

**Minutes of Meeting  
Board of Directors  
Kaufman County Fresh Water Supply District No. 1-D**

**January 9, 2020**

The Board of Directors ("Board") of Kaufman County Fresh Water Supply District No. 1-D (the "District"), met in regular session, open to the public, on Thursday, January 9, 2020, at 12:00 p.m. at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, an official meeting place outside the boundaries of the District. The roll was called of the duly appointed members of the Board, to wit:

Meg Bittner	President
Jenny Berry	Vice President
Heather Aubrey Baker	Secretary
Kellye Dakil	Treasurer/Asst. Secretary
Connie Christensen	Assistant Secretary

All members of the Board were present at the commencement of the meeting. Also attending the meeting were: Mr. John Kissling, member of the Board of Directors of Kaufman County Fresh Water Supply District No. 1-B ("KC1B"); Mr. Jason Kaup, and Mr. Darryl Coleman, members of the Board of Directors of Kaufman County Fresh Water Supply District No. 1-C ("KC1C"); Mr. Bryant Caswell, P.E., and Ms. Karena Hauter, P.E. of BGE, Inc. ("BGE"); Mr. Cameron Robinson of Inframark, LLC ("Inframark"); Ms. Kerry Tovery of Dye & Tovery, LLC ("D&T"); Mr. RL Lemke of Pillar Income Asset Management; and Ms. Sarah Landiak, attorney, and Ms. Genny Lutz, paralegal, with Winstead PC.

1. Call to Order. The meeting was called to order at 12:03 p.m. Ms. Landiak noted that a quorum was present, and evidence was presented that public notice of the meeting had been given as required by law.
2. Public Comments and Communications. Director Bittner opened the meeting to public comment. Hearing none, Director Dakil moved that the Board close the public comment session. Director Berry seconded said motion, which carried unanimously.
3. Minutes of Board Meeting held on December 5, 2019. Following a discussion, Director Dakil moved that the Board approve the Minutes of the December 5, 2019 Board of Directors meeting, as transcribed. Director Berry seconded said motion, which carried unanimously.
4. Engineer's Report. Ms. Hauter presented to and reviewed with the Board copies of an Engineer's Report, prepared by BGE a copy of which is attached hereto as Exhibit "A". Ms. Hauter next discussed the status of construction and improvements within the District.

Ms. Hauter next presented to and reviewed with the Board copies of Pay Estimate No. 6 for \$34,962.75 from KIK Underground, LLC, for utility improvements in Windmill Farms Phase 4B. Following a discussion, Director Dakil moved that the Board approve Pay

Estimate No. 6, as presented. Director Christensen seconded said motion, which carried unanimously.

Ms. Hauter next presented to and reviewed with the Board copies of Pay Estimate No. 6 (and final) from Obra Ramos Construction, LLC in the amount of \$89,868.25 for earthwork improvements in Windmill Farms Phase 4C. Following a discussion, Director Berry moved that the Board approve Pay Estimate No. 6, as presented. Director Christensen seconded said motion, which carried unanimously.

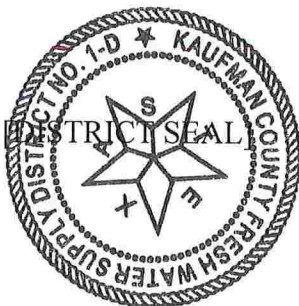
Ms. Hauter next presented to and reviewed with the Board copies of Change Order No. 3 from Interstate Pipeline Utility Construction, LLC for \$35,533.25 for utility improvements in Windmill Farms Phase 4C. Following a discussion, Director Berry moved that the Board approve Change Order No. 3, as presented. Director Christensen seconded said motion, which carried unanimously.

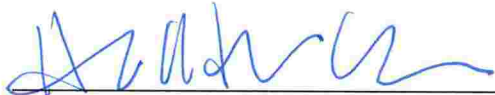
Ms. Hauter next presented to and reviewed with the Board copies of Pay Estimate No. 6 for \$18,982.80, and Change Order No. 1 in the amount of \$21,092.00 from KIK Underground, LLC, for utility improvements in Windmill Farms Phase 6A. Following a discussion, Director Berry moved that the Board approve Pay Estimate No. 6, and Change Order No. 1, as presented. Director Christensen seconded said motion, which carried unanimously.

Ms. Hauter next discussed with the Board a request from W&R Properties, Inc. for a utility commitment to serve a proposed convenience store to be built on a 2.0 acre tract located within the District, a copy of which is attached to the Engineer's Report. Following a discussion, Director Dakil moved that the Board authorize the District's Engineer to submit the appropriate utility commitment confirmation to W&R Properties, Inc. Director Berry seconded said motion, which carried unanimously.

5. Operator's Report. Mr. Robinson presented to and reviewed with the Board copies of an Operations and Maintenance Report prepared by Inframark, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Christensen moved that the Board accept the Operator's Report. Director Berry seconded said motion, which carried unanimously.
6. Developer's Report. Mr. Lemke discussed plans for construction of a convenience store, and restaurant. Next, Mr. Lemke reported on current and future development within the Windmill Farms subdivision. No formal action was taken by the Board.
7. Agreement for Maintenance of Detention Ponds. The Board deferred action on the matter.
8. Bookkeeper's Report. Ms. Toverly presented to and reviewed with the Board copies of the District's bookkeeping report prepared by Dye & Toverly LLC, attached hereto as Exhibit "C". Following a discussion, Director Dakil moved that the Board (i) approve the bookkeeper's report as presented; and (ii) authorize payment of checks as listed in the report. Director Christensen seconded said motion, which carried unanimously.

9. Amended Order Establishing Public Comment Policy. Ms. Landiak presented to and reviewed with the Board copies of the proposed Order Establishing Public Comment Policy, attached hereto as Exhibit "D". Following a discussion, Director Berry moved that the Board adopt the Order as presented. Director Christensen seconded said motion, which carried unanimously.
10. Resolution Granting a Franchise to Furnish and Supply Gas to the General Public in the District. The Board deferred action on the matter.
11. Supplemental Agenda – Order Calling Directors Election for May 2, 2020. Following a discussion, Director Christensen moved that the Board call a Directors Election, and authorize notice related thereto. Director Berry seconded said motion, which carried unanimously.
12. Discuss tentative date for next meeting. Upon motion duly made, seconded and unanimously carried, the Board scheduled the next meeting for Thursday, February 6, 2020, at 12:00 noon, at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201.
13. Members of the Board acknowledged requests from the following Directors related to clarification, or formal name changes. (a) Director Bittner's formal name change from Meg Bittner to Alice D. Bittner; (b) Director Berry's formal name change from Jenny Berry to Jenny Berry-Woods; and (c) Director Dakil's name change from Kellye Dakil to Kellye Teal.
14. After noting no further business to come before the Board, Director Christensen moved that the meeting be adjourned. Director Dakil seconded said motion, which carried unanimously. The meeting adjourned at 12:23 p.m.



  
Secretary