

**MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

VINEYARD MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The Board of Directors (the “Board” or the “Board of Directors”) of Vineyard Municipal Management District No. 1 (also sometimes referred to herein as the “District”) met in special session, open to the public, 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, outside the boundaries of the District on January 21, 2020, and the roll was called of the members of the Board to-wit:

Kathy Parker	President
Stephen Wohn	Vice President
Lindsey Tootle	Secretary
Jessica Roth	Assistant Secretary
Steven Pierret	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Tootle. All Directors present voted on all items that came before the Board. Also present were: Ms. Sarah Landiak, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC, attorneys for the District; Ms. Kerry Tovery and Ms. Kathleen Martinez of Dye & Tovery, LLC, the District’s bookkeeper; and Ms. Sandy Owens of Hoque Global, Inc., a developer of lands within the District.

The meeting was called to order at 1:05 p.m., and evidence was presented that public notice of such meeting had been given as required by law.

1. The Board first called for public communications or comment. Hearing none, the Board closed the public comment section of the agenda.

2. The Board next considered and reviewed the Minutes of the March 29, 2018, Board of Directors meeting. Following a discussion, Director Wohn moved that the Board approve the Minutes of the March 29, 2018 Board of Directors meeting, as presented. Director Parker seconded said motion, which carried unanimously.

3. The Board next recognized Ms. Owens, who updated the Board with regard to development matters within the District. Ms. Owens noted that some lots are in the process of being replatted and a boutique hotel is in planned within the District. No formal action was taken by the Board.

4. In the absence of an engineer representative, the Board deferred action on an engineer's report.

5. The Board next recognized Ms. Tovery, who presented to and reviewed with the Board two engagement letters prepared by Dye & Tovery, LLC, for accounting services for the District and preparation of the District's annual financial reports, copies of which are attached hereto as Exhibit "A" and Exhibit "B" respectively. Following a discussion, Director Wohr moved that the Board improve the engagement of Dye & Tovery, LLC. Director Roth seconded said motion, which carried unanimously.

6. The Board continued to recognize Ms. Tovery, who presented to and reviewed with the Board copies of a Bookkeeping Report dated January 21, 2020, a copy of which is attached hereto as Exhibit "C". Ms. Tovery also recommended that the Board close its current general operating account at Bank OZK (formerly Bank of the Ozarks) and transfer funds to a new operating account at Central Bank. Following a discussion, Director Pierret moved that the Board (i) approved the bookkeeping report; (ii) authorized the payment of bills as listed thereon, and (iii) approve the closing of the general operating account at Bank OZK and opening of a new general operating account at Central Bank as recommended by the District's Bookkeeper. Director Wohr seconded said motion, which carried unanimously.

7. The Board continued to recognize Ms. Tovery, who presented to and reviewed with the Board the District's 2018 and 2019 annual financial reports, copies of which are attached hereto as Exhibit "D" and Exhibit "E" respectively. Following a discussion, Director Parker moved that the Board (i) ratify and approve the District's 2018 annual financial report; and (ii) approve the District's 2019 annual financial report. Director Wohr seconded said motion, which carried unanimously.

8. The Board next considered the supplemental agenda. Ms. Landiak presented to and reviewed with the Board an Order Calling Directors Election, a copy of which is attached hereto as Exhibit "F". Following a discussion, Director Parker moved that the Board (i) approve the Order as presented; and (ii) authorize distribution of the Notice of Election. Director Wohr seconded said motion, which carried unanimously.

9. There being no further business to conduct and upon motion by Director Wohr, seconded by Director Parker and unanimously carried, the meeting was adjourned at 1:21 p.m.

[Signature Page Follows]

APPROVED AND ADOPTED this 3rd day of March, 2020.



A handwritten signature in blue ink that reads "Steven R. Pierret".

Steven R. Pierret, Assistant Secretary
Board of Directors

Vineyard Municipal Management District No. 1