



Bexar County
Emergency Services District No. 3
August 30, 2023
5:30 PM
MINUTES

In accordance with Chapter 551 of the Texas Government Code, notice is hereby given to the public that the Board of Commissioners of Bexar County Emergency Service District No. 3 had a Special Board Meeting on August 30, 2023, at 5:30 p.m. at the Bexar-Bulverde Volunteer Fire Department Station 105, 25408 Canyon Golf Road, San Antonio, Texas 78260.

1. Commissioner Wilkinson called meeting to order at 5:30 p.m. and a quorum was established by roll call. Robert Moss, David Diharce, Ray Wilkinson, Jean Dailey, and John Kirk were present at roll call.
2. Welcome and recognition of citizens. None.
3. Citizen Comment. None.
4. Discuss/take action on hiring consultant for merging of BBVFD and BCESD#3. Commissioner Wilkinson presented BCESD#2 General Manager and BCESD Association Executive Director Josh Brown's qualifications for serving as a consultant to BCESD#3 to provide guidance for the proposed BCESD#3/BBVFD merger. Josh Brown was in attendance to answer questions from Board members. Discussion followed.
MOTION: Commissioner Diharce made motion to approve the terms described in the Consulting Services Proposal for BCESD#3 Dated August 15, 2023 for the consulting services of Josh Brown in the amount of \$25,000 through December 31, 2023, to be paid in monthly installments with the first installment of \$10,000, then three installments of \$5,000 each.
2nd: Commissioner Kirk
MOTION PASSED: 5/0 in favor.
5. Discuss/take action on appointing committee comprised of 2 Commissioners and 1 alternate to negotiate terms within BCESD#3/BBVFD merger plan. Commissioner Wilkinson proposed appointing two Commissioners and one alternate Commissioner to negotiate terms of BCESD#3/BBVFD merger with BBVFD and with other entities and consultant.
MOTION: Commissioner Dailey made motion to appoint Commissioner Diharce and Commissioner Wilkinson to negotiate terms of the BCESD#3/BBVFD merger, with Commissioner Moss to serve as alternate.
2nd: Commissioner Moss
MOTION PASSED: 5/0 in favor.
6. Discuss/take action to authorize Clark Hill PLC as BCESD#3 attorneys to participate in BCESD#3/BBVFD merger process as needed. Commissioner Wilkinson discussed need and scope of legal services for the BCESD#3/BBVFD merger.
MOTION: Commissioner Dailey made motion to authorize Clark Hill PLC as BCESD#3 attorneys to participate in BCESD#3/BBVFD merger process as needed.
2nd: Commissioner Diharce
MOTION PASSED: 4/1 in favor, with Commissioner Kirk voting against.
7. Discuss/take action to authorize legal budget for BCESD#3/BBVFD merger not to exceed \$30,000 and ending on December 31, 2023. Commissioner Wilkinson presented a preliminary budget for legal services required for BCESD#3/BBVFD merger to be allocated separately from regular legal services. Gilbert Vazquez, BCESD#3

Legal Counsel, described the complexities of a merger between two different entities and advised that the process will involve several attorneys in various specializations.

MOTION: Commissioner Diharce made motion to authorize a separate legal budget for BCESD#3/BBVFD merger not to exceed \$30,000, through December 31, 2023.

2nd: Commissioner Dailey

MOTION PASSED: 4/1 in favor, with Commissioner Kirk voting against.

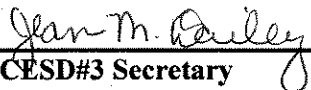
8. Discuss/take action on providing cell phones to BCESD Commissioners. Commissioners discussed the possibility of providing cell phones or other digital devices to Commissioners to maintain BCESD#3 work product separate from personal communications. Tabled.
9. Executive Session – The following may be discussed in Executive Session and Action Taken in an Opening Meeting Session under Section 551.071 of the Texas Open Meetings Act: Consultation with Legal Counsel regarding Matters in which the Duty of Legal Counsel to Bexar County Emergency Services District No. 3 under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas Clearly Conflicts with the Act. Tabled.
10. Close meeting.

MOTION: Commissioner Dailey made motion to close meeting at 6:14 p.m.

2nd: Commissioner Diharce

MOTION PASSED: 5/0 in favor.

ATTEST:



BCESD#3 Secretary