

## **Texas Emergency Services Retirement System**

Board Meeting Minutes

August 29, 2024 8:30 a.m.

Cambria Hotel Austin Airport

7800 E. Ben White Blvd., Austin, TX 78741

---

### **Members Present:**

Pilar Rodriguez, Chairman  
Jerry Romero, Vice Chair  
Edward Keenan, Secretary  
Matthew Glaves, Trustee  
Rod Ryalls, Trustee  
Nathan Douglas, Trustee  
Rupal Chaudhari, Trustee  
Brian Smith, Trustee  
Brad Landi, Trustee (Via, Zoom)

### **Members Absent:**

None

### **Staff and Others Present:**

Jessica O'Brien, Executive Director, TESRS  
Michael Villanueva, Executive Assistant, TESRS  
Krystyn Garcia, Contract Manager, TESRS  
Scott Miller, Director of Compliance and Marketing, TESRS  
Brent Zunker, Benefits Specialist, TESRS  
Rosalind Hunt, Assistant Attorney General, OAG  
Rebecca Morris, Rudd & Wisdom, Inc.  
Jon Breth, Mariner Consulting L.L.C.  
A.J. Weber, Lauterbach & Amen, L.L.P. (Via Zoom)  
Lindsey Rappeport, Lauterbach & Amen, L.L.P. (Via Zoom)

Chairman Rodriguez called the meeting to order at 8:30 a.m.

### **1) Roll Call and Excuse of Board Member Absences**

Michael Villanueva, Executive Assistant, called the roll. Nine board members were present. Chairman Rodriguez announced that a quorum of the board was present.

### **2) Invitation for Public Comment**

Chairman Rodriguez called for public comment. No public comments were made.

No action was taken on this agenda item.

### **3) Approval of Minutes for May 16, 2024 Meetings**

Trustee Glaves moved to adopt the minutes for May 16, 2024 as presented. The motion was seconded by Vice Chairman Rodriguez and unanimously passed by the board.

#### **4) Investment Committee**

##### **A. Investment Consultant Report on Investment Performance**

Jon Breth, CFP from Mariner Consulting L.L.C., attended the meeting to present his report entitled International Value Manager Review for the Quarter Ending June 30, 2024 to the board. Mr. Breth report included a brief overview of the investment committee meeting held this quarter, which included a performance review up to June 30, 2024. The committee focused on two asset classes for potential new investment managers: the US small mid-value allocation, currently managed by Clarkston Capital, and the international value allocation.

The committee decided to eliminate two investment managers: Oakmark International Fund and AllSpring Emerging Markets Fund. The funds from these eliminations were reallocated to the Fidelity Total International Index Fund. Additionally, the committee reviewed candidates within the international value space.

No Action was taken regarding the agenda item.

##### **B. Investment Performance Report for the Quarter Ending June 30, 2024**

Mr. Breth presented his report entitled Investment Consultant Report on Investment Performance and Investment Performance Report for the Quarter Ending June 30, 2024. Mr. Breth report included an overview of the market environment and economy, domestic and international equities, fixed income, and market themes.

Chairman Rodriguez called for a motion based upon the recommendation of the investment committee to liquidate to liquidate the Clarkston SMID and invest the proceeds of the liquidation into the DFA Small Cap Value Fund.

Vice Chairman Romero motion to approve the liquidation of Clarkston SMID and invest the proceeds of the liquidation into the DFA Small Cap Value Fund. The motion was second by Trustee Chaudhari and unanimously passed by the board.

Chairman Rodriguez called for a second motion based upon the recommendation of the investment committee to add the DFA international Value Fund to the International Equity Allocation. With the addition of DFA the portfolio will be adjusted to invest 1/3<sup>rd</sup> in DFA International Value and 1/3<sup>rd</sup> in Fidelity Total International Index Fund.

