Minutes of the
TechShare Local Government Corporation
Board of Directors Meeting
Travis County Building
700 Lavaca Street, Room # 2.110, 2nd Floor
Austin, TX 78701
April 17, 2019 I 2:00 P.M.

1. Call to Order – Certification of Quorum. John Dahill recognized a quorum present and called the meeting to order at 2:00 p.m.

   The following members were present: Commissioner Dr. Theresa Daniel of Dallas County, Judge Glen Whitley of Tarrant County, Commissioner Robin Donnelly of Midland County, District Attorney Randall Sims (Judge Nancy Tanner proxy) of Potter County, and Justice Planning Executive Roger Jeffries (Commissioner Margaret Gomez proxy) of Travis County.

2. The Board considered the Bylaws for TechShare Local Government Corporation. On a motion made by Commissioner Dr. Theresa Daniel and seconded by Judge Glen Whitley, the following was approved:

   RESOLVED by the Board of Directors of the TechShare Local Government Corporation that the Bylaws are approved and adopted.

3. The Board considered the Election of Corporate Officers. The following individuals were elected unanimously:

   Chairman: Judge Glen Whitley
   On a motion made by Commissioner Dr. Theresa Daniel and seconded by Commissioner Robin Donnelly

   (Upon election, Judge Whitley chaired the remainder of the meeting.)

   Vice-Chairman: Commissioner Dr. Theresa Daniel
   On a motion made by Judge Glen Whitley and seconded by Commissioner Robin Donnelly

   Secretary: Commissioner Robin Donnelly
   On a motion made by Commissioner Dr. Theresa Daniel and seconded by Randall Sims

   Treasurer: Delayed

4. The Board discussed of Agreement with Texas Conference of Urban Counties for Staffing, Contract Compliance, and Corporate Operations.

5. The Board considered the appointment of Executive Director and Chief Financial Officer. On a motion made by Commissioner Dr. Theresa Daniel and seconded by Commissioner Robin Donnelly, the following was approved:

    RESOLVED by the Board of Directors of TechShare Local Government Corporation that John Dahill is appointed to serve as the Executive Director of the corporation, and that Leslie Fuller is appointed to serve as the Chief Financial Officer of the corporation.

6. The Board considered Persons Authorized to Conduct Financial Transactions for TechShare Local Government Corporation. On a motion made by Commissioner Robin Donnelly and seconded by Commissioner Dr. Theresa Daniel, the following was approved:

    RESOLVED by the Board of Directors of TechShare Local Government Corporation that effective immediately the following individuals shall have sole authority to conduct financial transactions on behalf of the TechShare Local Government Corporation, including, but not limited to, (1) opening one or more accounts, including savings and checking accounts; (2) signing checks, drafts, notes, acceptances and other instruments; (3) taking any action and/or giving in instructions in writing, verbally, electronically or otherwise, as provided in any agreement a financial institution; and (4) identifying, implementing and contracting with a financial institution for cash management products and services relating to an account and/or other general banking services for the benefit of the TechShare Local Government Corporation, including without limitation electronic funds transfer services, electronic information services, automated clearinghouse services, lockbox services, fraud prevention services, and automated sweep investment services:

    Authorized Individuals: John B. Dahill
    Executive Director
    Leslie Fuller
    Chief Financial Officer

7. The Board considered the Depository Account Internal Controls for TechShare Local Government Corporation. On a motion made by Commissioner Robin Donnelly and seconded by Commissioner Dr. Theresa Daniel, the following was approved:

    RESOLVED by the Board of Directors of the TechShare Local Government Corporation that the following Depository Account Internal Controls are adopted:

- The CFO will obtain the bank statements at the online banking portal after month end in order to timely produce accurate accounting records. The statements will be provided to the Executive Director for review of unusual items and investigation should any be found.
- All payees must be approved by the Chief Financial Officer before an account payable for the payee is established in the financial system.
- Disbursements of $150,000 or less require one authorized signature (or approval from one authorized individual in the case of ACH) and shall be authorized by the Chief Financial Officer, or the Executive Director if the Chief Financial Officer is unavailable.
- Non-payroll disbursements in excess of $150,000 require two authorized signatures (or approval from two authorized individuals in the case of ACH).
- Transfers between corporation bank accounts may be made only by the Executive Director or the CFO.
- The Executive Director shall review for appropriateness, bi-monthly, all cash and banking transactions.
- Bank reconciliations and any resulting adjustments shall be completed no later than 10 days after each month end.
- The bank reconciliations shall be prepared by the CFO and reviewed by the Executive Director. Each shall document their review and initial and date their reconciled statement.
- Each month the Treasurer shall review and approve: bank statements, bank reconciliations, and the monthly financial statements.
- Only the Executive Director and the Chief Financial Officer may be authorized signers on a depository account of the corporation. For transactions requiring one signature the chief financial officer shall sign the check or approve the transaction, unless the CFO is unavailable in which case the Executive Director shall sign or approve. For transactions requiring two signatures the chief financial officer and the Executive Director shall sign.
- No ATM cards or Debit Cards shall be issued to any individual on any accounts.
- No authorization may be given for payee-initiated transactions other than for the payroll service provider, if any.

8. The Board discussed the Fiscal Year 2019 Budget.

9. The Board considered Interlocal Agreements for Participation in TechShare for Stakeholders and Subscribers. On a motion made by Randall Sims and seconded by Commissioner Robin Donnelly, the following was approved:

    RESOLVED by the Board of Directors of TechShare Local Government Corporation that the Master Interlocal Agreement for Stakeholder Participation in TechShare and the Master Interlocal Agreement for Subscriber Participation in TechShare, versions 20190101, are approved.

10. The Board considered the 2019 Resource Sharing Addenda for TechShare Software Resources. On a motion made by District Attorney Randall Sims and seconded by Commissioner Dr. Theresa Daniel, the following was approved:

    RESOLVED by the Board of Directors of TechShare Local Government Corporation that the 2019 Resource Sharing Addenda for TechShare.Court, TechShare.Indigent Defense, TechShare.Juvenile, and TechShare.Prosecutor are approved.

11. The Board considered Subscriber costs for TechShare Software Resources. On a motion made by Commissioner Dr. Theresa Daniel and seconded by Commissioner Robin Donnelly, the following was approved:

    RESOLVED by the Board of Directors of the TechShare Local Government Corporation that the following are adopted:

    a. The attached SaaS Fee Schedule, including allocation metrics, is approved. Any exception to the use of the fee schedule for new local government Subscribers must be approved by the relevant Stakeholders for a Resource, and must at least cover marginal costs and contractual commitments; and,

    b. SaaS fees collected during for calendar year 2019 will be allocated as follows twenty-three percent (23%) will be recognized as “fees for services” as part of the maintenance and operations budget and seventy-seven percent (77%) will be “net SaaS revenue” under the Master Interlocal Agreement for Stakeholder Participation in TechShare.

12. The Board discussed the Current Status of TechShare Software Resources, Stakeholders, Subscribers, and Opportunities.

13. The Board discussed the Current TechShare Contracts for Services and Staffing.

The meeting adjourned at 3:12 p.m.

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Commissioner Robin Donnelly

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Date