



## **Texas Government Accountability Association**

### **Board of Directors Meeting Minutes**

**February 03, 2025**

**9:30 AM**

**Video Conference**

#### **Meeting Agenda**

1. Call to Order
2. Invocation
3. Roll Call
4. Minutes for 2024/08/01 Meeting
5. Receive an update on member activity and matters related thereto.
6. Convene in Executive Session pursuant to Texas Government Code:
  - a. Section 551.071 for private consultation with the General Counsel to seek legal advice with respect to pending and contemplated litigation and including all matters on this agenda to which the General Counsel has a duty under the Texas Rules of Discipline and Professional Conduct regarding confidential communication with the Board.
7. Discuss and consider TGAA Interlocal Agreement changes and matters related thereto.
8. Discuss and consider TGAA Transparency & Ethics Policy changes and matters related thereto.
9. Open forum for any items not listed on the agenda.
10. Adjournment

**Agenda Date:** February 03, 2025

**Agenda Number:** 3

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Roll Call

**Background:** A roll call was performed. The following attendees were confirmed via voice roll call.

- Kathy Wheat – Board Vice-President
- Matt Krause – Board Member
- Anthony Wilder – Board Chairman
- Art Martinez de Vara – General Counsel

**Agenda Date:** February 03, 2025

**Agenda Number:** 4

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Minutes for 2024/08/01 meeting.

**Background:** Review and approve the August 01, 2024 board meeting minutes, which are attached as Schedule A.

**Minutes:**

None – The board did not propose any changes to the minutes as presented.

**Board Action:**

A motion was made by Wheat in favor of the minutes as presented without changes and a second was made by Krause. The motion passed with the following vote:

Aye – 3 – Krause, Wheat, Wilder

Nay – 0 – None

**Agenda Date:** February 03, 2025

**Agenda Number:** 5

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Receive an update on member activity and matters related thereto.

**Background:** Update on current members and prospective members.

**Minutes:**

Anthony Wilder provided an update on member activities, feedback, and comments from prospective members.

**Board Action:**

None

**Agenda Date:** February 03, 2025

**Agenda Number:** 6

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Convene in Executive Session pursuant to Texas Government Code:

- Section 551.071 for private consultation with the General Counsel to seek legal advice with respect to pending and contemplated litigation and including all matters on this agenda to which the General Counsel has a duty under the Texas Rules of Discipline and Professional Conduct regarding confidential communication with the Board.

**Start:** 09:38 AM

**Stop:** 09:50 AM

**Board Action:**

A motion was made by Wheat to instruct the attorney to proceed as discussed in the executive session and a second was made by Krause. The motion passed with the following vote:

- Aye – 3 – Krause, Wheat, Wilder
- Nay – 0 – None

**Agenda Date:** February 03, 2025

**Agenda Number:** 7

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Discuss and consider TGAA Interlocal Agreement changes and matters related thereto.

**Background:** Discuss and consider the following proposed changes to Schedule A in the Interlocal Agreement.

**Minutes:**

Anthony Wilder provided an overview of the proposed changes followed by discussion.

**Board Action:**

A motion was made by Wheat to approve the following changes to the TGAA Interlocal Agreement and a second was made by Krause. The motion passed with the following vote:

- Aye – 3 – Krause, Wheat, Wilder
- Nay – 0 – None

Summary of proposed changes

- Addition of initial annual fee cap to Schedule A.
  - First 3 sections

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Schedule A

Current:

**City and County Members:**

- For any such member with a total population of less than 5,000 people as of the most recent census, the initial annual fee shall be \$500.
- For any such member with a total population equal to or greater than 5,000 people as of the most recent census, the initial annual fee shall be an amount equal to the product of (a) such city or county's total population as of the most recent census, *multiplied by* (b) \$0.20.

**School District Members:**

- The initial annual fee shall be the greater of (a) \$500 and (b) an amount equal to the product of (i) the total number of students enrolled in such district as of the then-current school year, *multiplied by* (ii) \$0.50.

**Other Government District Members:**

- The initial annual fee shall be the greater of (a) \$2,000 and (b) an amount equal to the product of (i) the total number of people within the geographic area of such district as of the most recent census, *multiplied by* (ii) \$0.10.

**All Other Members:**

The initial annual fee shall be determined by the Board in good faith.

Proposed:

**City and County Members:**

- For any such member with a total population of less than 5,000 people as of the most recent census, the initial annual fee shall be \$500.
- For any such member with a total population equal to or greater than 5,000 people as of the most recent census, the initial annual fee shall be an amount equal to the product of (a) such city or county's

total population as of the most recent census, *multiplied by* (b) \$0.20. **The initial annual fee shall not exceed \$25,000.**

**School District Members:**

- The initial annual fee shall be the greater of (a) \$500 and (b) an amount equal to the product of (i) the total number of students enrolled in such district as of the then-current school year, *multiplied by* (ii) \$0.50. **The initial annual fee shall not exceed \$25,000.**

**Other Government District Members:**

- The initial annual fee shall be the greater of (a) \$2,000 and (b) an amount equal to the product of (i) the total number of people within the geographic area of such district as of the most recent census, *multiplied by* (ii) \$0.10. **The initial annual fee shall not exceed \$25,000.**

**All Other Members:**

The initial annual fee shall be determined by the Board in good faith.

**Agenda Date:** February 03, 2025

**Agenda Number:** 8

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Discuss and consider TGAA Transparency & Ethics Policy changes and matters related thereto.

**Background:** Feedback from members have led to the following proposed change to the TGAA Transparency & Ethics Policy.

**Minutes:**

Anthony Wilder provided an overview of the proposed change followed by discussion. The board preferred more specific language for the change. Therefore, the Proposed change below was not accepted and the board voted in favor of the Proposed Substitute change.

**Board Action:**

A motion was made by Wilder to approve the Proposed Substitute change to the TGAA Transparency & Ethics Policy and a second was made by Wheat. The motion passed with the following vote:

Aye – 3 – Krause, Wheat, Wilder

Nay – 0 – None

Summary of proposed changes

- Remove reference to the website home page.
  - Section 1.3 for all policies

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Section 1.3 for all policies

Current:

**3. Conflicts of Interest.** The [City / School District / County] shall post on its website home page within 5 business days, the occurrence of any of the following with all the relevant details:

Proposed:

~~**3. Conflicts of Interest.** The [City / School District / County] shall post on its website home page within 5 business days, the occurrence of any of the following with all the relevant details:~~

Proposed Substitute:

**3. Conflicts of Interest.** The [City / School District / County] shall post on its website accessible from the navigation on the home page within 5 business days, the occurrence of any of the following with all the relevant details:



**Agenda Date:** February 03, 2025

**Agenda Number:** 9

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Open forum for any items not listed on the agenda.

**Minutes:**

None

**Board Action:**

None

**Agenda Date:** February 03, 2025

**Agenda Number:** 10

**Contact/Presenter:** Anthony Wilder

**Agenda Item:** Adjournment

**Minutes:**

None

**Board Action:**

A motion was made by Krause to adjourn the meeting and a second was made by Wheat. The motion passed with the following vote:

- Aye – 3 – Krause, Wheat, Wilder
- Nay – 0 – None