

REGULAR MEETING
PALOMINO VALLEY GENERAL IMPROVEMENT DISTRICT
9732 Pyramid Hwy #407, Sparks, NV 89441

Thursday, April 20, 2023

MINUTES

Trustee Tom Baker called the regular meeting of the Palomino Valley General Improvement District (PVGID or GID) to order at 6:00 p.m. Thursday, April 20, 2023 at 21555 Pyramid Highway, Reno, Nevada.

1. **Roll Call:** Trustees present were Tom Baker, Greg Dennis (left at 6:27 p.m.), John Patterson, Dan Helton, and Don Otto. Also present were Shawn Kelly, Operations Manager (left at 6:15 p.m.); Cathy Glatthar, Assistant to the Board (by phone) (left at 6:15 p.m.); Vickie DiMambro, Assistant to the Secretary/Bookkeeper (left at 6:15 p.m.); and Patrick Mansfield, Legal Counsel (left at 6:26 p.m.).

Trustee Dennis asked if we could have an "Approval of the Agenda" item added to this agenda? He said he would like to make a motion to get rid of about half of the agenda items.

Cathy Glatthar explained the GID has not had such an item on their agenda, but there was an item at the bottom of the agenda that states:

NOTE: Items on the agenda may be taken out of order; the Board may combine two or more agenda items for consideration; and the Board may remove an item from the agenda or delay discussion relating to an item on the agenda at any time.

The matter did not go any further.

2. **Public Comment:**

Pam Roberts opined that the agenda is long, and the last meeting was long and lasted until 9:30 p.m. She commented that some of the public comments made at the last meeting were not proper; that public commenters are to address the Board and not other members of the public, and that public commenters should not criticize other members of the public. She added that if an item is removed from the agenda [or if discussion is delayed], the Board still needs to allow public comment on those items.

Trustee Otto reported a property owner had concerns about safety at the intersection of Amy and Whiskey Springs Roads. When the school bus is parked at that corner, it is difficult for drivers to see around the bus to their right when they are trying to make a left turn from Amy onto Whiskey Springs. He stated he spoke with someone at the [BLM] fire station and learned that the school buses used to use the parking area but too much noise was made and it disturbed sleeping firemen. Trustee Otto stated the person he talked to said they would reconsider the matter of allowing school buses to use their parking area as a bus stop.

Trustee Baker read a public comment submitted by Susan Ambrose (see attached). Ms. Ambrose commented about the lack of supporting documentation for agenda items, one Board member serving himself and not the entire District, and the perception that many of the agenda items were "directed at the employees."

Trustee Baker asked if there were any further public comments? Hearing no requests, he moved to the next agenda item.

3. Judicial/Government Affairs:

Patrick Mansfield read a "Declaration from contract workers, Cathy Glatthar and Vickie DiMambro, and Operations Manager, Shawn Kelly" (see attached). In the declaration they stated, in part, that they worked together as a team; that three Board members were taking unacceptable and detrimental actions, such as electing an inexperienced Trustee to be President of the Board; that two of the Trustees had deplorable attendance records; that one of the Trustees promoted self-serving interests; that one Board member had a vendetta against the Operations Manager and had created a hostile and toxic work environment for the employees. Without giving a timeframe, the team said they would resign if Trustee Baker did not step down as President and if Trustee Otto would not resign. In closing, the team said they would leave the meeting if the agenda was not modified.

Trustee Baker made a motion "to vote on accepting the resignations of the three people," and asked, "all in favor?"

Trustee Dennis interjected and said there wasn't even public comment.

Trustee Otto asked what item that was read under?

Mr. Mansfield answered Judicial/Government Affairs.

Trustee Otto asked who wrote it?

Mr. Mansfield answered it was a declaration from Cathy, Vickie, and Operations Manager, Shawn Kelly.

At this time, 6:15 p.m., Shawn Kelly, Vickie DiMambro, and Cathy Glatthar left the meeting.