Vice Chairman Romero motion to approve adding DFA international Value Fund to the International Equity Allocation with the addition of DFA, the portfolio will be adjusted to invest 1/3<sup>rd</sup> in DFA International Value and 1/3<sup>rd</sup> in Fidelity Total International Index Fund. The motion was second by Secretary Keenan and unanimously passed by the board.

**C. Investment Manager Watch List Report**

Mr. Breth presented the Investment Manager Watch List Report. Mr. Breth and the Investment Committee recommend to the board at the last board meeting to place Clarkson Partners Fund and Garcia Hamilton on the watch list.

Mr. Breth stated that Clarkson Partners Fund and Garcia Hamilton will continue to stay on the watch list. This will give the investment committee time to review the performance of Garcia and Clarkson to see if any improvement or changes will happen.

**D. Written Investment Policy and Asset Allocation**

Mr. Breth provided an update on the Written Investment Policy and Asset Allocation. Mr. Breth wanted remind the board that the recent changes were approved in the first quarter and currently we don't have any further changes right now.

No Action was taken regarding the agenda item.

**5) Financial Budget Report**

**A. FY2024 Non-Appropriated Budget and Expenditures**

**B. FY2024 Appropriated Budget and Expenditures**

**C. FY 2025 Appropriated Budget Adoption**

**D. FY2025 Non-Appropriated Budget Adoption**

**E. Cash Flow Projection**

A.J. Weber and Lindsey Rappeport, Lauterbach & Amen, L.L.P. via Zoom presented information regarding the FY 2024 Non-Appropriated Fund Budget and Expenditures, FY 2024 Appropriated Budget and Expenditures, FY2025 Appropriated Budget Adoption, FY 2025 Non-Appropriated Budget Adoption and Cash Flow Projection.

Chairman Rodriguez called for a motion that the Board adopt the FY2025 Appropriated Budget as presented today in an amount not to exceed \$815,413.00.

Vice Chairman Romero motion to adopt the FY2025 Appropriated Budget as presented today. The motion was second by Trustee Glaves and unanimously passed by the board.

Chairman Rodriguez called for a second motion that the Board adopt the FY2025 Non-Appropriated Budget as presented today in an amount not to exceed \$1,038,640.00.

Vice Chairman Romero motion to adopt the FY2025 Non-Appropriated Budget as presented today. The motion was second by Trustee Glaves and unanimously passed by the board.

## **6) Administration Actuarial Committee Report**

### **A. Legislative Appropriations Request (LAR)**

Jessica O'Brien, Executive Director, presented the Legislative Appropriations Request (LAR) for Fiscal Years 2026 and 2027 to the Board. Ms. O'Brien informed the Board that the LAR was submitted on August 15, 2024, to the Legislative Budget Board. She explained the LAR process and the requests included, such as the summary of requests, strategy requests, exceptional item requests, capital budget, and supporting schedules.

Ms. O'Brien stated that some changes had to be made to the LAR, including adding \$21,000 to the general revenue. The second request was to add capital budget expenditures related to our exceptional item request regarding the Department of Information Resources' Texas data shared services. The agency is looking to move our cloud services into the Texas data services, as required by legislation from the Texas Department of Information Resources (DIR), which oversees information technology for all state agencies.

Ms. O'Brien explained that in the previous legislative session, DIR had blocked funds for both small and large agencies to use for migration and to help alleviate some costs for state agencies. She mentioned that she had requested those funds in the DIR LAR request. The estimated exceptional item request is for \$1.2 million over five years to maintain our agency servers in the new cloud environment. Another exceptional item requested includes additional staff, backfilling positions, and staff wages for cost-of-living adjustments.

For technical recruiting, we are asking for \$315,000 to provide additional staff due to the increased workload, which has grown from 241 departments to 253. This increase has led to more activity and travel for the team. Ms. O'Brien also stated that they have requested an increase in the executive director position to align with other state agencies. Additionally, the agency has requested one-third of contributions per government code of 2.5% for the biennium for the Volunteer Fire Department Assistance Program.

