

**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, on the 29^h day of June, 2021, by telephone conference.

Mr. Scott Eidman, legal counsel for the District, announced that the Meeting would be conducted by telephone conference to mitigate the spread of COVID-19. Mr. Eidman 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. Eidman 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 made available for electronic distribution upon request.

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

Linda Patman	President
Blake Beecroft	Vice President
Casie Eeds	Secretary
Randy Edwards	Assistant Secretary
Riley Hamilton	Assistant Secretary

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

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 May 27, 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 a Consent and Resolution of the Board of Supervisors related to the use of eminent domain powers for the acquisition of a construction easement, a copy of which is attached hereto as Exhibit "A". Mr. Eidman discussed the Consent and Resolution with the Board as well as the condemnation process to acquire such easement for the construction of off-site water and sanitary sewer lines to serve the development. Mr. Eidman also requested that the Board ratify its approval of the engagements of Saunders, Walsh & Beard and Integra Realty Resources for legal services and appraisal services related to the condemnation proceedings, which were approved at the Board's May 27, 2021, meeting. Following a discussion, Supervisor Beecroft moved that the Board (i) approve and adopt the Consent and Resolution as presented; (ii) ratify approval of the engagement of Saunders, Walsh & Beard for legal services related to the District's condemnation proceedings; and (iii) ratify approval of the engagement of Integra Realty Resources for appraisal services related to the District's condemnation proceedings. Supervisor Edwards seconded said motion, which carried unanimously.

5. The Board continued to recognize Mr. Gonzalez-Rodiles, who presented to and reviewed with the Board an Engineer's report dated June 29, 2021, a copy of which is attached hereto as Exhibit "B". Next, Mr. Gonzalez-Rodiles recommended approval of Pay Application No. 3 in the amount of \$654,067.58 and Change Order No. 1 in the amount of (\$30,350.00) from RPMx Construction, LLC ("RPMx"), under the grading improvements contract for Walden Pond East Phase 1. Following a discussion, Supervisor Beecroft moved that the Board (i) approve the Engineer's report as presented; and (ii) approve Pay Application No. 3 and Change Order No. 1 from RPMx. Supervisor Hamilton seconded said motion, which carried unanimously.

6. The Board recognized Ms. Dye, who presented to and reviewed with the Board a bookkeeping report dated June 29, 2021, a copy of which is attached hereto as Exhibit "C". The Board next considered the authorization of the District's bookkeeper to distribute funds as approved on the bookkeeping report pursuant to Section 49.151, Texas Water Code. Mr. Eidman explained that such an authorization would allow for the Bookkeeper to sign and distribute payments on behalf of the Board so as to abide by social distancing guidelines related to COVID-19. Following a discussion, Supervisor Beecroft moved that the Board (i) approve the bookkeeping report; (ii) authorize the payment of bills listed thereon; and (iii) authorize the distribution of funds by the Bookkeeper. Supervisor Hamilton seconded said motion, which carried unanimously.

7. The Board continued to recognize Ms. Dye, who presented to and reviewed with the Board an engagement letter from Dye & Toverly, LLC, for preparation and filing of the District's annual financial report. Following a discussion, Supervisor Edwards moved that the Board ratify and improve the engagement of Dye & Toverly, LLC, for such services. Supervisor Beecroft 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 12:10 p.m. Supervisor Patman seconded said motion, which unanimously carried.

[Signature Page Follows]

APPROVED AND ADOPTED this 10th day of August, 2021.

/s/ Casie Eeds

Casie Eeds, Secretary
Board of Supervisors
Walden Pond Fresh Water Supply District of
Kaufman County

