

MINUTES

UPPER TRINITY CONSERVATION TRUST MEETING OF THE BOARD OF TRUSTEES

JULY 14, 2010

REGULAR SESSION BOARD MEETING:

1. Call to Order by Temporary Chair, Kevin Mercer, President of Upper Trinity Regional Water District.

The Board of Trustees of the Upper Trinity Conservation Trust convened with Kevin Mercer, President of Upper Trinity Regional Water District, presiding at 10:25 A.M. on Wednesday, July 14, 2010 at the UTRWD Conference Room, 900 N. Kealy, Lewisville, TX 75057.

2. Certification of quorum and confirmation that notice of the meeting was duly posted pursuant to Texas Government Code, Chapter 551.

A quorum was present for the meeting. Notice of this meeting was posted on July 9, 2010 at the Upper Trinity office, and with the Denton County Clerk's office.

Trustees in Attendance:

Linda Williams, Place 1
Janet Aune, Place 2
Bruce Arledge, Place 3
Jerry Lane, Place 4
Owen Yost, Place 5
Thomas Muir, Place 6
Trent Lewis, Place 7
Ken Dickson, Place 8
Don Hill, Place 9

Trustees Absent:

None.

Staff & Advisors of Upper Trinity Regional Water District in Attendance:

Kevin Mercer, President of Upper Trinity Regional Water District
Thomas E. Taylor, Executive Director
Jason Pierce, Manager, Manager / Contract Services
Nancy Tam, Assistant to Executive Director
Brenda Scott, Sr. Executive Secretary
Matthew Boyle, representing John Boyle, General Counsel of UTRWD

3. Pledge of Allegiance and Invocation.

Trent Lewis led the Pledge of Allegiance.

Thomas E. Taylor led the invocation.

4. Oath of Office for Trustees.

Judge Mary Horn administered the Oath of Office to the following Trustees during Upper Trinity's Members Breakfast, which was held just prior to the Conservation Trust Board Meeting:

Linda Williams	Janet Aune	Bruce Arledge
Jerry Lane	Owen Yost	Thomas Muir
Trent Lewis	Don Hill	

President Kevin Mercer administered the Oath of Office to Ken Dickson.

5. Receive completed and accepted Certificate of Formation for the Upper Trinity Conservation Trust.

The Certificate of Formation was approved and notification received from the Secretary of State.

Thomas Muir made a motion to accept the Certificate of Formation for the Upper Trinity Conservation Trust. Seconded by Linda Williams. The votes were unanimous. Motion carried.

6. Conduct drawing to determine initial terms of office for Trustees in Places 4 through 9 (one, two and three-year terms).

The Trustees drew lots to determine the initial terms of office for Places 4 through 9. According to the Certificate of Formation, Places 1 through 3 were assigned 1, 2 and 3 year terms respectively.

Following are the initial terms of office as determined by drawing lots:

Place 4 - Jerry Lane – 2 years
Place 5 - Owen Yost – 1 year
Place 6 - Thomas Muir – 1 year
Place 7 - Trent Lewis – 3 years
Place 8 - Ken Dickson – 3 years
Place 9 - Don Hill – 2 years

7. Receive report from Nominating Committee and conduct election of Officers for the year beginning June 1, 2010.

The Nominating Committee (comprised of Ken Dickson, Janet Aune and Thomas E Taylor) met earlier and reported the following recommendation for the 2010 Officers:

President:	Trent Lewis
Vice President:	Thomas Muir
Secretary-Treasurer:	Linda Williams

Ken Dickson made a motion to approve the recommendation of the Nominating Committee for 2010 Officers of the Trust. Seconded by Owen Yost. The votes were unanimous. Motion carried.

The chair was then turned over to newly elected President of the Board of Trustees, Trent Lewis, who assumed leadership of the meeting. The Nominating Committee was thanked for its work and was dismissed.

