

**GLADEWATER ECONOMIC DEVELOPMENT CORPORATION**  
**REGULAR SESSION MINUTES**  
**WEDNESDAY, AUGUST 9, 4:00 P.M.**

- PRESENT:** Luke Kimbrough, Jim Bardwell, John Paul Tallent, Mark Carpenter, Danny Darden, Michelle Palmer (Executive Director, Scott Owens (Ex-Officio), and Charlie Smith (Ex-Officio)
- ABSENT:** Kevin Clark (Ex-Officio)
- GUESTS:** Lois Reed, Nathan Palmer, Rick Martindale, and James Draper (reporter)

1. **CALL TO ORDER:**  
The meeting was called to order at 4:01 p.m.
2. **CITIZENS COMMENTS:**  
Lois Reed said, "Keep up the good work!"
3. **CONSENT AGENDA:**
  - (a) Acceptance June 10, 2023, Regular Meeting Minutes
  - (b) Acceptance of June and July 2023 Financial report

John Paul Tallent made a motion to accept the consent agenda. Jim Bardwell seconded. Danny Darden opposed. The motion passed 3-1. (Mark Carpenter was not present.) Mr. Darden commented that the way the Raymond James statements are being accounted for in the financial reports is incorrect and needs to be modified. He rejected the statements as accounted for due to incorrectness and remarked the modification would need to be made in all reports from March through July.

4. **CONSIDERATION and POSSIBLE ACTION to update Texas Bank and Trust Signature Card by removing Laura Talley and adding Danny Darden:**

Jim Bardwell made a motion to remove Laura Talley and add Danny Darden. John Paul Tallent seconded. Motion passed 4-0. (Mark Carpenter was not present.)

5. **CONSIDERATION and POSSIBLE ACTION to update Texas Bank and Trust Corporate Authorization Resolution by removing Laura Talley and adding Danny Darden:**

Jim Bardwell made a motion to remove Laura Talley and add Danny Darden. John Paul Tallent seconded. Motion passed 4-0. (Mark Carpenter was not present.)

6. **EXECUTIVE SESSION: Convene into Executive Session in compliance with Texas Local Government Code, Section:**
  - (a) §551.072 Deliberation About Real Property – Project 227
  - (b) §551.072 Deliberation About Real Property – Project 118
  - (c) §551.072 Deliberation About Real Property – Project 324c
  - (d) §551.072 Deliberation About Real Property – Project 725
  - (e) §551.074 Personnel Matters – Annual performance review of Executive Director

Closed session began at 4:09 p.m. Mark Carpenter arrived during the discussion of item (a).

7. RECONVENE IN REGULAR SESSION and take any necessary action regarding items from Executive Session:

- (a) §551.072 Deliberation About Real Property – Project 227
- (b) §551.072 Deliberation About Real Property – Project 118
- (c) §551.072 Deliberation About Real Property – Project 324c
- (d) §551.072 Deliberation About Real Property – Project 725
- (e) §551.074 Personnel Matters – Annual performance review of Executive Director

Open session resumed at 5:19 p.m.

- (a) §551.072 Deliberation About Real Property – Project 227: John Paul Tallent made a motion to deliver a counteroffer to the seller of \$200,000 noting that 10 acres are unusable. Jim Bardwell seconded. Motion passed 5-0.
- (b) §551.072 Deliberation About Real Property – Project 118: Mark Carpenter made a motion to authorize the board president to engage a feasibility study by Langan for \$5,000. John Paul Tallent seconded. Motion passed 5-0.
- (c) §551.072 Deliberation About Real Property – Project 324c: John Paul Tallent made a motion to put the property up for sale at \$50,000. Mark Carpenter seconded. Motion passes 5-0.
- (d) §551.072 Deliberation About Real Property – Project 725: Mark Carpenter made a motion to spend up to \$3,000 to get the property appraised before going forward with any other options. Motion failed. John Paul Tallent made a motion to donate the property to Gladewater ISD. Danny Darden seconded. Motion passed 4-1. Mark Carpenter opposed.
- (e) §551.074 Personnel Matters – Annual performance review of Executive Director: John Paul Tallent made a motion to table the item. Jim Bardwell seconded. Motion passed 5-0.

8. DISCUSSION and POSSIBLE ACTION regarding Annual Review of City Accounting Services for GEDCO:

Jim Bardwell began the discussion by noting the arrangement had been met with a rocky start. He felt GEDCO was not prioritized as a customer since the service has been provided without charge. He recognized there had been issues between the personnel of both entities. All of which led to the question of whether the arrangement should continue. Mr. Bardwell explained he believed separation of the two entities to be better. Mark Carpenter was reticent and thought it best to keep the arrangement another year. Danny Darden commented that he did not desire to continue the arrangement if information was not being provided properly.

Charlie Smith was asked to weigh in from the city's perspective. Mr. Smith said it would be the city's pleasure to allow GEDCO to move forward with looking for an outside accounting firm. Scott Owens expressed his personal feelings on the matter, remarking it had not been a good experience. Mr. Smith thought the separation might dispel tension and improve GEDCO's relationship with the city. Mr. Bardwell concurred with Mr. Smith.

Mr. Owens stated the city would continue their obligation through the end of the '22-'23 fiscal year and GEDCO could transition October 1, 2023.

Mr. Bardwell recalled that when the mayor presented the offer of free accounting service last year, he and Mr. Tallent were not agreeable. Regardless, they decided to give it a chance. He said this might be a good time to seek bids.

Mr. Carpenter expressed a desire to hire from within Gladewater. The board agreed the search would include Gladewater but would not be limited to it. Mr. Smith advised looking outside of the city to avoid more conflict.

Jim Bardwell made a motion to acquire bids from CPA firms to take over GEDCO's accounting service with findings to be reported at the next meeting. Danny Darden seconded. Motion passed 4-1. Mark Carpenter opposed.

9. CONSIDERATION and POSSIBLE ACTION to approve 2023-2024 budget:

Michelle Palmer informed the board the revenue section and personnel expenses were not accurate on the proposed budget as she had not received numbers on those yet. Mark Carpenter mentioned the interest income was not accurate. Mrs. Palmer agreed. Mr. Carpenter stated the corporation is earning \$5,000 a month in CD interest. Mrs. Palmer reiterated the numbers in the revenue section were carried over from the previous year because she was not comfortable estimating them.

Danny Darden said he didn't think they had enough information at that point to accurately consider a budget. The board then went into discussion about obtaining correct numbers and holding a special session prior to the City Council's meeting on August 17<sup>th</sup>.


Jim Bardwell made a motion to table the item until the next special meeting. John Paul Tallent seconded. Motion passed 5-0.

10. ADJOURN:

Mark Carpenter made a motion to adjourn. Danny Darden seconded. Motion carried 5-0. Meeting adjourned at 5:42 p.m.

  
Michelle Palmer, Executive Director

ATTEST:

  
Danny Darden, GEDCO Secretary/Treasurer

