

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

THE STATE OF TEXAS §
COUNTY OF WISE §
ROLLING V RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2 §
OF WISE COUNTY

The Board of Directors (the "Board") of Rolling V Ranch Water Control and Improvement District No. 1 of Wise County (the "District") met in special session, open to the public, at 4001 Maple Avenue, Suite 270, Dallas, Texas 75219, an office of the District outside the boundaries of the District, on April 11, 2022, and the roll was called of the members of the Board to-wit:

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

Adam Portacci	President
Will Frazier	Vice President
VACANT	Secretary
Sam Dethrow	Assistant Secretary
Robert Gojuangco	Assistant Secretary

All members of the Board were present with the exception of Director Portacci, thus constituting a quorum. Also present were Mr. Ross Martin, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC ("Winstead"); Mr. Daniel Rawls of LJA Engineering, Inc. ("LJA"); Ms. Brandi Galindo of Dye & Toverly, LLC; Mr. Peter Pincoffs of PMB Capital Investments ("PMB"); and Mr. Ramsey Bell, a landowner within the District.

The meeting was called to order at 12:01 p.m.

1. The Board next called for any public communications or comments. Hearing none, Director Frazier moved that the Board close the public comment portion of the agenda. Director Dethrow seconded said motion, which carried unanimously.

2. The Board next reviewed the Minutes from the March 1, 2022, Board of Directors meeting. Following a discussion, and upon motion by Director Gojuangco, seconded by Director Frazier and unanimously carried, the Board approved the minutes as presented.

3. The Board next considered the appointment of a Director to fill the vacancy on the Board. Ms. Landiak announced that Mr. Ramsey Bell, a property owner within the District, has expressed his desire to serve on the Board of Directors. Following a discussion, Director Dethrow moved that the Board (i) appoint Mr. Bell to the Board of Directors to serve as Secretary for the remainder of the term expiring on May 4, 2024; and (ii) adopt an Order declaring the same. Director Gojuangco seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Pincoffs, who updated the Board with regard to development within the District, reporting that lots in Phase 1 will be ready for walkthroughs with homebuilders in 2-3 weeks. No formal action was taken by the Board.

5. The Board next recognized Mr. Rawls, who presented to and reviewed with the Board an engineering report dated April 11, 2022, a copy of which is attached hereto as Exhibit "A". Mr. Rawls updated the Board with regard to engineering matters within the District and reviewed with the Board the proposals received for FM3433 turn lane improvements to serve the development, noting that the lowest qualified bidder is Reynolds Asphalt & Construction Company ("Reynolds") in the total base bid amount of \$1,173,342.10, and recommended that the Board ratify award the contract to Reynolds. Next, Mr. Rawls recommended approval of the following pay application from Blue Star Utilities, LLC ("Blue Star") under the paving improvements contract for Bluestem Phase 1:

- Pay Application No. 6 in the amount of \$136,870.20.

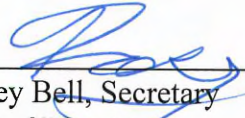
Following a discussion, Director Frazier moved that the Board (i) approve Pay Application No. 6 from Blue Star as recommended by the District's Engineer; (ii) ratify award of the contract and approval of related contract documents for FM3433 turn lane improvements to serve the development as recommended by the District's Engineer; and (iii) approve the Engineer's report as presented. Director Gojuangco seconded said motion, which carried unanimously.

6. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board copies of a bookkeeping report dated April 11, 2022, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Frazier moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Dethrow seconded said motion, which carried unanimously.

There being no further business to conduct, Director Bell moved that the meeting be adjourned at 12:06 p.m. Director Frazier seconded said motion, which carried unanimously. The Board adjourned until further call.

[Signature Page Follows]

APPROVED AND ADOPTED this 3rd day of May, 2022.



Ramsey Bell, Secretary
Board of Directors
Rolling V Ranch Water Control and Improvement
District No. 2 of Wise County

