

**THE BOARD OF TRUSTEES OF THE
SMITHVILLE INDEPENDENT SCHOOL DISTRICT**

**RESOLUTION TO DELEGATE AUTHORITY REGARDING COLORADO
RIVER COOPERATIVE AGREEMENTS**

WHEREAS, the Board of Trustees of the Smithville Independent School District has previously authorized and executed the Interlocal Agreement for the Colorado River Cooperative to operate certain aspects of their special education program for students with disabilities under the authority of Texas Education Code Sections 11.157 and 11.1511(c)(4) and Section 791.002 *et seq.* of the Texas Government Code;

WHEREAS, the La Grange Independent School District has and continues to serve as the Fiscal Agent for the Colorado River Cooperative;

WHEREAS, the Colorado River Cooperative is governed by a Management Board comprised of the Superintendent of Schools for each Member District;

WHEREAS, the Texas Legislature repealed Texas Education Code 29.007, which effectively removes authority of the Commissioner of Education over cooperative agreements previously referred to as Shared Services Arrangement Agreements, including procedures previously promulgated by the Texas Education Agency requiring execution of such Agreements by each District's Board of Trustees;

WHEREAS, school districts still maintain the authority to enter into interlocal agreements under the authority of Texas Education Code Sections 11.157 and 11.1511(c)(4) as well as Texas Government Code Annotated Section 791.001 *et seq.*, and such authority to enter into interlocal agreements may be delegated by the Board of Trustees to the Superintendent or designee to represent and make all decisions required as part of the Management Board of the Colorado River Cooperative Agreement without need for further approval of the Board of Trustees, with the exception of any changes to the District's participation in same or potential or anticipated litigation;

WHEREAS, current and future changes to the Colorado River Cooperative Agreement require the counsel and services of a law firm to preserve the rights and responsibilities of each party to continue to work in a cooperative manner to acquire personnel, equipment, and contracted services so special education services may be provided to students, transitions ongoing services provided by the Colorado River Cooperative;

WHEREAS, the law firm of Walsh Gallegos Treviño Kyle & Robinson P.C. ("Walsh Gallegos") is requested by the Member Districts for joint representation given the shared common interest revising the Agreement as needed based on changes in policies, practices, and procedures as well as any future changes in the law;

WHEREAS, prior written consent of all Member Districts (except for Member Districts represented by other legal counsel), including current clients of the firm, is required to engage the law firm's representation along with acknowledgments by the Member Districts that each,

- a. is not aware of any existing conflict of interest that impacts joint representation (such as pending litigation with another District or adverse interests in the drafting of the Interlocal Agreement, etc.);
- b. will inform the law firm if a conflict of interest or potential conflict of interest arises during the pendency of the joint representation;
- c. agrees to a limited waiver of the attorney-client privilege as to information learned by the law firm as part of its joint legal representation but only as between jointly represented Member Districts and strictly related to its representation regarding the drafting and revising of the Cooperative Agreement (the attorney-client waiver does not apply to third parties or other areas of representation); and
- d. delegates the authority to provide future consents for multiple party legal representation on this matter to the Superintendent of Schools.

WHEREAS, Walsh Gallegos has disclosed that the potential for a conflict of interest may arise in joint representation of clients and that it,

- a. is not aware of a conflict of interest that would prevent the firm from undertaking this representation,
- b. will notify the jointly represented Member Districts and if it becomes aware of a potential or actual conflict of interest, and
- c. will withdraw from this representation upon client request or should an actual conflict of interest arise to include threatened or actual litigation among jointly represented Member Districts with regard to the Cooperative Agreement;

BE IT RESOLVED THAT, the Board of Trustees approves the following by majority vote:

1. The statements in the Preamble of this Resolution are found to be true and correct;
2. The Board of Trustees delegates and authorizes the Superintendent of Schools to:
 - a. Serve and represent the District on the Colorado River Cooperative Management Board, with delegated authority to take all necessary program action with the exception of withdrawing the District from membership and anticipated or potential litigation, which is reserved for board action;
 - b. Negotiate and approve revisions to the current Cooperative Agreement so that it is fully compliant with current law, policies, and procedures;
 - c. Negotiate and approve future revisions to the Cooperative Agreement as needed;
 - d. Execute the Cooperative Agreement and future amended Cooperative Agreements without need for action by the Board of Trustees; and
 - e. Provide future written consent to the law firm of Walsh Gallegos for continued or future joint representation on revisions to the Cooperative Agreement;

3. Agrees and approves to retain the law firm Walsh Gallegos Treviño Kyle & Robinson P.C. for joint representation of all Member Districts, except for Member Districts represented by other counsel, for legal counsel and service in current and future drafting an Interlocal Agreement; and
4. Sufficient written notice of the date, time, place and subject of the meeting of the Board of Directors was posted pursuant to Chapter 551, Texas Government Code, and the meeting was open to the public as required by law including the consideration and vote taken related to this Resolution.

Adopted by the vote of the majority of members of the Board of Trustees of the Smithville ISD present and voting at an open meeting of the Board on the _____ day of _____, 2022, at which a quorum was present.

BY: _____
BOARD PRESIDENT

BY: _____
BOARD SECRETARY

CERTIFICATE FOR RESOLUTION

I hereby certify that the foregoing Resolution was presented to the Board of Trustees of the Smithville Independent School District during a meeting on _____, 2022. A quorum of the Board of Trustees being then present, it was then duly moved and seconded that the Resolution be adopted, and such Resolution was then adopted according to the following vote:

Ayes: _____
Nays: _____
Abstentions: _____

To certify which, witness my hand and the official seal of the District this _____ day of _____, 2022.

_____, Secretary, Board of Trustees
Smithville Independent School District