

**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. 2 of Wise County (the “District”) met in special session, open to the public, on the 8th day of February, 2021, by telephone conference.

Ms. Sarah Landiak, General and Bond Counsel for the District, announced that the Meeting would be conducted by telephone conference to mitigate the spread of COVID-19. Ms. Landiak 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. Ms. Landiak 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:

Adam Portacci	President
Paul Sabbagh	Vice President
Josh Moore	Secretary
Grant Miller	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Miller, thus constituting a quorum. Also present were Mr. Daniel Rawls and Mr. Kevin Kessler of LJA Engineering, Inc. (“LJA”); Ms. Kathi Dye of Dye & Toverly, LLC; Ms. Samantha Jones of Robert W. Baird & Co. (“Baird”); Mr. Brian Motsenbocker and Mr. Peter Pincoffs of PMB Capital Investments (“PMB”); and Ms. Sarah Landiak, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC.

The meeting was called to order at 12:05 p.m.

1. The Board next called for any public communications or comments. There being no public comments, upon motion by Director Portacci, seconded by Director Moore and unanimously carried, the Board closed the public comment portion of the agenda.

2. Consideration was next given to the supplemental agenda. The Board next recognized Ms. Landiak who presented to and reviewed with the Board copies of an Order Calling

Contract Tax Election (“Order Calling Election”) to be held on Saturday, May 1, 2021, a copy of which is attached hereto as Exhibit “A”. Following a discussion, Director Portacci moved that the Board approve and adopt the Order Calling Election as presented, subject to final review and approval by District legal counsel. Director Moore seconded said motion, which carried unanimously.

Next, Ms. Landiak explained that the District will be contracting with Wise County for election services for a May general election, and requested that the Board authorize the Board President to execute a contract with Wise County for such services. Following a discussion, Director Portacci moved that the Board (i) authorize contracting with Wise County for election services for the May 1, 2021, elections; and (ii) authorize District counsel to provide notice of said Election to be held within the District, as may be required. Director Sabbagh seconded said motion, which carried unanimously.

3. The Board continued to recognize Ms. Landiak, who presented to and reviewed with the Board a Collateral Assignment of Reimbursement Agreement, a copy of which is attached hereto as Exhibit “B”. Following a discussion, Director Portacci moved that the Board approve the Collateral Assignment as presented. Director Moore seconded said motion, which carried unanimously.


4. The Board next recognized Ms. Dye, who presented to and reviewed with the Board copies of a bookkeeping report dated February 8, 2021, a copy of which is attached hereto as Exhibit “C”. Following a discussion, Director Portacci moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Sabbagh seconded said motion, which carried unanimously.

5. 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. Ms. Landiak explained that due to the ongoing Covid-19 emergency, the Board may opt to continue to authorize the Bookkeeper to sign disbursements on behalf of the District. Following a discussion, Director Portacci moved that the Board authorize the distribution of funds by the Bookkeeper as requested. Director Sabbagh seconded said motion, which carried unanimously.

There being no further business to conduct, Director Portacci moved that the meeting be adjourned at 12:19 p.m. Director Moore seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 6th day of May, 2021.





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