8. Adopt minutes of June 16, 2010 Organizational Board Meeting.

Janet Aune made a motion to approve the minutes of the June 16, 2010 organizational meeting. Seconded by Linda Williams. The votes were unanimous. Motion carried.

9. Consider adoption of proposed Bylaws for the Trust.

A brief discussion was held by the Trustees.

The office of Secretary/Treasurer was discussed. Taylor indicated that, according to the Bylaws, this office does not have to be held by a Trustee. However, it is customary to elect a Trustee as the Secretary/Treasurer, and to appoint a staff person as "Assistant Secretary" to assist with minutes and other records of the Trust.

Taylor indicated that the Bylaws can be amended by a majority vote of all Trustees if a change is needed - - subject to approval by the Upper Trinity Board of Directors.

Janet Aune made a motion to adopt the Bylaws as presented. Seconded by Bruce Arledge. The votes were unanimous. Motion carried.

10. Discuss proposed Budget for FY2011 and take appropriate action.

The Trustees discussed possible items to include in this years budget - - marketing material, meeting costs, etc. It was noted that since the budget is being adopted and submitted to Upper Trinity so soon after the creation of the Trust, there is no track record; therefore it was discussed that the budget may need to be amended at mid-year.

Bruce Arledge made a motion to adopt the proposed budget as submitted. Seconded by Owen Yost. The votes were unanimous. Motion carried.

The adopted budget will be forwarded to Upper Trinity Board of Directors for incorporation into its operating budget.

11. Discuss watershed protection studies (Pilot Study and Lewisville Lake Watershed) previously completed by the District.

Pierce briefed the Board about the two watershed protection studies previously conducted by Upper Trinity. The Northeast Denton County Pilot Watershed study prioritized riparian corridors, based on certain criteria that should be preserved and protected. The Lewisville Lake Watershed expanded the Pilot study to include all of Lewisville Lake watershed. Maps of the Northeast Denton County Pilot Watershed and the Lewisville Lake watershed were distributed to the Trustees.

Mercer invited the Trust to tour Lantana's watershed protection areas, which are vital riparian zones within the master planned Community. The riparian lands are used for major sewer trunk lines, hike and bike paths and other amenities - - but buildings are not allowed.

No action by the Trustees - - this was a discussion item only.

12. Confirm Date, Time and Location of August meeting; consider holding future meetings at different District facilities.

The next Trust meeting will be August 12 - - probably offsite at Lantana. Staff will coordinate with the Trustees about time and location prior to the scheduled meeting.

13. Other Discussion Items:

- A. Reimbursement for eligible expenses incurred by Trustees.

Staff discussed that Trustees, according to the Bylaws, can be reimbursed for reasonable expenses while performing their duties as a Trustee. "Reasonable Expenses" are reimbursable when incurred on behalf of the Trust, in the discharge of official duties such as committee and officer meetings, official Board functions (excluding regular Board meetings), and travel related costs on authorized Trust business. A reimbursement form for use by the Trustees will be distributed at the August meeting.

- B. Ideas for an informational brochure about the Trust.

Staff will prepare a preliminary draft of a brochure about the purpose of the Trust for discussion at the August meeting. Lewis encouraged Trustees to do research, attend educational seminars, and learn about tax benefits for landowners.

14. Review future agenda items, activities and announcements for future Board Meeting.

Suggestions for future agenda items include:

- A. Begin educating Trustees on various aspects of operating a Trust, including the legal and tax aspects.
- B. Discuss possibility of having an informative spot on Upper Trinity's website about the Trust.

15. Visitor comments.

None.

16. Adjournment.

Trent Lewis made a motion to adjourn the meeting. Seconded by Janet Aune.
The meeting was adjourned at 12 Noon.

Recorded By:



Brenda Scott, Sr. Executive Secretary
Upper Trinity Regional Water District

Certified By:



Linda Williams, Secretary / Treasurer
Upper Trinity Conservation Trust