Mr. Mansfield said if the Board was going to make it an actionable item, they had to do it the right way; they had to have public comment, if they were going to make a motion and act upon it [which includes having the motion seconded].

Public comment:

Larry Chesney asked who was going to take notes?

Trustee Dennis said the President was responsible.

Trustee Otto asked if we were going to record this?

Larry Chesney said if it wasn't recorded and notes weren't taken, it wasn't a legal meeting.

Trustee Otto said as long as we keep decorum; that the last meeting got out of hand and out of order.

Gretchen Miller stated she has been coming to these meetings for several years and opined there have been instances in the past when Board members have been borderline disrespectful to people in the audience. There's a changing of the guard and there are new officers that need to learn their positions.

Julie Osburn asked if there was a second on the motion?

Mr. Mansfield said they had to wait for a motion until after public comment.

Trustee Baker again made a motion, "to accept the resignations of the three people that are leaving."

Mr. Mansfield clarified that the request was that Trustee Baker step down as President.

Trustee Baker said that was not happening.

Mr. Mansfield added the other request was for Trustee Otto to resign.

Someone stated that was not happening.

Trustee Baker said, "they were going to have to get used to a change of the regime; the game is up."

Trustee Patterson interjected and stated we have an agenda and let's get to it.

Trustee Dennis said this still wasn't correct; that Trustee Baker still didn't know how to run a meeting.

Trustee Helton asked Trustee Dennis why he was yelling at Trustee Baker?

Trustee Dennis said it was because he was sick and tired of this Board and the way it was acting, and we have been fools to allow this to happen. It's real unfortunate that we have an individual with a vendetta, and Trustee Otto is getting what he wants right now. He said Trustee Otto begged him to work, for free, for the GID. That Trustee Otto wanted so much to be in charge of everything; it's disgusting.

Trustees Helton and Otto told Trustee Dennis that he was out of order.

Trustee Dennis said that's great because it's on the record. He continued and said Trustee Otto's recidivism is disrespectful. Trustee Otto keeps coming back with the same stuff, no matter how many times we've gone through this, Trustee Otto has to have his way, and he's got a vendetta that won't quit.

Mr. Mansfield made a statement about Board discussion and how he told the Board that he was not mediating anymore.

Public comment:

Ed Bliss, 3300 Right Hand Canyon Road, said he didn't really know what's going on with the Board, but all he knows is you have a really good worker in Shawn, and Chuck is really a good man to back Shawn up. Since Shawn has been with the GID, the roads have gotten much, much better. He opined that the Board needed to keep Shawn working and keep the good things going. He said he's been out here for 23 years, and the roads were [bad] 23 years ago; people don't remember that. There's people here that have done a lot of stuff for the Board and a lot of stuff for the people here and when you're talking about changing stuff; he's heard things, and people are not happy with [some of the changes]. He admitted not having all the facts, but he was just saying you got to listen to all of us, and you got to listen to Shawn, and then make these decisions on not maybe what you want or you think is right, but what's good for the whole valley and what's good for the GID. There's just too much [nonsense] going on and nobody's happy.

Trustee Baker asked Mr. Bliss what exactly would the [nonsense] be?

Mr. Bliss replied that you guys aren't satisfied with Shawn and how Shawn's managing the roads and that money is going into different places, rather than where it should be going and the like.

Trustee Baker said up to this point nothing has changed. He opined that this is not about that. This is about them not wanting new control. That's what it's about.

Trustee Dennis interjected and said this is about keeping an operation going and you three don't have a clue about how to run a facility. He said he had 45 people working for him, that he had \$2 billion worth of future funds; that he had to work with people and make sure things worked. He said you people don't even know how to look at a financial [statement]. He added that getting rid of somebody the way they did, they were just setting themselves up for a lawsuit.