With all our exceptional item requests for appropriated funds 001, we are asking for \$1.6 million to cover this request. Ms. O'Brien's main goal for the LAR request was recruitment and information technology services

No Action was taken regarding the agenda item.

### **B. Board Select Vender(s) and Award Contract(s)**

- i. Investment Master Custodian Services**
- ii. Investment Accounting & Financial Reporting**
- iii. Outside Legal Counsel/Member Services**
- iv. Outside Legal Counsel/Investment**

Krystyn Garcia, Contract Manager, presented information regarding the board's selection of vendors and the award of contracts for Investment Master Custodian Services, Investment Accounting & Financial Reporting, Outside Legal Counsel – Member Services, and Outside Legal Counsel – Investment. Ms. Garcia explained that the solicitation process for the expiring contracts in FY24 had been completed. The members of the Administration and Actuarial Committee conducted interviews and reviewed responses from the four finalists.

Ms. Garcia stated that the finalist for Investment Master Custodian Services Accounting and Financial Reporting Services is BOK Financial, L.L.P. BOK Financial was chosen due to our established relationship with them and their history of providing excellent service to the agency. They will provide a list of users with access to the TESRS account, allowing us to monitor who has access, such as state agency employees or investment managers.

For Outside Legal Counsel – Member Services and Investment, the finalist is Jackson Walker, L.L.P. This firm has also been selected due to our established relationship and their familiarity with our public pension system. Jackson Walker possesses knowledge of fiduciary standards under federal and state laws, including the Employment Retirement Income Security Act.

The finalist for Investment Accounting & Financial Reporting is Lauterbach & Amen, L.L.P. They were selected because of our established relationship with them, as they have consistently provided excellent service to the agency. service to the agency and they are very familiar with TESRS accounting process.

Chairman Rodriguez called for a motion that the Board move to pursuant to Texas Government Code 2155.148 to select BOK Financial, L.L.P. for contract award for the performance of Investment Master Custodian Services Accounting and Financial Reporting Services, Jackson Walker, L.L.P. for contract award for the performance of Outside Legal Counsel Services for Members Services and Investments, Lauterbach & Amen, L.L.P. for contract award for the performance of Investment Accounting and Financial Reporting Services, and to authorize staff to take any and all actions necessary to execute an agreement on behalf of the board.

Trustee Keenan motion to approve the contract awarded to BOK Financial, L.L.P, Jackson Walker, L.L.P., Lauterbach & Amen, L.L.P. and to authorize staff to take any and all actions necessary to execute the agreement on behalf of the board. The motion was second by Trustee Glaves and unanimously passed by the board.

The board took a break at 9:45 a.m. and Board reconvened at 10:08 a.m.

**C. Board Evaluations of Vendor Performance and Results**

- i. **BOK Financial L.L.P., Lauterbach & Amen, L.L.P., Jackson Walker, L.L.P., Weaver and Tidwell, L.L.P., Rudd & Wisdom, Inc., Marnier, L.L.C. and CBIZ Risk & Advisory Services, L.L.C.**

Jessica O'Brien, Executive Director, presented the Board Evaluation of Vendor Performance and Results to the Board. Ms. O'Brien informed the Board that they were sent a Survey Monkey link to complete the evaluations of vendor performance. This survey is conducted annually to assess each vendor's performance. She noted that 7 out of 9 trustees completed the survey.

Ms. O'Brien discussed the questions included in the survey. The first question asked, "How do you rate the printed reports provided by the vendor to the Board?" The second question inquired, "How do you rate the presentations made by the vendor to the Board?" The third question asked for overall satisfaction with the vendor, while the final question asked, "Do you feel the services provided by the vendor during FY 2024 were of good value?"

Ms. O'Brien provided the results for each question, indicating that the overall performance was rated as excellent.

No Action was taken regarding the agenda item.

#### **D. Approval to Adopt Actuarial Assumptions**

Rebecca Morris, Rudd & Wisdom, Inc, presented to the Board with an overview of the 2024 Actuarial Assumptions and her recommendations for the actuarial methods and assumptions for the August 31, 2024 valuation as outlined in the letter dated August 23, 2024, to the TESRS Board of Trustees.

