Green Valley Domestic Water Improvement District

BOARD OF DIRECTORS SPECIAL MEETING MINUTES

Friday, July 11, 2025

Board Present: Eric Sullwold Edwin (Ed) Storey. Departed 1:50 PM Lee Lemas John Green – via Zoom Joseph (Hart) Krumrine Randall (Randy) Howard George (Dr.) Orndorff - via Zoom. Departed 12:57 PM **Board Absent:** None District Staff Dara Duffy, District Manager Present: Mathew (Matt) Perez, Accounting Specialist. Departed 11:41 AM Clerk of the Board: Luis Rodriguez Public Present: Robert Garcia, Partner, Farhang and Medcoff, Attorneys Linda Welter, Principal/CEO, Caliber Group. Departed 11:41 PM, Returned 1:01 PM Shawn Hanner, Director, Keegan Linscott & Associates, PC. Departed 11:41 AM

1. Call to Order and Roll Call - Chair, Eric Sullwold

The meeting was called to order at 10:00 AM by Chair of the Board Eric Sullwold. Roll call was taken and a quorum announced with seven (7) directors present.

- 2. Executive Session to discuss legal matters.
- Motion to enter an executive session to discuss legal matters regarding pending litigation of misappropriated funds by a former employee.

Moved: Randy Howard

2nd: Lee Lemas

Approved: 6/0

Abstain: Chair

- A. The Board entered the executive session at 10:02 AM. Under A.R.S. §38-431.03(C), all information from the executive session is to remain confidential. The general public is not allowed to attend this portion of the meeting.
- B. The executive session ended, and the special meeting was reconvened at 1:37 PM. No vote or action was taken in the executive session.
- 3. Call to the Public. Chair Eric Sullwold. No comments.
- 4. Discussion and possible motion to retain the services of Farhang & Medcoff, Attorneys, as the attorney of record, with Robert Garcia as the lead attorney, to manage civil legal proceedings.
- Motion to retain the services of Farhang & Medcoff, Attorneys, as the attorney of record, with Robert Garcia
 as the lead attorney, to manage civil legal proceedings.

Moved: Eric Sullwold

2nd: John Green

Approved: 4/0

Abstain: Chair

- 5. Discussion and possible motion to retain the services of Keegan, Linscott & Associates for forensic analysis of the District's accounting records and to retain the services of Caliber Group as media consultants to address public relations.
- Motion to:
 - A. Retain the services of Keegan, Linscott & Associates for forensic analysis of the District's accounting records.
 - B. Retain the services of Caliber Group, as media consultants, with Linda Welter as the lead, to address public relations.

Moved: Eric Sullwold 2nd: John Green Approved: 4/0 Abstain: Chair

- 6. Discussion and possible motion to retain the services of Skyward Solution, LLC, with Joe Bustamante as lead, to address the District's IT issues on a six (6) month contract.
- Motion to retain the services of Skyward Solution, LLC, with Joe Bustamante as lead, to address the District's IT issues, on a six (6) month contract.

Moved: Eric Sullwold

2nd: John Green

Approved: 4/0

Abstain: Chair

- 7. Discussion and possible motion to direct the District Manager to immediately close all existing Wells Fargo Bank and Western Alliance Bank accounts, leaving only enough funds in the existing accounts to cover the expected outstanding checks yet to be processed. All balances will be transferred to the new bank accounts.
- Motion to direct the District Manager to immediately close existing Wells Fargo Bank and Western Alliance Bank accounts, leaving only enough funds in the existing accounts to cover the expected outstanding checks yet to be processed. All remaining balances will be transferred to the new bank accounts.

Moved: John Green

2nd: Randy Howard

Approved: 4/0

Abstain: Chair

- 8. Discussion and possible motion to direct the District Manager to open new checking accounts at Wells Fargo Bank and Western Alliance Bank, and establish signature authorization requirements on all financial transactions in the following manner:
 - A. One (1) signature on expenditures from \$1 to \$5,000
 - B. Two (2) signatures for \$5,001 to \$25,000
 - C. Three (3) signatures for \$25,001 and above

The authorized signatories are the District Manager, Chair of the Board of Directors, and District Accounting Specialist. Any combination of signatories thereof will be accepted for expenditures between \$5,001 and \$25,000.

- Motion to direct the District Manager to open new checking accounts at Wells Fargo Bank and Western Alliance Bank, and establish signature authorization requirements on all financial transactions in the following manner:
 - A. One (1) signature on expenditures from \$1 to \$5,000
 - B. Two (2) signatures for \$5,001 to \$25,000
 - C. Three (3) signatures for \$25,001 and above

The authorized signatories are the District Manager, District Accounting Specialist, and Chair of the Board of Directors. Any combination of signatories thereof will be accepted for expenditures between \$5,001 and \$25,000.

Moved: John Green

2nd: Lee Lemas

Approved: 4/0

Abstain: Chair

- Discussion and possible motion to authorize the attorney of record, Farhang and Medcoff, to proceed with litigation against Lora Burruel, and anyone who may have acted with her, and to pursue any interim and provisional remedies.
- Motion to authorize the attorney of record, Farhang and Medcoff, to proceed with litigation against Lora Burruel, and anyone who may have acted with her, and to pursue any interim and provisional remedies.

Move: Hart Krumrine

2nd: Lee Lemas

Approved: 4/0 Abstain: Chair

- 10. Discussion and possible motion to suspend expenditure of funds as found in the Capital Budget until further notice.
- Motion to suspend expenditure of the FY2025-26 Capital Budget until further notice.

Move: John Green

2nd: Hart Krumrine

Approved: 4/0 Abstain: Chair

- 11. A consensus was made to have the District Manager be very prudent in spending operating monies, with no discretionary spending, and fund only necessary bills.
- 12. The GVDWID board of directors' executive team, led by Eric Sullwold, Chair of the Board, John Green, Chair of the Financial Advisory Committee, and Dara Duffy, District Manager, will work closely with Pima County's Sheriff's Office in the criminal investigation of the loss.
- 13. A consensus was made to schedule the next board of directors' special meeting and executive session on July 24^{th} , 2025, at 1:00 PM.

14. Adjournment

Motion to adjourn the meeting.

Move: Lee Lemas 2nd: Hart Krumrine Approved:5/0 Abstain: Chair

The meeting was adjourned at 2:02 PM.

Minutes to be approved at the Board of Directors Special Meeting, September 9, 2025