holley-Navarre Water System, Inc.

Regular Board Meeting Minutes

July 19, 2022

Joe Campbell, Board President, called the meeting to order at 6:00 P.M. The following Board of Directors were present: Joe Campbell, Mark Miller, Bill Thiel, Mike Kennedy, and Don Linnell. James Dabney and Daryl Lynchard was absent. Also present were Dallas Peavey Jr., Will Dunaway, Ty Campbell, Clinton Wells, Amber Bucholtz, Tisha Watkins, and Emerald McDaniel.

Approval of Minutes and Transcripts: Mike Kennedy made a motion to approve May 17 transcripts and June 21 regular meeting minutes and transcripts and the June 22 closed executive session redacted minutes. Don Linnell seconded. All approved except Mark Miller since he has not had a chance to read the minutes and transcripts.

Approval of Membership Certificates

There were 379 new memberships, 366 cancelled, and 3 transferred for June 2022. **Mike Kennedy motioned to approve the June memberships. Don Linnell seconded. Motion passed unanimously**

Unfinished Business

“Legal Report”: Legal updated the board on discussions they have had with landowners concerning the easements. Legal advised once we receive the lease agreement steps can be made to obtain the easements.

“Member Services – Pool Fill Sewer Adjustment”: Staff discussed pool fill sewer adjustments given to date per board action. The Board asked staff how much time is spent on giving adjustments. Staff explained the process and time spent.

New Business

Finance – Review of May 2022 Financials: Staff presented May 2022 financial statements and explained line items and amounts. Bill Thiel requested the CEO and staff to look at timely submission of expense reports. Mark Miller asked staff about the pension contribution and YTD summary and staff explained in depth. **Bill Thiel made a motion to approve May 2022 financials as presented. Don Linnell seconded. Motion passed unanimously.**

Finance Committee Updates: Director Linnell informed the Board that the new pump truck is in, and the bill has been paid, he also discussed the new forecast going into the year will be completed and looking forward to seeing that. President Campbell discussed the spray field cost and who should pay it. He reminded the Board that they have voted on HNWS to pay for all spray field costs but he made it clear HNWS is not paying for golf course operational fees.

Organizational Resources: Mr. Jarod Cross reported to staff that he has been working with a third-party HR company to review HNWS compliance, employee handbook, processes, and procedures. Mr. Cross discussed potential changes that will be brought to the board in August. President Campbell discussed the termination policy and asked for an explanation. Mr. Cross stated they typically follow the letter of the law, and each case is unique but our company’s standard is that all employees will receive a letter explaining termination. President Campbell

requested the details of the process including how many people, what is done, and where the termination is held and gave examples of a of five people being present during a termination. He also asked what HR's best practice is. Mr. Cross explained that if it was a situation involving several managers all involved would be in attendance. President Campbell asked for expansion of explanation of the process. Dr. Peavey suggested we would get the third-party HR company to make recommendations. President Campbell then discussed the "whistle blower policy" where an employee comes to the Board with a grievance, so they shouldn't be terminated for that. CEO suggests the third-party HR company to make recommendations for this policy.

Board of Directors: - Board Code of Conduct Policy: President Campbell discussed the updates discussed in the Executive session. Item G states to avoid the perception of conflict of interest or favoritism all board members will be treated administratively like any other water system member including being adhered to system policies in the day-to-day system processes and practices. **Mike Kennedy made a motion to approve the changes to the resolution of confidentiality and code of conduct for board and committee members. Don Linnell seconded. Motion approved unanimously.**

Member Service – Tampering & Illegal Connection Policy: Staff discussed lack of a policy process in cases of tampering and illegal connections. Staff and legal worked together for recommendations presented and procedures for the Board to review. Staff and board discussed at length. **Mike Kennedy made a motion to approve the Tampering & Illegal Connection Policy as presented. Bill Thiel seconded. Mark Miller stated he would rather have a full board before approving. Board discussed. Motion passed unanimously.**

Engineering

Monthly Operations Report. Staff reported and answered question on the monthly operations report. Staff discussed the water loss report with the Board.

Member Forum

Ms. Sonia Negley 7294 Brevard St: Member discussed the easement at the rear of her property which has a sewer and manhole access. Member asked to see the legal easement and she also stated there is damage to her property when her neighbor's fence was removed. President Campbell advised Ms. Negley to compile her complaints and send to the Board to review.

Additional:

Board President, Joe Campbell, announced a follow up Executive Session meeting June 28th, 2022, at 6:00 PM.

Mark Miller discussed issues with the Board emails. Staff advised the Board that issues were resolved.

Board President, Joe Campbell, announced the next board meeting is on August 16, 2022.

Action Items:

1. Organizational Resources staff will work with third party Human Resources company to update Employee Handbook and bring recommendations of a possible termination policy and whistle blower policy.

Mike Kennedy motioned to adjourn. Don Linnell seconded. Motion passed unanimously.

Meeting adjourned at 7:09 P.M.

William E. Thiel

Bill Thiel, Secretary/Treasurer