Chairman Rodriguez called for a motion based upon the assumption change recommendation of the system actuary, that they recommend a 7.24% per year investment return assumption with an inflation assumption component of 2.75% and a net real rate of return assumption of 4.5%.

Trustee Graves motion to approve the recommendation of the system actuary, as presented today. The motion was second by Vice Chairman Romero and unanimously passed by the board.

#### **E. State Office of Risk Management (SORMS)**

- i. Board of Trustee Insurance
- ii. Cybersecurity Insurance

Jessica O'Brien, Executive Director, provided an update regarding the Board of Trustee Insurance and Cybersecurity Insurance from State Office of Risk Management (SORMS). Ms. O'Brien informed the Board that she received the application package from SORMS and noted that the agency needs to complete it before receiving a quote. She will present more information at the next board meeting.

No Action was taken regarding the agenda item.

F. Legal Guidance on IRS Proposed Penalty Notice, 941 Tax Return, and Tax Form 945

Chairman Rodriguez announced that the time 10:44 a.m. and the board will now go into executive closed session to discuss Item 6F on the agenda, pursuant to Texas Government Code Section 551.071. The board will discuss the legal guidance on IRS proposed penalty notice, 941 tax return and tax form 945. Also discuss Item 16 on the agenda, pursuant to Texas Government Code Section 551.074. The board will discuss the personnel matters regarding the appointment, employment, compensation, evaluation, reassignment, duties, discipline, or dismissal of the Executive Director.

The board reconvened the meeting at 11.22 a.m. No Action was taken regarding the agenda item 6F and Item 16.

**7) Rules Committee Report**

- A. Approval to readopt the rules in the following chapters of Title 34 of the Texas Administrative Code, in accordance with Texas Government Code §2001.039: Chapter 302, General Provisions Relating to the Texas Emergency Services Retirement System; Chapter 304, Membership in the Texas Emergency Services Retirement System; Chapter 306, Creditable Service for Members of the Texas Emergency Services Retirement; Chapter 308, Benefits from the Texas Emergency Services Retirement System; and Chapter 310, Administration of the Texas Emergency Services Retirement

Chuck Campbell from Jackson Walker, L.L.P., provided an update on the rules review of several chapters of Title 34 of the Texas Administrative Code, in accordance with Texas Government Code §2001.039. The chapters reviewed include: Chapter 302, General Provisions Relating to the Texas Emergency Services Retirement System; Chapter 304, Membership in the Texas Emergency Services Retirement System; Chapter 306, Creditable Service for Members of the Texas Emergency Services Retirement; Chapter 308, Benefits from the Texas Emergency Services Retirement System; and Chapter 310, Administration of the Texas Emergency Services Retirement.

Mr. Campbell stated that every agency should review its rules every four years to determine if the purpose of each rule is still relevant. He mentioned that TESRS began this process earlier this year, which included a notice of intention to review the rules. TESRS received two comments regarding the rules, but after review, it was determined that these comments did not warrant a rule change; they were more of an administrative perspective.

Based on the recommendation from Rosalind Hunt, Assistant Attorney General, Mr. Campbell stated that the agency should readopt the rules. After the board approves the readoption, the agency will need to submit the changes to the Texas Register with the Secretary of State to finalize the process.

Chairman Rodriguez called for a motion to readopts the rules in the following chapters of Title 34 Texas Administrative Code in accordance with Texas Government Code§2001.039: Chapter 302, General Provisions Relating to the Texas Emergency Services Retirement System; Chapter 304, Membership in the Texas Emergency Services Retirement System; Chapter 306, Creditable Service for Members of the Texas Emergency Services Retirement; Chapter 308, Benefits from the Texas Emergency Services Retirement System; and Chapter 310, Administration of the Texas Emergency Services Retirement. The notice of intent to review the rules was published in the March 29, 2024 issue of the Texas Register (49 TexReg 2098).

