

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
THE RIVER PLACE LIMITED DISTRICT**

October 22, 2019

The Board of Directors (the "**Board**") of the River Place Limited District of Travis County (the "**District**"), Texas met in **regular** session, open to the public on **October 22, 2019**, at the River Place Country Club, 4207 River Place Boulevard, Austin, Texas beginning at 7:00 p.m., pursuant to notice duly given in accordance with the law. The roll was called of the following members of the Board to wit:

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| Scott Crosby | President |
| Arthur Jistel | Vice-President |
| Jennifer Mushtaler | Secretary |
| Ivar Rachkind | Treasurer |
| Tim Mattox | Assistant Secretary/Treasurer |

and all Directors were present, except Directors Mattox and Jistel, thus constituting a quorum.

Also present were Jesse Kennis, Michael Luft, and Leigh Caitlin of Inframark ("**Inframark**"), the District's General Manager; and Zachariah T. Evans of McGinnis Lochridge ("**McGinnis**"), the District's Attorney. Several members of the public were also in attendance.

Upon calling the meeting to order, Director Crosby noted that a member of the public wished to address the Board during the Citizen Communications portion of the meeting.

The next item of business before the Board was approval of the monthly consent agenda containing the minutes of the September 24, 2019, regular Board of Directors meeting, and payment of the District's bills and expenses. After review, upon a motion duly made by Director Mushtaler and seconded by Director Rachkind, the Board voted unanimously to approve the consent agenda, including the minutes of the September 24, 2019, regular Board of Directors meeting, as written.

Next, during the citizen communications portion of the agenda, Ms. Robin Sullivan addressed the Board and inquired about the use of the donation box in place at the lower entrance of the River Place Nature Trail (the "**Trail**"). She suggested that the District also install a donation box at the upper entrance of the Trail. She also asked whether a Trail clean-up is scheduled. Director Crosby indicated he did not believe one has been scheduled yet, but would inquire with Director Jistel, who has traditionally organized such efforts.

The Board then considered a request from McGinnis to increase their hourly rate. Mr. Evans brought to the Board's attention the corresponding memorandum in the Board Packet, a copy of the Board Packet being attached to and made part of these minutes.

He stated that, according to McGinnis' records, they have not increased rates since 2013. After a brief discussion, upon a motion duly made by Director Rachkind and seconded by Director Mushtaler, the Board voted unanimously to approve the rate increase to the amounts provided in the aforesaid memorandum.

The next item of business before the Board was consideration of a RESOLUTION OF THE BOARD OF DIRECTORS OF RIVER PLACE LIMITED DISTRICT: DELEGATING CERTAIN MANAGERIAL AND FINANCIAL AUTHORITY TO, AND IMPOSING DUTIES UPON, THE DISTRICT'S GENERAL MANAGER; PROVIDING FINDINGS OF FACT; PROVIDING FOR REPEAL OF CONFLICTING PROVISIONS; PROVIDING FOR OPEN MEETING (the "Resolution"). Director Crosby explained the purpose of the agenda item and Resolution, which was to provide the General Manager with sufficient authority to pay routine District expenses in between Board meetings. Mr. Kennis then told the Board that the proposed Resolution was similar to those that he has seen in use in other districts. He also stated that the service agreement between Inframark and the District allows the General Manager to spend up to \$500.00 on routine expenses. (At this point, 7:24 PM, Director Jistel joined the meeting.) Director Mushtaler indicated that she was okay with raising the spending limit, but asked whether the Resolution required the General Manager to get prior approval of any kind from a Director. Mr. Evans responded in the negative. Director Mushtaler then asked whether it would be feasible to require the General Manager to attempt to contact a Director prior to making an expenditure; and, if he is unable to receive approval from one Director within 24 hours, then allowing the General Manager to go ahead with the expenditure. Mr. Kennis stated that some contracts contain provisions requiring the General Manager to get approval from a Board member. Mr. Kennis stated that he typically contacts Director Crosby before making expenditures of any kind, and would continue to do so. Then, upon a motion duly made by Director Crosby and seconded by Director Jistel, the Board voted unanimously to adopt the Resolution, with an increase to in the General Manager's expenditure authority to \$1,000.00, and subject to a revision to the Resolution, requiring the General Manager to attempt to receive approval from a Board member in advance of approving expenditures, but allowing the expenditure if he is unable to contact and receive approval from a Director within 24 hours.