Trustee Helton said we didn't get rid of anybody; they said they wanted somebody else gone or they were gonna quit, and they quit.

Trustee Baker said they threatened us.

Trustee Dennis said he guessed they were right; good for you.

Trustee Baker addressed someone and asked if they would feel surveillance cameras in a yard looking at equipment was bad, was divisive?

Trustee Dennis said it's very intrusive.

Trustee Helton said every single propane truck in the world has a camera in it.

Trustee Dennis disagreed.

Someone in the audience started speaking and Trustee Baker interrupted and asked the commenter to state his name. Trustee Baker then promptly retracted that and said, "don't even bother."

At 6:26 p.m., Mr. Mansfield said, "I resign" and he left the meeting.

The commenter said his name was Daniel [Gugich], 2700 Right Hand Canyon, said he found it interesting that there's so much disdain for having cameras watching assets and people in the yard, when you literally can't drive down the road without cameras looking at your car; cameras are everywhere. So what makes the valley where my money is going towards this equipment that I pay taxes on ... I would feel better knowing that there's cameras protecting the assets that take care of these roads, so what's the issue?

Trustee Dennis said everything has a cost.

Mr. Gugich asked what's the cost of something, damage or vandalism or something going on wrong in the yard, and we don't know about it?

At 6:27 p.m., Trustee Dennis said he was not [resigning], but he was leaving right now.

Trustee Patterson said we just have to go through the agenda.

Trustee Baker asked where they wanted to start?

Someone interjected and asked if the meeting was being recorded?

Trustee Patterson said the recorder was here and it was on.

Pam Roberts said they [the team of Cathy, Vickie, and Shawn] gave an ultimatum, they are not happy, obviously, with the leadership of the Board and ...

Shawn came in and took the recorder and stated, "this is the only recorder and it's out."

Note: Cathy Glatthar, Vickie DiMambro, and Shawn Kelly did not quit and did not give a timeframe for resigning if Trustee Baker did not step down as President, and if Trustee Otto did not resign. We, the team, said we would leave the meeting if the agenda was not modified. The agenda was not modified, and we left the meeting (as noted above). Also, no resignations were tendered by the three of us at this meeting.

Further Note: No one has come forward with any audio recording or notes taken, therefore, from this point forward, the minutes reflect information the Assistant to the Board has obtained from Trustee Patterson as to his recollection of what transpired, as follows:

- **2023 Chip Seal Rehabilitation Program:**

Trustee Patterson stated the construction/bid documents have been drawn up, an “Invitation to Bid” notice will be published on April 25, 2023, and the bid deadline is set for 3:00 p.m. on May 11, 2023. Hopefully we will have some bids to review and discuss at the May 18th meeting.

- **Roundtable Discussion:**

Trustee Patterson reported there was essentially a roundtable-type discussion, with audience participation. There was no action taken on any specific agenda item.

- **Adjournment:** The meeting adjourned at approximately 8:00 p.m.

Public comment for the April 20, 2023 GID meeting submitted by resident

Susan Ambrose

After reading the agenda for the April 20 meeting, I was left wondering why there was only support documentation provided for one item by John Patterson, and 1 item by Don Otto.

One item requested by the Operations Manager had no information as to what the Grass Valley Road ,West , Flood Damage Mitigation Project was all about . The remaining 5 requested items submitted by Don Otto had no analysis, rationale, support documentation to help the general public to understand the rationale for putting the items on the agenda. From the general public's perception it appears that one board member is being divisive, and attempting to serve himself, rather than all the constituents in the GID district. I also got the impression that most of the agenda items seemed to be directed at the employees, with surveillance system installation in the Maintenance yard , and request for employee use of a Smart phone with GPS tracking capability. Is this any different than placing a tracking device under someone's car? I'm quite alarmed by the content of the agenda and lack of transparency for the public.