Trustee Ryalls motion to approve the recommendation of readopting all of TESRS rules, as presented today. The motion was second by Secretary Keenan and unanimously passed by the board.

## **8) Legislative Committee Report**

### **A. Joint Budget Hearing**

Jessica O'Brien, Executive Director, presented information regarding the Joint Budget Hearing to the Board. Ms. O'Brien informed the Board that the Joint Budget Hearing will be taking place at Texas Capitol on Friday, September 27, 2024 at 1:00 p.m. During the hearing will be discussing about the agency and also the Legislative Appropriations Request (LAR) that was submitted.

No Action was taken regarding the agenda item.

## **9) IT Committee Report**

### **A. Network Administration Update**

Jessica O'Brien, Executive Director, presented an update on Network Administration to the Board. Ms. O'Brien informed the Board that the IT Committee met several times over the past three months. During these meetings, they were introduced to the Texas Department of Information Resources (DIR), whose staff provided TESRS with advice regarding the network.

DIR mentioned opportunities for the agency's network to transition to cloud services, as previously discussed. TESRS included a request for assistance in this transition in the LAR, noting that state funds are available for such IT functions. The agency can apply for funding to cover the costs of network administration, maintenance, and software applications, and this request has been made in the LAR.



Ms. O'Brien explained that the IT Committee explored options for network management, specifically between a self-managed system and a fully managed system. The fully managed system would cost \$1.2 million over five years, equating to approximately \$243,000 annually, which includes the need for two stand-up servers. TESRS received a rough quote for migration and initial setup costs. Currently, maintaining the existing servers costs \$85,000 per year, not including migration expenses.

Jessica is seeking the Board's support for funding the migration costs for this year to facilitate the transfer of data between systems. She plans to work with the vendor to establish the current environment and then set up the new environment, which will include configuring necessary services and applications while identifying potential cost reductions. Additionally, she noted that she is still finalizing the quote with DIR. Currently, Vintage serves as the managed service provider, hosting both the database and network servers. Vintage will host the VDI (Virtual Desktop Interface) environment through February 28, 2025, and the agency aims to set up its servers for hosting the VDI. Completing this setup will help reduce costs associated with virtual hosting, as the agency transitions to Texas Data Central.

Jessica requested a budget fund of \$8,000 for migration and initial setup costs. She also informed the Board that she plans to begin this project in October but may not require the funds if the agency can cover the expenses.

Chairman Rodriguez called for a motion to accept the Budget Fund Request for \$8,000 for Migration Cost and Initial Setup.

Secretary Keenan motion to approve the recommendation to accept the Budget Fund Request for \$8,000 for Migration Cost and Initial Setup as presented today. The motion was second by Trustee Glaves and unanimously passed by the board.

## **B. 1099 Project Update**

Jessica O'Brien, Executive Director, presented an update on the 1099 Project to the Board.

Ms. O'Brien informed the Board about the 1099 Project, noting that last year, the agency was allocated approximately \$36,000 to help transition a legacy Access database into the TOL system. This upgrade enhances the TOL database, which is essential for managing data related to our pensioners and participants.

TESRS is currently working on the second phase of the project, collaborating with the vendor to streamline the process of exporting this data for 1099 processing. The agency is experiencing challenges in exporting information from the Comptroller's office to the vendors. Ms. O'Brien also mentioned that the 1099 Project is still within the \$36,000 budget.

No motion was taken during the closed session agenda items.

## **10) Director of Compliance & Marketing Update**

### **A. Department Recruiting & Visits**

Scott Miller, Director of Compliance and Marketing, presented an update on Department Recruiting and Department Visits. Mr. Miller informed the Board that the agency met its performance measure for department site visits in FY 2024. The performance measure required 48 site visits per year, and the agency exceeded this goal with 54 visits, representing a 13% increase.