At that point, because Director Jistel was then present, Director Crosby returned to Ms. Sullivan's question about a Trail clean-up date. Director Jistel indicated the clean-up is usually held in December, but that he has not planned one for this year.

Next, the Board received a briefing from Ms. Caitlin regarding the status of the District's website (the "**Website**"). Ms. Caitlin indicated that Ms. Suzanne McCalla, of McGinnis, had already provided her with most of the documents that Ms. Caitlin needed to complete the additions to the Website. Ms. Caitlin indicated that the amendment to the District Information Form still needed to be added to the Website, but that the District Registration Form, Notice to Purchaser, and Landowner Bill of Rights had all been uploaded. Ms. Caitlin indicated that a new item to be added is a report of the District's utility expenses, which Mr. Kennis indicated would be done by the end of the month.

The Board then entered into executive session at 7:30 p.m., pursuant to V.T.C.A. Government Code, Chapter 551.071, to receive the attorneys' advice on Item 7 (b) as listed on the agenda. The Board reconvened in open session at 7:41 p.m. Director Crosby reported that the Board made no decisions and took no votes on the matters discussed in executive session.

With regard to the Trail and the related Texas Parks and Wildlife Department ("TPWD") Local Parks Grant (the "**Grant**"), Director Mushtaler stated that in the following week, she, Director Crosby, and Mr. Evans would be meeting with TPWD officials. Director Mushtaler indicated that she learned after a previous teleconference with TPWD that, according to the Grant, the fees the District charges non-residents for access to the District tennis courts and pavilions may not be more than twice as much as the fee charged to residents. It was noted that the fees for the pavilions were in compliance with the Grant, but the fees for the tennis courts were not. Upon a motion duly made by Director Mushtaler and seconded by Director Crosby, the Board voted unanimously to lower the fee for an annual tennis court membership to \$100.00 for non-residents, and leave the resident fee at \$50.00. Ms. Caitlin then stated that only four non-residents have tennis memberships. Mr. Kennis stated that the District would be refunding the difference in the amount the non-residents had paid for their annual memberships.

Director Mushtaler then indicated that she hoped TPWD would help the District assess whether or not it is appropriate to have pets on the Trail. She stated that, in the meantime, the Board should eliminate the pet fee. Upon a motion duly made by Director Mushtaler and seconded by Director Jistel, the Board voted unanimously to eliminate the pet fee.

Next, Mr. Kennis began the General Manager's report, a copy of which is included in the Board Packet. He stated that Inframark had a hand dryer replaced in the women's restroom at Woodlands Park. With respect to re-keying the locks to the District's tennis courts, Ms. Caitlin stated that the District had 39 tennis court memberships that would be affected. Director Crosby stated that, in the past, re-keying the locks was expensive. Ms. Caitlin stated that part of that expense had to do with the fact that they had to replace the latches in addition to the locks. She stated that the keys used are \$16.00 each and were last re-keyed in 2017. After brief discussion with the Board, Mr. Kennis determined not to re-key the locks for the time being. Mr. Kennis next reported that Inframark replaced the soccer net at Suntree Park. He stated that Inframark would be having the handrails for the handicap access ramp painted and that it would probably be a half-day of work. Mr. Kennis next brought up the picnic tables in the District's parks, which he said are approximately \$1,000.00 to replace. Given the expense, he asked for input from the Board as to which to replace, if any. After a brief discussion, the Board opted to forgo replacing any picnic tables and to see how they would fit into this year's budget.