Respectfully , Susan Ambrose

Declaration from contract workers, Cathy Glatthar and Vickie DiMambro,
and Operations Manager, Shawn Kelly

Dated April 20, 2023

Teamwork is the reason most organizations are successful, and the three of us work together, as a team, to ensure the administrative, bookkeeping, and operational work of the Palomino Valley General Improvement District (PVGID) is carried out.

At this time, we, as a team, believe it is necessary to address the unacceptable and detrimental actions taken by some of the Board members. Those actions have not only caused undue stress on us, but on our families, too.

With Trustees Otto, Helton, and Baker having the majority vote, the first action they took was to elect Trustee Baker as President of the Board. As clearly evident at the last two meetings, the Board should not be run by an inexperienced and unqualified Trustee who had only attended one meeting prior to the start of his term. The PVGID, statutorily, has staggered, 4-year terms, and there's sound reasoning behind that: staggered terms allow for continuity of the Board by ensuring there are several knowledgeable and experienced Trustees still on the Board while the new Trustees are learning how the PVGID, as a government entity, operates, and how meetings are properly and legally conducted.

Last year, the attendance of Trustees Otto and Helton was deplorable. Trustee Otto missed seven (7) meetings, and Trustee Helton missed ten (10) consecutive meetings. Also, for several years, when election of officers was on the agenda, Trustee Otto stated that he did not want to be an officer. However, now, with an essentially "given" majority vote, Trustee Otto is Vice President, and Trustees Otto and Helton have been in attendance at the meetings.

Trustees are supposed to advocate for the interests of all the constituents of the District. Yet, Trustee Otto repeatedly, and unashamedly, promotes his self-serving interests which is creating unnecessary turmoil and friction. It appears that Trustee Otto has a personal vendetta against Shawn and is continuously working to undermine Shawn's position as Operations Manager. Countless examples of this behavior can be found in prior meeting minutes. Cathy and Vickie object to these unwarranted attacks on Shawn by Trustee Otto, and stand united with Shawn.

Also, there are examples of apparent collusion by Trustees Otto, Helton and Baker (once as Trustee-elect) where they intentionally caused the cancellation of two meetings due to a lack of a quorum and manipulated the outcome of other meetings.

With this new majority in control and as Vice President of the Board, Trustee Otto has inundated staff with requests for information and has filled the monthly agendas with items he did not feel were handled to his satisfaction or that did not go his way in the past, and new agenda topics that will allow him to micro-manage staff.

We would also like to point out that a constituent, who has recently been coming to, and even riding with Trustee Otto to some of the meetings, has stated in meetings that he knows little about dirt road maintenance, and has been getting information directly from Trustee Otto on how road maintenance should be done. As a result, this constituent has made derogatory comments about staff and the PVGID. In addition, he acted very aggressively towards some audience members at the March 16, 2023 meeting. As the President of the Board, Trustee Baker should have called for a recess until decorum was restored; disruptive, disrespectful attendees should not be tolerated.

No Board member, employee/staff member, or constituent should be subjected to the embarrassing spectacle that these meetings have become. Therefore, Trustee Baker should step down as President, and either Trustee Dennis or Trustee Patterson should immediately step in and preside over this meeting.

Furthermore, Trustee Otto has created a hostile and toxic work environment, and he has been a negative force on this Board. Therefore, for the betterment of the District, he should resign from this Board.

We cannot continue to work under these conditions, so if Trustee Baker does not step down as President and Trustee Otto does not resign, we, as a team, will resign our positions, and the PVGID will lose this team who does the work that keeps this operation running.

In light of our above declaration, tonight's agenda needs to be modified to cover only the pertinent, necessary items, which means the removal of items 6.d. through 8.a. As noted at the bottom of the agenda, this is within the Board's power, and is in accordance with the open meeting laws. If this does not happen, then the three of us will be leaving this meeting and the Board will be responsible for all of the administrative tasks (i.e. take notes of what transpires during the meeting and be responsible for the recording of the meeting).