

Approved December 1, 2025

Pendleton Water Association

Monthly Meeting Minutes

Date: November 18, 2025

Time: 5:00 P.M.

Location: Toledo Town Venue

11984 Texas Highway

1. Call to Order and Proof of Quorum

President and Presiding Officer Jerry Burnaman called the meeting to order at 5:03 p.m.

Roll Call

Board Members Present:

- Jerry Burnaman, President
- John Larry Rice, Vice President
- Gloria Thompson, Director
- Becky Sepulvado, Secretary & Treasurer

A quorum was declared.

2. Proof of Proper Notice of Meeting

Proof of notice of meeting was confirmed.

3. Approval of Agenda

Motion was made by Becky Sepulvado to approve the agenda, and the motion seconded by John Larry Rice.

Subsequently, a member of the Assembly, Ned Goodeaux, made a motion to amend the agenda, specifically under new business, Article 6, Section 3 of the PWA Bylaws. The motion to amend the agenda was seconded by Danette Miller. Agenda was approved as amended.

4. Approval of Previous Meeting Minutes

Becky Sepulvado made a motion to approve the minutes from October 21, 2025, and November 10, 2025, and it was seconded by John Larry Rice. Gloria Thompson and Jerry Burnaman were also in agreement. Minutes were unanimously approved.

5. Removal of a Board Member (Gloria Thompson)

A motion was made by Becky Sepulvado to remove Gloria Thompson from the board and seconded by John Larry Rice. The motion passed with a vote of 3 to 1, with Becky Sepulvado, John Larry Rice and Jerry Burnaman voting in favor and Gloria Thompson not voting in favor. The motion was declared carried, and Gloria Thompson was officially removed from the board. Following the vote, former board member Gloria Thompson

addressed the Board and offered comments regarding her removal. No action was taken.

6. Recognition of Visitors/Membership

President Jerry Burnaman recognized the following visitors: Jeremy an operator from the Town of Many's Water Department and Mr. Walter Maines.

7. Operators Report-EOM/CENLA

Presented by James Mahala and Ashley (EOM/CENLA)

Operator James Mahala (EOM/CENLA) delivered the monthly operational report and system status update. He reported the following:

Sections 1 -- System Performance

- The system's unaccounted-for water has improved significantly, decreasing from 27% last month to 20% this month, which is only slightly above the natural average.

Section 2 -- Water Accountability

- Several meter change-outs were completed, along with one new meter installation.
 - Two customer service complaints were addressed:
Oak Ridge: A report of low water pressure was found to be on the customer's side due to a failing pressure regulator.
 - Jim Place: Low pressure was caused by a closed customer valve, not a system issue.

Section 3 -6-- Improvements Made

James reported that the system has successfully transitioned from a free chlorine system to a chloramine system to comply with state requirements.

- Chloramine production began on November 6, and adjustments are being made daily for optimization.
- Operators continue to assess system conditions and respond to customer requests as needed.

Additional supplemental information is available in the EOM report packet, including certification dates, letters sent, and supporting documentation.

Meter Replacement Policies

James clarified current meter replacement guidelines:

- If a meter is damaged through natural aging or system wear, Pendleton Water Association covers the cost.
- If a meter is damaged through customer action (e.g., hit by a mower, intentional or accidental destruction), the customer is responsible for replacement costs.
- Work orders can be initiated for inspection or replacement by calling the office.

Technical Monitoring and Compliance

James reviewed turbidity monitoring:

- 105 out of 108 turbidity readings were compliant (97.22%).
- One turbidity meter malfunctioned due to a damaged process head, requiring temporary manual sampling every 15 minutes until repairs were made.

- Disinfectant samples from the MRT (farthest point in the system) and additional sample sites were within compliance.
- The plant continues to pass TTHM and HAA5 testing for multiple consecutive quarters.
- Sanitary survey deficiencies related to the storage tank inspection have been identified, with projected repair costs estimated between \$60,000–\$100,000.

James concluded with updates on plant capacity, compliance status, and ongoing maintenance activities. No further questions were raised.

8. Directors Report

President Jerry Burnaman asked Ashley from EOM to address and explain several items related to the EOM management contract so the membership could clearly understand the terms.

Contract Explanation by Ashley (EOM):

- The EOM Management Contract and EOM Accounting Contract are posted on the Pendleton Water Association website.
- The contract includes a 30-day corrective clause:
 - If the Association finds that EOM is not meeting a contract obligation, the Board must notify EOM in writing.
 - EOM then has 30 days to correct the deficiencies.
- If corrections cannot be made, the Association may exit the contract by the agreement terms.
- A 90-day clause applies in situations of non-payment, to allow EOM time to recover costs already invested.
- Ashley confirmed she has submitted the final version of the contract for upload but was unsure whether the website still shows the draft. She stated she will assist in correcting this if the Board wishes.

