# Special Meeting of Board of Directors Agenda

**Northpark Water Supply Corporation**
**276 CR 432 Dayton, TX 77535**
**August 18, 2026 @ 10am , 8704 FM 1409 Dayton, TX 77535**

1. **Call Meeting to Order**
2. **Establish a Quorum**
3. **Public Forum (3 minutes) Texas Government Code 551.007**
4. **Executive Session: Adjournment of Closed Session: The Board of Directors may, upon lawful notice to the public, meet in executive session when permitted for purposes as provided for in the Open Meetings Act Government Code Chapter 551.**
   a. **Texas Government Code Section 551.074- Personnel Matters: Deliberation of employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee.**
   b. **Texas Government Code Section 551.071. Consultations with Attorney Regarding Possible Litigation.**
   c. **Texas Government Code Section 551.076. Deliberations Regarding Security Devices or Security Equipment to protect the integrity of confidential information of the service community against confidentiality breach.**
   d. **Texas Government Code Section 551.072. Deliberations about Real Property: Deliberate the purchase, exchange, lease, or value of real property**

**I.) Executive Session**: An Executive Session will occur regarding that the Board may convene into executive session as authorized by Chapter 551 of the Texas Government Code to discuss matters involving consultation with legal counsel, personnel, or sensitive financial issues.

**II.) Executive Session:** An Executive Session will occur regarding that the Board may enter Executive Session under Texas Government Code §551.071 and §551.076 to consult with legal counsel regarding potential legal implications, misrepresentation, or other sensitive matters related to unauthorized meetings.

**5. Return of Open Session**

**AGENDA ITEMS**

1. **Discussion and action on How Mass Resignation Triggered Emergency Meeting**
   Supporting Documentation:
   a.) Bylaws Article VII — Emergency meetings permitted when authorized by TOMA.
   b.) Bylaws Article IV, Section 1 — Board must fill vacancies immediately to restore quorum.
   Purpose: Document legal justification for emergency meeting and actions taken
2. **Discussion and action on TRWA Legal Guidance & Authority to Advise Chapter 67 Water Boards**
   Supporting Documentation:
   a.) TRWA is a statewide qualified entity providing legal and governance guidance to Chapter 67 Water Supply Corporations.
   b.) Bylaws Article V, Section 5 — Directors may rely on professional advice from legal counsel or qualified experts.
   Purpose: Formally acknowledge TRWA's authority to advise on Chapter 67, TOMA, PIA, and board operations.Document reliance on TRWA legal guidance for governance compliance.

3. **Discussion and Action — Resignation Effective Date & Return of Corporate Records (Former Secretary Angie Massey & Tere Brenner)**
   a.) The Board will discuss the resignation submitted by former Secretary Angie Massey, delivered on August 4, 2026 via her official Northpark WSC board email account and Tere Brenner on May 30, 2026.
   b.) The Board will also discuss the requirement under Chapter 67 and nonprofit corporate governance standards that all materials created by the Secretary in the course of their duties are corporate records and the return of corporate records.

**Executive Session**: An Executive Session will occur regarding that the Board may convene into executive session as authorized by Chapter 551 of the Texas Government Code to discuss matters involving consultation with legal counsel, personnel, or sensitive financial issues.

4. **Discussion and action to Restore the Combined Secretary-Treasurer Position**
   Supporting Documentation:
   a.)Bylaws Article III — Defines one combined officer position: Secretary-Treasurer.
   b.) Bylaws Article IV, Section 1 — Board elects Secretary-Treasurer as a single role.
   Purpose: Re-establish the officer structure exactly as written in the bylaws before filling the Vacancy.

5. **Discussion and action on Election to Fill the Secretary-Treasurer Vacancy**
   Supporting Documentation:
   a.) Bylaws Article IV, Section 1 — Board must appoint a successor after resignation.
   b.) Bylaws Article III — Secretary-Treasurer holds custody of records, funds, minutes, and Seal.
   Purpose: Elect a new Secretary-Treasurer to restore full officer functionality.

