

**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 27th day of May, 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 Beecroft, thus constituting a quorum. Also present by telephone at the meeting were Ms. Brandi Galindo 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 Edwards, 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 April 29, 2021, Board meeting. After review and discussion, Supervisor Edwards moved that the Board approve the Minutes as presented. Supervisor Eeds 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 deferred action on an Amended Interlocal Agreement for Water and Wastewater Treatment Services.

5. The Board next recognized Mr. Eidman, who presented to and reviewed with the Board two Developer Collateral Assignment Agreements and two Estoppel Certificates related to developer loans for the development, copies of which are attached hereto as Exhibits "A" and "B". Following a discussion, Supervisor Patman moved that the Board approve and authorize execution of all documents related to the assignment of developer reimbursement rights as presented. Supervisor Eeds seconded said motion, which carried unanimously.

6. The Board next reviewed a letter from Bond Counsel regarding the financing of storm drainage improvements, a copy of which is attached hereto as Exhibit "C". Following a discussion, Supervisor Patman moved that the Board formally acknowledge the receipt of said letter. Supervisor Hamilton seconded said motion, which carried unanimously.

7. The Board continued to recognize Mr. Gonzalez-Rodiles, who presented to and reviewed with the Board an Engineer's report dated May 27, 2021, a copy of which is attached hereto as Exhibit "D". Next, Mr. Gonzalez-Rodiles recommended approval of Pay Application No. 2 in the amount of \$661,704.64 from RPMx Construction, LLC ("RPMx"), under the grading improvements contract for Walden Pond East Phase 1.

Next, the Board recognized Mr. Eidman, who discussed with the Board the need to acquire easements from adjacent properties through eminent domain proceedings for the construction of an off-site wastewater line to serve the District. First, Mr. Eidman presented to and reviewed with the Board an engagement letter prepared by Saunders, Walsh & Beard for legal services related to proposed eminent domain proceedings, a copy of which is attached hereto as Exhibit "E". Next, Mr. Eidman presented to and reviewed with the Board a proposal and authorization prepared by Integra Realty Resources for appraisal services related to the proposed eminent domain proceedings, a copy of which is attached hereto as Exhibit "F".

Following a discussion, Supervisor Hamilton moved that the Board (i) approve the Engineer's report as presented; (ii) approve the Pay Application from RPMx; (iii) approve the engagement of Saunders, Walsh & Beard as presented; and (iv) approve the proposal from Integra Realty Resources as presented. Supervisor Edwards seconded said motion, which carried unanimously.

8. The Board recognized Ms. Galindo, who presented to and reviewed with the Board a bookkeeping report dated May 27, 2021, a copy of which is attached hereto as Exhibit "D". 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 Edwards 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 Patman seconded said motion, which carried unanimously.

There being no further business to come before the Board, Supervisor Edwards moved that the meeting be adjourned at 12:13 p.m. Supervisor Hamilton seconded said motion, which unanimously carried.

[Signature Page Follows]

APPROVED AND ADOPTED this 29th day of June, 2021.



/s/ Riley Hamilton
Riley Hamilton, Assistant Secretary
Board of Supervisors
Walden Pond Fresh Water Supply District of
Kaufman County