

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

April 2, 2020

The Board of Directors (the "Board") of Kaufman County Fresh Water Supply District No. 1-D (the "District") met in regular session by audio conference, open to the public, on Thursday, April 2, 2020 at 12:00 noon.

Mr. Ross Martin, General and Bond Counsel for the District, announced that the Meeting would be conducted by audio conference to mitigate the spread of COVID-19. Mr. Martin confirmed that Meeting participants would observe guidance provided by the Texas Attorney General's office to suspend certain requirements of the Texas Open Meetings Act. Mr. Martin next stated that (i) Notice of the Meeting was given in accordance with Chapter 551, Government Code, and Chapter 49, Texas Water Code, as amended by the Governor's Order and Attorney General's guidance; (ii) the Meeting was being conducted in a transparent and accessible manner; (iii) Meeting packets were distributed to all participants and made available to the public; and (iv) the Meeting would be recorded and available for electronic distribution upon request.

The roll was called of the members of the Board to-wit:

Alice D. Bittner	President
Jenny Berry Woods	Vice President
Heather Aubrey Baker	Secretary
Kellye Teal	Treasurer/Asst. Secretary
Connie Christensen	Assistant Secretary

All Directors were present by audioconference at the commencement of the meeting. The following individuals were also recorded as present by audioconference: Mr. John Kissling, member of the Board of Directors of Kaufman County Fresh Water Supply District No. 1-B; Mr. Bryant Caswell, P.E. and Ms. Karena Hauter, P.E. of BGE, Inc. ("BGE"); Mr. Cameron Robinson and Ms. Vaite Paavilainen of Inframark, LLC ("Inframark"); Ms. Kerry Tovery of Dye & Tovery, LLC ("D&T"); Mr. RL Lemke of Pillar Income Asset Management; Ms. Nicole Roemer of Community Waste Disposal, LP; and Mr. Ross Martin, attorney, and Ms. Genny Lutzell, paralegal, with Winstead PC.

1. Call to Order. The meeting was called to order at 12:04 p.m.
2. Public Comments and Communications. Director Bittner opened the meeting to public comment. Hearing none, Director Christensen moved that the Board close the public comment session. Director Baker seconded said motion, which carried unanimously.
3. Minutes of March 5, 2020 Board Meeting. Following a discussion, Director Woods moved that the Board approve the Minutes of the March 5, 2020 Board of Directors meeting, as transcribed. Director Christensen seconded said motion, which carried unanimously.

4. Engineer's Report. Ms. Hauter 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 reviewed with the Board the following Change Order, and Pay Estimate from Glenn Thursman, Inc. for paving improvements in Windmill Farms Phase 4B: (i) Change Order No. 4 in the amount of \$38,804.00; and (ii) Pay Estimate No. 3 in the amount of \$72,071.10. Following a discussion, Director Christensen moved that the Board approve Change Order No. 4, and Pay Estimate No. 3, as discussed. Director Teal seconded said motion, which carried unanimously.

Ms. Hauter next reviewed with the Board Change Order No. 2 from RPMx Construction, LLC in the amount of \$2,760.00 for earthwork improvements in Windmill Farms Phase 4D-1. Following a discussion, Director Teal moved that the Board approve Change Order No. 2, as discussed. Director Christensen seconded said motion, which carried unanimously.

5. Operator's Report. The Board recognized Mr. Robinson who reviewed with the Board an Operations and Maintenance Report prepared by Inframark, a copy of which is attached hereto as Exhibit "B". Mr. Robinson noted that four homes are currently occupied within the District, and model homes remain open for viewing. Following a discussion, Director Christensen moved that the Board accept the Operator's Report. Director Teal seconded said motion, which carried unanimously.
6. Developer's Report. Mr. Lemke briefed the Board on the status of prospective homebuyers, construction of single-family homes, and occupied homes within the District. No formal action was taken by the Board.
7. Discussion Regarding Trash Collection Services. Mr. Martin reviewed with the Board a proposed Contract with Community Waste Disposal, LP for Collection of Solid Waste & Recyclables ("CWD Contract"), a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Christensen moved that the Board authorize approve the CWD Contract, as discussed. Director Teal seconded said motion, which carried unanimously.
8. Amendment to District's Facility Charges, Water and Wastewater Service Rates and Tap Fees, and Adopt Certain General Policies with respect to the District's Water, Wastewater, and Drainage Systems ("Rate Order"). Mr. Martin reviewed with the Board an amendment to the District's Rate Order, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Christensen moved that the Board approve the Rate Order, as presented. Director Baker seconded said motion, which carried unanimously.
9. Review and Approve Second Amendment to Joint Utility and Wholesale Allocation Agreement. Mr. Martin discussed the matter with the Board. The Board deferred action on the matter.
10. Bookkeeper's Report. Ms. Toverly presented to and reviewed with the Board copies of the District's bookkeeping report prepared by D&T, attached hereto as Exhibit "E". Following

a discussion, Director Christensen moved that the Board (i) approve the bookkeeper's report as presented; and (ii) authorize payment of checks as listed in the report. Director Woods seconded said motion, which carried unanimously.

11. Authorize Bookkeeper to Disburse Funds Approved on the Bookkeeping Report Pursuant to Section 49.151, Texas Water Code. Mr. Martin discussed the matter with the Board, noting that pursuant to Section 49.151(a) Texas Water Code, the Board of Directors typically disburses funds by checks, draft, order, or other instruments signed by a majority of the Directors. Next, Mr. Martin stated that due to the current suspension of in-person meetings of political subdivisions such as the District, the Board may elect to authorize the bookkeeper to sign disbursements. Following a discussion, Director Christensen moved that the Board authorize the bookkeeper to sign disbursements on behalf of the Board of Directors of the District, noting that said authorization would terminate upon motion of the Board when the declared State of Disaster ceases. Director Berry seconded said motion, which carried unanimously.
12. Review and Acknowledge Correspondence from McCall Gibson Swedlund Barfoot PLLC ("McCall Gibson") in connection with auditor services for fiscal year ending March 31, 2020. Mr. Martin discussed the matter with the Board, noting that McCall Gibson has provided notice of its intent to prepare an annual financial report for fiscal year ended March 31, 2020 under the terms of an evergreen audit engagement letter with the District dated February 7, 2019. Following a discussion, Director Bittner moved that the Board authorize McCall Gibson to prepare an annual financial report for fiscal year ended March 31, 2020. Director Christensen seconded said motion, which carried unanimously.
13. Discuss tentative date for next meeting. Upon motion duly made, seconded and unanimously carried, the Board scheduled the next meeting for Thursday, May 7, 2020, at 12:00 noon, location to be determined.
14. After noting no further business to come before the Board, Director Christensen moved that the meeting be adjourned. Director Teal seconded said motion, which carried unanimously. The meeting adjourned at 12:26 p.m.



/s/ Heather Aubrey Baker
Secretary