6. **Discussion and action on the adoption of Resolution 2026-009 Member Eligibility**
   a.)Adoption of Resolution Establishing Member Eligibility Requirements for Governance Participation.
   b.)The Board will consider and take possible action on a Resolution formally defining eligibility requirements for Membership and governance participation under the Corporation's Bylaws and Tariff.
   Purpose: Determining eligibility criteria for serving on the Board of Directors; eligibility criteria for voting in Serving Community elections; eligibility criteria for signing petitions under Article IV; identification of individuals not eligible for governance participation; certification authority of executive officers regarding completed Applications for Service Requirements for record property ownership and compliance with all Tariff conditions; Directive to executive officers to enforce eligibility standards and maintain accurate Membership rolls ; Action may include adoption of the Resolution as presented or adoption with amendments

7. **Discussion and action on adoption of Board Resolution 2026-010 Declaring Certain Concealed Transactions Unauthorized and Void; Direction to Officers Regarding Disclosure, Accounting, and Notification; and All Matters Related Thereto.**
   Purpose: The Board of Directors will consider and take action on a proposed Board Resolution ("Resolution") 2026-010 declaring that certain financial transactions, contractual commitments, disbursements of corporate funds, and/or other legally binding actions were undertaken on behalf of the Corporation without prior Board authorization, without disclosure to the full Board, and without being reflected in duly adopted Board meeting minutes.

8. **Discussion and action on Resolution 2026-011 regarding policy and Law on Member Requests for Meetings and Action**
   Supporting Documentation:
   a.)Bylaws Article VII — Only the President or majority of the Board may call meetings. Members may request meetings but cannot set date/time/place.

9. **Discussion and action on Resolution 2026-012 regarding Officer and Director Authority: Actions Permitted Without a Board Vote and a guide to assist board of directors.**
   Purpose: To establish clear, written guidelines identifying which actions individual officers and directors of Northpark Water Supply Corporation ("Corporation") may take on their own authority, and which actions require a formal vote of the full Board of Directors ("Board").

10. **Discussion and action on Applications Incomplete Under Tariff Requirements & Validation of Voting and Petition Signing**

Supporting Documentation:

a.) Bylaws Article X, Section 1 — Membership requires compliance with service conditions.

b.)Bylaws Article XI — Voting eligibility tied to appraisal district records.

11. **Discussion and Action on Advancing the Investigation into Potential Misappropriation of Corporate Funds by Former Board Directors**

Purpose: The Board of Directors will discuss and take possible action on matters related to the ongoing investigation into potential misappropriation of corporate funds by individuals who previously served as Directors of the Corporation. Discussion may include: Review of documented financial irregularities and previously identified unauthorized transactions; Status update on the investigation, to the extent permitted; Direction to officers regarding cooperation with investigators and preservation of records; Consideration of next procedural steps under Chapter 67 and the Corporation's Bylaws; Possible actions to protect the Corporation's financial integrity and ensure compliance.

No names will be discussed in the open session. Any confidential or legally sensitive matters may be addressed in executive session as permitted by law.

**Executive Session**: An Executive Session will occur regarding that the Board may convene into executive session as authorized by Chapter 551 of the Texas Government Code to discuss matters involving consultation with legal counsel, personnel, or sensitive financial issues.

12. **Discussion and Action on Unauthorized Community Meetings. The Board will discuss and take possible action regarding unauthorized meetings posted or announced by community members.**

Purpose: Clarifying that such meetings are not official meetings of the Corporation; addressing any misrepresentation of corporate authority; Determining whether a public clarification notice is required; Directing officers to issue appropriate member communication; Documenting unauthorized actions for the corporate record.

**Executive Session:** An Executive Session will occur regarding that the Board may enter Executive Session under Texas Government Code §551.071 and §551.076 to consult with legal counsel regarding potential legal implications, misrepresentation, or other sensitive matters related to unauthorized meetings.

13. **Discussion and action on scheduling a Community Q&A Session and Authorizing Related Expenditures**

The Board will discuss and take possible action on scheduling a future Community Q&A Session for Members of the Corporation. Discussion may include the purpose and scope of the session, proposed date, time, and location, posting requirements, and approval of any related expenditures such as venue costs, materials, staff time, and public notice. Action may be taken to formally schedule the event and authorize necessary expenditures.

14. **Discussion and action to appoint a qualified individual to fill a vacant Director position on the Board of Directors, pursuant to the Northpark Water Supply Corporation Bylaws and Texas Business Organizations Code §22.211 (vacancy appointments).**

5. **Closing of Agenda Items**
6. **Recognition of items for the next scheduled meeting.**
7. **Adjourn Meeting**

President Signature

8-12-26

Date

1830

Time