

**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 September 22, 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
Heather Alexander	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Supervisor Alexander, thus constituting a quorum. Also present were Ms. Kerry Tovery of Dye & Tovery, LLC; Mr. Scott Eidman, attorney, and Ms. Angie Barrett, paralegal, of Winstead PC; Mr. Art Barraza of Barraza Consulting Group, LLC (“Engineer”); and Mr. Cameron Robinson of Inframark, LLC (“Operator”).

The meeting was called to order at 12:23 p.m.

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

2. The Board next acknowledged receipt of the Minutes from the August 4, 2022, Board meeting. After review and discussion, Supervisor Beecroft moved that the Board approve the Minutes as presented. Supervisor Edwards seconded said motion, which carried unanimously.

3. The Board next considered an Agreement for Services of Tax Advisor by and between the District and Assessments of the Southwest, a copy of which is attached hereto as Exhibit “A”. Ms. Landiak explained that recent truth-in-taxation legislation requires tax rate calculations to be completed on behalf of the District and recommended approval of the proposed engagement. Following a discussion, Supervisor Beecroft moved that the Board ratify and approve the Agreement as presented. Supervisor Edwards seconded said motion, which carried unanimously.

4. The Board next considered the engagement of McCall Gibson Swedlund Barfoot PLLC as auditor for the District, and a copy of the proposed engagement is attached hereto as

Exhibit “B”. Following a discussion, Supervisor Beecroft moved that the Board ratify and approve the engagement as presented. Supervisor White seconded said motion, which carried unanimously.

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

6. The Board next recognized Mr. Robinson, who updated the Board with regard to operations within the District, noting that water meters are being ordered on behalf of the District. No formal action was taken by the Board.

7. The Board continued to recognize Mr. Barraza, who presented to and reviewed with the Board an Engineer’s report dated September 22, 2022, a copy of which is attached hereto as Exhibit “C”. Mr. Barraza updated the Board with regard to engineering matters within the District, noting that construction of improvements in all 3 tracts is progressing, and next recommended approval of the following pay applications and change orders:

- Pay Application No. 1 in the amount of \$1,095,555.45 from RPM xConstruction, LLC (“RPM”) under the paving improvements contract for Walden Pond East Phase 1.
- Change Order No. 1 in the amount of \$26,470.64 from RPM under the paving improvements contract for Walden Pond East Phase 1.
- Change Order No. 2 in the amount of \$124,845.10 from RPM under the paving improvements contract for Walden Pond East Phase 1.
- Change Order No. 3 in the amount of \$266,532.50 from RPM under the paving improvements contract for Walden Pond East Phase 1.
- Pay Application No. 1R in the amount of \$477,876.05 from RPM under the grading improvements contract for Walden Pond South Phase 1.
- Pay Application No. 2 in the amount of \$870,650.87 from RPM under the grading improvements contract for Walden Pond South Phase 1.
- Pay Application No. 3 in the amount of \$291,886.78 from RPM under the grading improvements contract for Walden Pond South Phase 1.
- Pay Application No. 1 in the amount of \$422,992.10 from RPM under the grading improvements contract for Walden Pond West Phase 1.
- Pay Application No. 2R in the amount of \$267,944.19 from RPM under the grading improvements contract for Walden Pond West Phase 1.
- Change Order No. 1 in the amount of \$16,994.15 from RPM under the grading improvements contract for Walden Pond West Phase 1.
- Change Order No. 2 in the amount of (\$57,760.00) from RPM under the grading improvements contract for Walden Pond West Phase 1.

Following a discussion, Supervisor Patman moved that the Board (i) approve all pay applications and change orders as recommended by the District’s Engineer; and (ii) approve the Engineer’s report as presented. Supervisor Beecroft seconded said motion, which carried unanimously.

8. The Board next considered the amended agreement for bookkeeping services with Dye & Tovery, LLC. Ms. Tovery noted that the agreement has been previously approved, but is considered on the current agenda for ratification. Following a discussion, Supervisor Beecroft

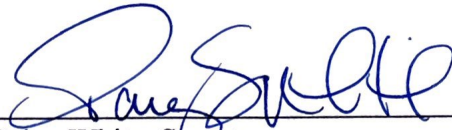
moved that the Board ratify and approve the amended agreement as presented. Supervisor Patman seconded said motion, which carried unanimously.

9. The Board recognized Ms. Tovery, who presented to and reviewed with the Board a bookkeeping report dated September 22, 2022, a copy of which is attached hereto as Exhibit "D". Following a discussion, Supervisor Beecroft moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Supervisor Edwards 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 12:30 p.m. Supervisor Edward seconded said motion, which unanimously carried.

[Signature page follows]

APPROVED AND ADOPTED this 20th day of October, 2022.



Paige White, Secretary
Board of Supervisors
Walden Pond Fresh Water Supply District of
Kaufman County

