

**WEST MADISON UTILITY DISTRICT BOARD OF
COMMISSIONERS SPECIAL MEETING
JULY 22, 2025**

BE IT REMEMBERED that the regular meeting of the Board of Commissioners of the West Madison Utility District was duly convened, held and conducted on July 22, 2025, in the offices of Utility Contractors, 1078 Gluckstadt Road, Suite 200, Madison, Mississippi, as follows to wit:

The President of the Board, B. W. "Sammy" Brown, presided and called the meeting to order. The following members were present:

Commissioner B. W. "Sammy" Brown
Commissioner Scott Rye
Commissioner Ernest Odom
Commissioner Mary Mitchell Rushing

Absent: Commissioner Carolyn Andrews

Also Present: WMUD Operator, K. T. Newman

The Board President announced that the members of the Board present constituted a quorum and declared the meeting duly convened. Commissioner Brown asked Commissioner Ernest Odom to open the meeting with a prayer.

RE: Approval of the July 22, 2025 Agenda

Commissioner Sammy Brown made a motion to approve the agenda for the July 22, 2025 Special Board Meeting; the motion was seconded by Commissioner Ernest Odom. All Commissioners voted "aye" and the motion passed. The Agenda for the July 22, 2025 meeting is hereby approved.

RE: Changes to the Policies and Procedures Manual

Commissioner Sammy Brown asked if anyone had any questions regarding the changes to the Policies and Procedures Manual as reflected in the attachment provided at the meeting. There being no questions, Commissioner Sammy Brown asked for a motion to approve the changes to the Policies and Procedures Manual. Commissioner Scott Rye made the motion and Commissioner Ernest Odom seconded the motion. All commissioners present voted "aye" and the motion passed.

RE: Motion to Censure and Resolution Regarding Said Motion

Commissioner Sammy Brown asked that Commissioner Ernest Odom read the Motion to Censure, as follows:

Board members have a duty to act in the best interest of West Madison Utility District (WMUD) on a continual basis. Board members are responsible for setting the direction for the district, establishing and supporting the policies and structure of the district, and overseeing the financial resources necessary to fund the district. To ensure adequate funding to provide quality services and infrastructure to its community, the WMUD Board must impose sufficient rates; this falls squarely on the Board members. The Board of Commissioners must ensure sound fiscal policy exists and that practices and controls are in place.

Carolyn Andrews has lost the confidence of the WMUD Board, and therefore, a motion of censure is made against Commissioner Carolyn Andrews for the following reasons:

1. Commissioner Andrews constantly disrupts the meetings creating unnecessary distractions that impedes the Board's decision-making process.

2. Commissioner Andrews is disrespectful in her behavior towards other board members such as calling Commissioner Ernest Odom a "bully" and telling him to "be quiet" at several past Board meetings, and also telling everyone in attendance that three Board members control the Board and she is not informed and is not in agreement with the Board's actions.

3. Commissioner Andrews does not adhere to WMUD's values and policies.

- a. WMUD formally adopted Robert's Rules of Parliamentary Procedure (also referred to as Robert's Rules of Order) in 2016-2017 for its Board meetings. Commissioner Carolyn Andrews has repeatedly interrupted other Commissioners who have the floor, and on occasions would not yield the floor back to the President of the Board when asked to do so. The May 13 2025 meeting was adjourned due to the fact that Commissioner Andrews would not yield the floor to the President, Commissioner Brown, so that he could answer the questions being asked by Rosie Medlock with "Concerned Community People" (CCP).

- b. Commissioner Andrews has constantly delayed the WMUD Board from adhering to its agenda by picking apart certain aspects of the financial report and asking "questions" that she should be able to answer on her own by looking at current and past financial statements. Furthermore, Commissioner Andrews votes "no" on accepting the Board meeting agenda and approving the consent agenda items regularly.

4. Commissioner Andrews attended the May 19, 2025 Board of Supervisors meeting, but stated she represented CCP and that she disagreed with WMUD's adoption of its new rates, which had been formally adopted by a majority of the WMUD Board. (NOTE: Commissioner B. W. "Sammy" Brown attended that same meeting representing WMUD and explained the necessity of the new water and sewer rates to be implemented.) Commissioner Carolyn Andrews further stated that she (not WMUD) had requested a rate study to be performed by Mississippi Rural Water Association (MsRWA). MsRWA did not realize that the request was from Commissioner Andrews as an individual on behalf of CCP and not from WMUD as a Board. This is a major overstep of a Board member.