Grant Status Discussion:

- President Burnaman discussed ongoing issues related to the grant timeline and scope.
 - The original project scope included:
 - A clarifier,
 - Repairs to tanks,
 - Late line repair (distribution line).
- The Association is facing a December 2026 deadline to spend grant funds if awarded.
- The clarifier project could be completed within approximately 30–34 weeks, according to the engineer.
- A government representative has signaled a recommendation not to proceed with the grant, placing the Board under a tight timeline.
- The Board had nine days from the previous Monday to make certain decisions regarding the grant.

Grant Application for 2026–2027 Cycle:

- Pendleton Water Association is preparing to submit a new grant application for the 2026–2027 cycle, with a deadline of December 1st at 4:30 p.m.
- The Association is working with Engineer Mark McCartney (Myers & Associates) on both the application and engineering support required.

2007 Work Truck:

- The 2007 utility truck is currently at a local mechanic shop.
- It requires a new transmission, estimated at \$3,000 to repair.
- The Association previously spent approximately \$5,000 on a transmission for the same vehicle.
- The mechanic shop has indicated two individuals may be interested in purchasing the truck, and the Association will attempt to recoup some funds.

Discussion Regarding the 3 Acres of Land Purchase:

- Vice President John Larry Rice summarized the prior Board's purchase of three acres of land for approximately \$300,000, with a \$150,000 down payment from the general fund and a \$150,000 line of credit for the remainder.
 - It was clarified:
The land is not fully cleared; much of it has pine trees or areas where nothing grows well.
 - Portions appear suitable for future development.
- Vice President John Larry Rice stated the land may still be useful for a future water plant, as the location has a good water intake and could serve both Pendleton Water and potentially nearby areas in the future.
- The property remains the Association's assets once fully paid for and could be used later for system expansion or improvements.

A brief question-and-answer discussion followed with membership regarding the condition of the land, alternative placement for a clarifier, and prior engineering assessments.

9. New Business**Proposed Amendment to Article 6, Section 3 – Directors and Officers**

A member of the Assembly, Ned Goodeaux, proposed an amendment to Article 6, Section 3 of the Pendleton Water Association bylaws.

Current Bylaw Language (Summary)

Under Article 6, Section 3, if a vacancy occurs on the Board due to death, resignation, retirement, or disqualification, the remaining directors, by majority vote, may appoint a successor. However, the appointed successor currently serves only until the next membership meeting.

Problem Identified

Because the next membership meeting could be scheduled at any time:

A newly appointed director might serve 30 days,

- Or one day,
- Depending solely on when the next membership meeting is held.

This creates instability and prevents new directors from having adequate time to learn their role or contribute to the Board's work.

Proposed Amendment (Ned's Wording Converted into Formal Language)

Ned proposed the following amendment:

“When a vacancy occurs on the Board of Directors, and the remaining directors appoint a replacement, the newly appointed director shall serve the remainder of the unexpired term of the director they are replacing. The replacement director's term shall not end at the next membership meeting but shall continue until the original term of that Board position expires.”

Purpose of the Amendment

- Provides stability and continuity on the Board.
- Allows new directors time to learn, settle in, and participate effectively.
- Ensures that an unexpected resignation or vacancy does not disrupt Board operations.
- Aligns with the intent that Board positions carry three-year terms, and replacements complete those terms.

General Reaction in the Assembly

Multiple members voiced agreement with the proposed change.

Under the section addressing amendments to the Bylaws, Vice President John Larry Rice reminded the membership that the current bylaws state:

“These bylaws may be repealed or amended by a majority vote of the members present at any regular meeting of the corporation, or at any special meeting of the corporation called for that purpose. The members shall not have the power to change the purposes of the corporation so as to decrease its rights and powers under the laws of the state, or to waive any requirements of bond or other provisions for the safety and security of the property and funds of the corporation or its members, or so to amend the bylaws as to effect a fundamental change in the purpose of the corporation.”

A member expressed concern regarding the current amendment proposal. He stated that while he did not oppose the amendment itself, he believed that if a board member is dismissed, the vacancy should require an election rather than an appointment. He also said that the Board should not have the sole authority to both dismiss and appoint directors

without membership involvement. He clarified that he was not objecting to the current board, only pointing out a concern for future boards.

The President restated the proposed amendment at the request of the membership:

Proposal (Summarized):

If a vacancy occurs due to death, resignation, retirement, or disqualification and the Board appoints a replacement as allowed under the bylaws, the appointed successor shall serve the remainder of the unexpired term of the director being replaced, rather than serving only until the next membership meeting.

Members debated concerns about the possibility of “stacking the board,” while others noted that the intention was to ensure stability and continuity and to allow the Board to continue functioning effectively without forcing elections every time a resignation occurs.

The President closed discussion and announced that the motion to adopt the amendment had already been made by Ned Goodeaux and seconded by Dannette Miller.

A vote of membership was then taken.

Vote on the Amendment:

- Members in favor raised their hands. Initial count was 42 votes in favor.
- Members opposed then raised their hands. After clarification regarding meters counted per membership, the count was 11 votes opposed.

Final Vote Result:

42 in favor – 11 opposed.

The amendment passed.

10. Adjournment

Following the vote, a motion was made by Jerry Burnaman to adjourn.

The motion was seconded by Becky Sepulvado.

The meeting adjourned at 6:20 p.m.