

**MINUTES OF THE MEETING
OF THE
BOARD OF SUPERVISORS**

THE STATE OF TEXAS §

COUNTY OF KAUFMAN §

WALDEN POND FRESH WATER SUPPLY DISTRICT OF KAUFMAN COUNTY §

The Board of Supervisors (the “Board”) of Walden Pond Fresh Water Supply District of Kaufman County (the “District”) met in special session, open to the public, at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, outside the boundaries of the District, on January 19, 2022, at 12:00 p.m., and the roll was called of the members of the Board, to-wit:

Linda Patman	President
Blake Beecroft	Vice President
Paige S. White	Secretary
Randy Edwards	Assistant Secretary
Riley Hamilton	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Supervisor Hamilton and Supervisor Edwards, thus constituting a quorum. Also present were Ms. Kerry Tovery of Dye & Tovery, LLC; and Mr. Scott Eidman, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC. Mr. Alex Gonzalez-Rodiles of Barraza Consulting Group, LLC (“Engineer”) joined the meeting by telephone.

The meeting was called to order at 12:02 p.m.

1. The Board called for public communications and comments. There being none and upon motion by Supervisor Beecroft, seconded by Supervisor Patman and unanimously carried, the Board adjourned the public comment section of the meeting.

2. The Board next acknowledged receipt of the Minutes from the December 10, 2021, Board meeting. After review and discussion, Supervisor Beecroft moved that the Board approve the Minutes as presented. Supervisor Patman seconded said motion, which carried unanimously.

3. In the absence of a developer representative, the Board deferred action on a developer’s report.

4. The Board next considered Amended and Restated Interlocal Cooperation Agreements for Water and Wastewater Treatment Services by and between the District and Kaufman County Fresh Water Supply District No. 1-A (“KCFWSD 1-A”), copies of which are attached hereto as Exhibit “A”. Mr. Eidman noted that the agreements are being amended to account for the addition of lands to the District and modify the cost-sharing elements of the agreements based on the expanded size of development within the District. Following a discussion, Supervisor Beecroft

moved that the Board approve the Amended and Restated Agreements subject to review and approval by the District's legal counsel of the cost-sharing calculations conducted by the KCFWSD 1-A engineer. Supervisor White seconded said motion, which carried unanimously.

5. The Board next recognized Mr. Gonzalez-Rodiles, who updated the Board with regard for the potential need to exercise the District's eminent domain authority for the acquisition of utility easements, noting that the most recent survey of the easements needed show two property owners, but no Board action is yet required. No formal action was taken by the Board.

6. The Board continued to recognize Mr. Gonzalez-Rodiles, who presented to and reviewed with the Board an Engineer's report dated January 19, 2022, a copy of which is attached hereto as Exhibit "B". Mr. Gonzalez-Rodiles updated the Board with regard to engineering matters within the District and requested that the Board authorize the Engineer to prepare construction plans and specifications for Walden Pond West Phase 1 (211 residential lots) and Walden Pond South (400 residential lots) as well as authorize the approval/issuance of early grading permits and authorize the advertisement of bidding of the mass grading contract in said phases. Next, Mr. Gonzalez-Rodiles recommended that the Board approve Pay Application No. 2 in the amount of \$247,140.00 from Blue Star Utilities, LLC, under the water, waste water, and storm drainage improvements contract for Walden Pond East Phase 1.

Following a discussion, Supervisor Patman moved that the Board (i) approve Pay Application No. 2 from Blue Star Utilities, LLC, as recommended by the District's Engineer; (ii) authorize the preparation of plans and specifications for Walden Pond West Phase 1 and Walden Pond South; (iii) authorize the approval/issuance of early grading permits for Walden Pond West Phase 1 and Walden Pond South; (iv) authorize the advertisement of bidding of the mass grading contract for Walden Pond West Phase 1 and Walden Pond South; and (v) approve the Engineer's report as presented. Supervisor White seconded said motion, which carried unanimously.

7. The Board recognized Ms. Tovery, who presented to and reviewed with the Board a bookkeeping report dated January 19, 2022, a copy of which is attached hereto as Exhibit "C". Following a discussion, Supervisor Beecroft moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Supervisor Patman seconded said motion, which carried unanimously.

8. The Board next recognized Mr. Eidman, who reviewed the District's current Investment Policy, dated January 28, 2020, with the Board. Mr. Eidman noted that an annual review of said Policy is required, and that no amendments to the Investment Policy are recommended by the District's legal counsel at this time. Next, Mr. Eidman presented to and reviewed with the Board a Resolution Acknowledging Annual Review of the Investment Policy and Investment Strategies, a copy of which is attached hereto as Exhibit "D". Following a discussion, Supervisor Beecroft moved that the Board approve the Resolution as presented. Supervisor Patman seconded said motion, which carried unanimously.

9. The Board next considered a Resolution Adopting Prevailing Wage Rate Scale for Construction Projects, a copy of which is attached hereto as Exhibit "E". Following a discussion, Supervisor Beecroft moved that the Board adopt the Resolution as presented. Supervisor White seconded said motion, which carried unanimously.

10. The Board next considered a Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds, a copy of which is attached hereto as Exhibit “F”. Following a discussion, Supervisor Beecroft moved that the Board approve the Resolution as presented. Supervisor White seconded said motion, which carried unanimously.

11. The Board next considered the supplemental agenda. Mr. Eidman presented to and reviewed with the Board an Order Calling Supervisors Election, a copy of which is attached hereto as Exhibit “G”. Following a discussion, Supervisor Beecroft moved that the Board (i) approve the Order as presented. Supervisor Donahue seconded said motion, which carried unanimously. Next, Supervisor White moved that the Board authorize the District’s legal counsel to give notice of said election as required by law. Supervisor Donahue seconded said motion, which carried unanimously.

There being no further business to come before the Board, Supervisor Beecroft moved that the meeting be adjourned at 12:16 p.m. Supervisor White seconded said motion, which unanimously carried.

[Signature Page Follows]

APPROVED AND ADOPTED this 22nd day of March, 2022.

/s/ Paige White

Paige White, Secretary

Board of Supervisors

Walden Pond Fresh Water Supply District of
Kaufman County