5. Commissioner Carolyn Andrews is trying to undermine the decisions of the WMUD Board of Commissioners by undercutting its decisions and acting defiantly . She has openly acted to recruit others to object to WMUD's decision regarding its rate increase decision, which has been reinforced by documentation in regard to its necessity, as well as by a separate rate study performed by MsRWA.

6. Commissioner Carolyn Andrews has accused other Board members of unprofessional and unethical conduct in her Feb. 24, 2025 email, to which the

other Board members strenuously object and a response was issued Feb. 27, 2025 by Commissioner B. W. "Sammy" Brown, Board President.

7. Commissioner Carolyn Andrews has accused the Board of acting in such a manner that she and former Commissioner Joyce Monroe were not informed about decisions being made by WMUD in an April 9, 2025 email, which was responded to by Commissioner B. W. "Sammy" Brown, Board President, on April 21, 2025. Commissioner Andrews again in a June 5, 2025 email stated that Commissioner Brown, Commissioner Odom and Commissioner Rye have made decisions without input from her and former Commissioner Joyce Monroe. It should be noted that WMUD Board actions are acted on by the Board at the WMUD Board meetings and reflected in the minutes.

8. After former Commissioner Scott Colson resigned at the September 10, 2024 board meeting, and former Commissioner Larry Bennett resigned September 11, 2024, Commissioner Carolyn Andrews "appointed" herself Treasurer of WMUD. There is nothing in the Board minutes regarding election of officers after Commissioner Scott Colson and Commissioner Larry Bennett resigned. Commissioner Carolyn Andrews acted as Treasurer and signed checks on behalf of WMUD for several months before the formal election of officers occurred at the January 16, 2025 Special Board meeting. Commissioner Andrews further "appointed" former Commissioner Joyce Monroe as Interim Board President via email after former Commissioner Cordell Spires resigned on January 2, 2025. Again, there are no minutes reflecting election of officers by the Board after the resignation of Commissioner Scott Colson and Commissioner Larry Bennett or Commissioner Cordell Spires until the January 16, 2025 Special Board meeting.

Commissioner Ernest Odom finished reading the above, and Commissioner B. W. "Sammy" Brown then stated the following:

Therefore, I, B.W. "Sammy" Brown put forth a motion to censure Commissioner Carolyn Andrews for her heretofore named actions, and further, to ask that the Board of Commissioners make a formal request that the Board of Supervisors investigate the means by which Ms. Carolyn Andrews can be removed from her position as a member of the West Madison Utility District Board of Commissioners, and that the Board of Supervisors take appropriate action to remove Carolyn Andrews as a member of the Board of Commissioners of West Madison Utility District.

Commissioner Ernest Odom seconded the Motion to Censure with all commissioners voting "aye". The Motion to Censure is hereby passed and adopted.

Commissioner Sammy Brown then asked for a motion to adopt the Resolution regarding the Motion to Censure. Commissioner Ernest Odom made the motion to pass the "Resolution of the Board of Commissioners of the West Madison Utility District Regarding Motion to Censure Commissioner Carolyn Andrews"; the motion was seconded by Commissioner Scott Rye. All commissioners voted "aye". The Resolution is hereby passed and adopted.

RE: GRAY GOODMAN WATER LINE

K. T. Newman provided the Board with an estimate regarding the Gray Goodman water line (as well as two other projects that will be discussed at a later date). Commissioner Brown gave a short history regarding the past sewer spill from WMUD's main sewer line on Mr. Goodman's property. He stated that he felt West Madison Utility District bears the responsibility for the sewer spill, and to eliminate future issues with the land owners, West Madison Utility District will need to agree to install a water line to Mr. Goodman's property. The property owners will pay the required meter deposit. Commissioner Scott Rye made the motion to install the water line and the motion was seconded by Commissioner Ernest Odom. All commissioners voted "aye" and the motion passed.

There being no further business to discuss, Commissioner Sammy Brown made the motion to adjourn. The motion was seconded by Commissioner Scott Rye. All commissioners voted "aye". The motion carried and the meeting was adjourned.

Minutes Prepared by: Letitia Reeves

Approved By: _____

B. W. "Sammy" Brown

Date: _____