Mr. Miller stated that the goal for FY 2025 is to visit 70 departments. This effort aims to build the agency's benchmarks and strengthen the support provided by benefits specialists during their visits.

He also provided an update on the new departments added in FY 2024. The agency brought in 10 new departments, resulting in 120 new active members and corresponding contribution amounts.

Additionally, Mr. Miller shared a forecast for FY 2025 regarding department updates. He mentioned that they are currently working with these new departments to finalize their contracts, but this process is on hold pending the arrival of new funds expected in September or October.

Mr. Miller also discussed the pipeline for the FY 2025 Department Update, highlighting departments that the agency has been working with over the past two years to onboard. He emphasized that the agency will continue to collaborate with these departments

No Action was taken regarding the agenda item.

## **11) Executive Director Report**

### **A. Weaver Internal Audit**

Jessica O'Brien, Executive Director, presented information on the Weaver Internal Audit. Ms. O'Brien explained that the agency has signed a contract with Weaver to conduct the audit in October. TESRS staff are currently working with Weaver to ensure the audit is completed. The audit report is expected to be presented at the Board meeting on February 13, 2025.

### **B. New Office Facility Update**

Jessica O'Brien, Executive Director, provided an update on the new office facility location. Ms. O'Brien stated that Krystyn Garcia, Contract Manager, has been diligently working with the Texas Facilities Commission (TFC) to obtain quotes for the new space. During the last board meeting, she had requested funds for an engineer; however, upon reviewing the construction costs, she determined that this was unnecessary since no walls will be erected.

Jessica received a quote for the construction, which is capped at \$48,200.53 to start work on the new space. She is seeking authorization to move forward with this quote.

In addition to the construction costs, the agency explored IT infrastructure needs, including running cables in the ceilings. The cost for DIR services is \$7,132.15, and for wireless access points and switches, approximately \$15,000 will be required to establish a new infrastructure in the building. This is necessary because the current switches are designed only for our 10 employees.

Jessica has also been collaborating with TFC regarding the shared networking closet. She was informed by TFC that fire-retardant doors are quite expensive and will require key or badge access. The closet itself is surrounded by a ring of security, and it will be shared with another agency that has very expensive equipment stored there. Jessica is request the board help in funding the additional cost that is needed for construction and IT Infrastructure.

Chairman Rodriguez called for a motion to accept the Budget Fund Request for \$53,985.93 for TESRS Office Relocation Fund.

Trustee Glaves made the motion to accept the Budget Fund Request for \$53,985.93 for TESRS Office Relocation Fund. The motion was second by Secretary Keenan and unanimously passed by the board.

## **12) Election of Board Officers**

- A. Chair**
- B. Vice-Chair**
- C. Secretary**

Chairman Rodriguez noted that the current chairs are himself as Chairman, Vice-Chairman Romero and Secretary Keenan.

Chairman Rodriguez called for a motion for election of board officers.

Secretary Keenan made the motion to keep current chair members for one more year, the motion was seconded by Trustee Ryalls and was passed unanimously by the board.

## **13) Appointment of Committee Chair & Members**

- A. Administration and Actuarial Committee**
- B. Investment Committee**
- C. Rules Committee**
- D. Legislative Committee**
- E. Information Technology Committee**

There was a discussion about which board members were currently serving on the committees.

Chairman Rodriguez read out loud what Trustees were on what committee currently.

- Administration and Actuarial Committee: Chairman Rodriguez, Trustee Romero and Trustee Keenan.
- Investment Committee: Chairman Romero, Trustee Smith and Trustee Chaudhari
- Rules Committee: Chairman Ryalls, Trustee Douglas and Trustee Landi
- Legislative Committee: Chairman Keenan, Trustees Landi and Trustee Glaves
- IT Committee: Chairman Keenan, Trustees Landi and Trustee Ryalls

Chairman Rodriguez asked the Trustees if they wanted to remain on their current committees or make changes. Trustee Smith expressed his willingness to serve as Chairman of the Investment Committee, while Trustee Landi agreed to serve as Chairman of the Rules Committee. All other trustees currently serving on committees chose to stay in their existing roles. The following members agreed to serve on the respective committees:

