

1. Call to Order. The July 10 PWA Board meeting was called to order at 5:02 p.m. by Board President Charln Stewart. Board directors in attendance were Carl Jeanise, Charln Stewart, Gloria Thompson and Jerry Burnaman. Also present were Board Treasurer Tina Barrett and Board Secretary Tony Laska. Representing EOM/Cenla were Ashley Bussell and William Dunham.

2. Proof of notice of meeting was confirmed. A motion to set the agenda was made by Gloria Thompson, seconded by Charln Stewart and approved.

3. The June 24, 2025, Board Meeting Minutes were approved as written following a motion by Gloria Thompson, seconded by Carl Jeanise.

4. PWA Board President Charln Stewart thanked the capacity group of guests in attendance for their interest and participation. Rusty Reeves of the Louisiana Rural Water Association was in attendance.

5. Directors' Reports

President:

- Disposition of bylaws change vote at June 24th meeting
 - Citing Roberts Rules of Order, attorney opinion from Sigler, Arabie & Cannon, and referencing PWA bylaws, Board President Charln Stewart reported that the June 24 motion aimed at modifying PWA bylaws was not legitimate. Such a motion could be made in a special-called meeting, with subject matter announced in advance. The amendment of the bylaws requires either *“(a) previous notice and a two-thirds vote or (b) a vote of the majority of the entire membership – as does the amendment of bylaws”*.
 - Charln Stewart underscored this position by reading a legal opinion from Sigler Arabie & Cannon.
 - Article 7, Sections A & B of PWA Bylaws lists the kind of actions the board can take, in this instance, consistent with a contract to operate.
 - Members raised issues of cost of contractual services; Charln Stewart referred to data provided by Treasurer Tina Barrett showing that costs to PWA would end up essentially the same with or without a contract.
- Review of member-requested materials / Contract for EOM/Cenla
 - Charln Stewart summarized points in the document “Summary of Path to Significant Improvement of Pendleton Water Association Operations and Management” that was prepared for and distributed to attendees.
 - Beginning with Cenla’s help in responding to April-May issues through negotiating a contract for services, making detailed financial comparisons and careful allocation of work scope items, after several meetings we arrived at the agreement to “manage, operate and maintain plant” distributed to attendees in July. The agreement and associated member-requested information has been posted on the web site for approximately 10 days.
 - The SCADA system is priced at \$175,000 and will be paid for over the length of the contract. If PWA wishes to withdraw from the contract, with 90 days’ notice, it will owe the prorated value of SCADA to EOM/Cenla.

- EOM/Cenla responded to requests for information regarding clients having surface water systems in Texas, specifically Pecan Grove and Port Bend.
- At the start of the contract, employees will have a benefit package as soon as they are hired.
- Existing staff will retain the IRAs that they already have.
- Regarding comparable systems, Charln Stewart reported very positive feedback from EOM/Cenla's clients such as Richmond Hill and Port Wentworth, both much larger than PWA's system.
- Jerry Burnaman summarized meetings with two other companies that appear to offer the same services as does EOM/Cenla. They are based in Harrisonburg, VA and Lake Charles, LA.
- Path Forward
 - A motion to enter into an operating/administrative contract with EOM/Cenla as written was entered by Gloria Thompson, seconded by Carl Jeanise and approved.
Yeas: Carl Jeanise, Charln Stewart and Gloria Thompson
Nays: Jerry Burnaman
Absent: Bub Sepulvado

6. New Business

- No new business

8. Adjournment

- The meeting was adjourned by acclamation at 6:15 P.M.
- The next regular meeting of the PWA Board will be at the Toledo Town Venue on July 15th.