

**MINUTES OF THE SPECIAL SESSION  
TWSD BOARD OF DIRECTORS  
TUESDAY, JUNE 30<sup>TH</sup>, 2009 4:00PM**

Present for the meeting were Chairman Arden Schug, Vice Chairman (VC) Burt Rubinowitz, Treasurer Joe Mainello and GM Martin Moore. Virgil Beagles attended telephonically until the beginning of the executive session when he dropped off and Attorney Kelley Cassel joined the executive session telephonically.

**AGENDA APPROVAL:**

**Motion:** VC Rubinowitz "Accept the agenda as read".

**Second:** Joe Mainello. All Approved.

**1. Souder Miller Contract**

**Statement:** GM Moore read from the contract dated Nov 16<sup>th</sup>, 2005, "Souder Miller Associates agrees to perform certain services for the client (TWSD) from time to time". The contract has no specific expiration date but cannot extend beyond 4 years according to state statute. There is an out clause "This agreement may be terminated by either party upon 7 days written notice in the event of substantial failure by the other party to perform in accordance with the terms hereof and Souder Miller shall be paid for services performed prior to the termination date". He said we did not owe them anything at this time. Chairman Schug stated they wanted \$5000 to come here to attend a prebid contract meeting to provide advice and revision, if necessary, on the main street project. He felt that was exorbitant and not in the spirit of the contract for someone who had already done the drawings for us.

**Motion:** Joe Mainello "Terminate the contract with Souder Miller"

**Second:** VC Rubinowitz. All approved.

**Discussion:** Chairman Schug stated Livingston had agreed to provide the advice we needed on this project. Virgil Beagles asked at what price? Chairman Schug said it would be included in the \$50,000 already allocated to them. He requested GM Moore to prepare a letter to Souder Miller terminating the contract as discussed.

**2. Swimming Pool Skimmers**

**Statement:** Chairman Schug said the contract did specify replacement of the skimmers and Advanced pools were on the hook for that.

**Motion:** Joe Mainello "Direct the General Manager to get with the Construction Industries Division, Otero county and Advanced Pools to insure compliance with applicable codes and contractor adherence to the contract".

**Second:** Burt Rubinowitz. All approved.

**Addendum to the Motion:** VC Rubinowitz "and insure that Timberon is covered on the liability and workman's comp insurance".

**Second:** Virgil Beagles. Unanimously approved.

**Discussion:** Virgil Beagles wanted it to be known that rumors are being started the he is legally obstructing completion of the pool and nothing could be further from the truth. Chairman Schug said he would allow time at the next meeting for Mr. Beagles to make his position clear to the public. Virgil Beagles expressed concern about the other contracts and inspections involved with this project and GM Moore said he would run them to ground. GM Moore explained it had taken 3 or 4 weeks to get documents out of the county and that the county was the fiscal agent on this and we needed to have dual/identical records with the county.

**3. Update Signature Cards**

**Statement:** GM Moore said all the banks want a brand new sheet of signatures from everyone. He could not get into the safety deposit box to verify what was in it without the new signature card.

**Motion:** Virgil Beagles “Have the Chairman, Vice Chairman, Treasurer and General Manger put on the signature list”

**Second:** Joe Mainello. All approved.

**Motion:** Virgil Beagles “Get an inventory of the safety deposit box and present it at the next meeting”.

**Seconded:** Joe Mainello. All approved.

**Discussion:** None.

**4. Update of FEMA, Drug Testing and Federal Election Lawsuits (Executive Session)**

**4:45PM – The Board entered Executive Session.**

**5:45PM – The Board ended Executive Session.**

**Motion:** Joe Mainello “Come out of executive session”.

**Second:** Burt Rubinowitz. All approved.

**Discussion:** Chairman Schug said that as stated in the agenda they had received an update on the FEMA, drug testing and the federal election lawsuits and no decisions were made.

**Meeting Adjourned at 5:46PM on a motion from Burt Rubinowitz and second by Joe Mainello.**

**Submitted by Secretary Charlie Ross**

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**Approved by Chairman Arden Schug**

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**Date**