The Board next brought up for consideration the ratification of an expenditure and disbursement, discussed during the previous Board meeting, for the removal of a tree that posed a danger to the public. Director Jistel stated that Texas Tree Service did a good job of removing the tree and cleaning up the remnants. He stated that the charged

price of \$980.00 seemed very reasonable. Upon a motion duly made by Director Crosby and seconded by Director Rachkind, the Board voted unanimously to ratify the expenditure and disbursement.

Mr. Kennis next discussed the Landscaping Report that TexaScapes, the District's landscaping consultant, provided. Mr. Kennis stated he authorized them to make some repairs to park facilities and spot treat the parks for fire ants. Director Jistel stated that he walked the parks a few weeks prior with the onsite manager for TexaScapes. He stated that TexaScapes trimmed several tree limbs at no extra expense to the District and did a good job of it. He stated that they also sprayed the oak trees that they cut limbs from, to protect them from oak wilt. Director Jistel stated that the soccer fields are looking good.

Next, Mr. Evans provided the Attorney's Report. He stated that McGinnis recently received a notice of tax levy for the District from the Travis County Tax Office ("**Tax Office**"). He stated that the 1,086 parcels indicated on the Tax Levy was different from the 1,100 parcels that Travis County Appraisal District ("**TCAD**") recently reported were in the District. Director Rachkind stated that the River Place Homeowners Association ("**HOA**") has 1,140 accounts, but that the total number of parcels is not necessarily the same as the number of accounts. Director Rachkind and Mr. Evans agreed to exchange information regarding the HOA accounts to see if they can be reconciled with the information provided in the Tax Levy.

Mr. Luft then provided the District's monthly Financial Report. He stated that the District is approximately \$100.00 below budget for the Fiscal Year ending September 30, 2019. Director Mushtaler then asked Mr. Luft whether the Board receives itemized invoices from Inframark. Messrs. Luft and Kennis explained that Inframark does provide itemized invoices. Mr. Luft stated that he also emails back-up invoices to the Board, along with the routine monthly statements. Mr. Kennis stated that Inframark labels certain expenses as administrative fees, but they fall under the maintenance budget, due to the manner in which Inframark applies overhead charges, an example of which was indicated on the invoices for the Trail ticket takers. Mr. Luft then explained that he had one supplemental check for TexaScapes for amounts previously owed. He also stated that Inframark issued a check to Director Jistel for reimbursement for expenses he incurred in assisting with the Eagle Scout project expenses. Mr. Luft directed the Board to a portion of the Financial Report that reflects expenses related to the Trail. A brief discussion followed, regarding the Balcones Canyonlands Conservation Plan ("**BCCP**"), its proximity to the District and especially the Trail. Mr. Luft then brought to the Board's attention a utility tracking sheet, which Inframark would be posting on the District's website.

Next, Director Jistel provided the Board with the Parks Committee report. He stated that he and Director Mushtaler met with the Eagle Scout who presented a Trail improvement project to the Board during the Board's previous meeting. He stated the Eagle Scout revised the project to reduce to 14 the total number of signs he would post along the Trail. Director Jistel stated that Home Depot donated \$100.00 worth of goods to the project. He stated that the Eagle Scout would also be replacing two ropes at creek

crossings on the Trail with chains. Director Jistel stated that there were \$211.00 in donations deposited into the Trail donations box over the month.

Finally, the Board discussed a date for holding the next Board meeting, given that the regular meeting date would fall during Thanksgiving week. November 19, 2019, was proposed. Mr. Evans stated that McGinnis would have a scheduling conflict on that date. Director Crosby stated that he would call a special meeting for that date, but that the Board would have a limited agenda, with only consent agenda items, review of District financials, and a citizen comments period. The Board also briefly discussed an alternative meeting date for the December Board meeting, but opted to make that decision at a later time. Director Rachkind requested that all of the Board members be advised when the meetings would be held, regardless of the decision.

There being no further business before the Board, upon a motion duly made by Director Jistel and seconded by Director Rachkind, the Board voted unanimously to adjourn the meeting.


Secretary, River Place Limited District
Board of Directors



River Place Limited District
Attachments
October 22, 2019

1. Directors' Packet.