- Administration and Actuarial Committee: Chairman Rodriguez, Trustee Romero and Trustee Keenan.
- Investment Committee: Chairman Smith, Trustee Romero and Trustee Chaudhari
- Rules Committee: Chairman Landi, Trustee Douglas and Trustee Ryalls
- Legislative Committee: Chairman Keenan, Trustees Landi and Trustee Glaves
- IT Committee: Chairman Keenan, Trustees Landi and Trustee Ryalls

#### **14) Board Education and Training Opportunities**

- A. TLFRA Educational Conference in Irving, Texas on October 6 – 8, 2024**
- B. Texas Fire Marshals Association in San Marcos, Texas on November 5-8, 2024**
- C. TEXPERS Legislative Workshop in Austin, Texas on February 4 – 5, 2025**
- D. Safe-D 23<sup>rd</sup> Annual Conference in Round Rock, Texas on February 6 – 8, 2025**
- E. TEXPERS Annual Conference in Austin, Texas on March 30 – April 2, 2025**
- F. Texas Fire Chiefs Association in Waco, Texas on April 14 – 17, 2025**

Jessica O'Brien, Executive Director, presented information from Michael Villanueva, Executive Assistant, regarding upcoming conference and training opportunities for the Board to consider. The Board will inform Michael about which training sessions they would like to attend.

No Motion was taken on these agenda item.

#### **15) Proposed Board Meeting Dates, Locations and Agenda Items**

- A. November 21, 2024**
- B. February 13, 2025**
- C. May 8, 2025 or May 15, 2025 (Future Meeting Date)**

Jessica O'Brien, Executive Director, reminded the trustees that the next board meeting is scheduled for November 21, 2024. However, the Board of Trustees decided to change this date to November 14, 2024, due to the Thanksgiving holiday and vacation schedules. Ms. O'Brien also reminded the Board that the following meeting is set for February 13, 2025, and proposed future meeting dates of May 8 or May 15, 2025. The Board confirmed the February 13 meeting and decided to put a hold on any proposed dates in May 2025.

No Motion was taken on these agenda item.

**16) Personnel matters regarding the appointment, employment, compensation, evaluation, reassignment, duties, discipline, or dismissal of the Executive Director**

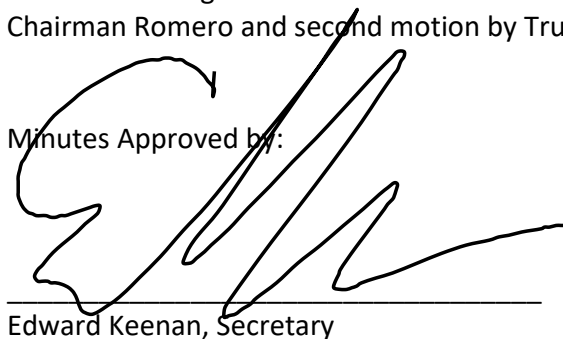
Chairman Rodriguez announced that the time 10:44 a.m. and the board will now go into executive closed session to discuss Item 6F on the agenda, pursuant to Texas Government Code Section 551.071. The board will discuss the legal guidance on IRS proposed penalty notice, 941 tax return and tax form 945. Also discuss Item 16 on the agenda, pursuant to Texas Government Code Section 551.074. The board will discuss the personnel matters regarding the appointment, employment, compensation, evaluation, reassignment, duties, discipline, or dismissal of the Executive Director.

The board reconvened the meeting at 11:22 a.m. No Action was taken regarding the agenda item 6F and Item 16.

**17) Adjourn**

Chairman Rodriguez called for a motion to adjourn at 12:01 p.m. The motion was made by Vice Chairman Romero and second motion by Trustee Glaves, and unanimously passed by the board.

Minutes Approved by:



---

Edward Keenan, Secretary

November 14, 2024  
Date