

**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 6th day of May, 2021, by telephone conference.

Mr. Ross Martin, General and Bond Counsel for the District, announced that the Meeting would be conducted by telephone conference to mitigate the spread of COVID-19. Mr. Martin 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. Martin 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 of LJA Engineering, Inc. (“LJA”); Ms. Brandi Galindo of Dye & Toverly, LLC; Mr. Ryan Nesmith of Robert W. Baird & Co. (“Baird”); Mr. Brian Motsenbocker of PMB Capital Investments (“PMB”); and Mr. Ross Martin, 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 Sabbagh, seconded by Director Portacci and unanimously carried, the Board closed the public comment portion of the agenda.

2. The Board next recognized Mr. Martin, who presented a Resolution Approving Contingent Fee Contract, a copy of which is attached hereto as Exhibit “A”. Mr. Martin explained that the resolution is related to the Board’s engagement of Winstead PC for bond counsel services.

Following a discussion, Director Portacci moved that the Board approve the resolution as presented. Director Moore seconded said motion, which carried unanimously.

3. The Board next reviewed the Minutes from the January 14, 2021, Board of Directors meeting. Following a discussion, and upon motion by Director Miller, seconded by Director Sabbagh and unanimously carried, the Board approved the minutes as presented.

4. The Board next reviewed the Minutes from the February 8, 2021, Board of Directors meeting. Following a discussion, and upon motion by Director Portacci, seconded by Director Moore and unanimously carried, the Board approved the minutes as presented.

5. The Board next considered the returns of the May 1, 2021, election from Wise County, Texas, and copy of which is attached hereto as Exhibit "B". Mr. Martin noted that a majority of voters voted in favor of both the proposition for a Joint Utility Contract and the proposition for a Joint Road Contract, and the levy of ad valorem taxes in support thereof. Mr. Martin next presented to and reviewed with the Board copies of an Order Canvassing the Returns and Declaring Results of Election for Approval of Joint Utility Contract, Joint Road Contract, and *Ad Valorem* Tax in Support Thereof, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Portacci moved that the Board approve and adopt the Order as presented. Director Miller seconded said motion, which carried unanimously.

6. The Board next recognized Mr. Motsenbocker, who updated the Board with regard to development within the District. Mr. Motsenbocker reported that dirt is being prepared for future utility improvements. No formal action was taken by the Board.

7. The Board next considered a sewer facility easement, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Sabbagh moved that the Board approve the easement as presented. Director Miller seconded said motion, which carried unanimously.

8. The Board next recognized Mr. Rawls, who presented to and reviewed with the Board an engineering report dated May 6, 2021, a copy of which is attached hereto as Exhibit "E". Next, Mr. Rawls updated the Board with regard to engineering matters within the District. Mr. Rawls then reviewed with the Board the proposals received for grading improvements in Bluestem Phase 1, noting that the lowest qualified bidder is Conatser Construction TX, LP ("Conatser"), in the total base bid amount of \$985,944.90, and recommended that the Board ratify award the contract to Conatser. Following a discussion, Director Portacci moved that the Board (i) ratify award of the contract and approval of related contract documents for Phase 1 grading improvements to Conatser as recommended by the District's Engineer; (ii) ratify issuance of the Notice to Proceed to Conatser for Phase 1 grading improvements; and (iii) approve the Engineer's Report as presented. Director Moore seconded said motion, which carried unanimously.

9. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board copies of a bookkeeping report dated May 6, 2021, a copy of which is attached hereto as Exhibit "F". 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.

10. 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. Martin 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 Miller moved that the Board authorize the distribution of funds by the Bookkeeper as requested. Director Portacci seconded said motion, which carried unanimously.

11. Consideration was next given to the engagement of Dye & Toverly, LLC, ("D&T") for preparation and filing of the District's annual financial report. Ms. Galindo presented to and reviewed with the Board the proposed engagement letter prepared by D&T, a copy of which are attached hereto as Exhibit "G". Following a discussion, Director Miller moved that the Board approve the engagement of D&T for preparation and filing of an annual financial report. Director Portacci seconded said motion, which carried unanimously.

12. The Board next considered an Amended Resolution Designating Posting Location of Meeting Notices. Following a discussion, Director Moore moved that the Board (i) designate the residence located at 500 FM 3433, Rhome, Texas 76078, as the posting location for meeting notices; and (ii) adopt the resolution as presented. Director Portacci seconded said motion, which carried unanimously.

13. The Board next considered a Resolution Establishing the District's Regular Monthly Meeting, a copy of which is attached hereto as Exhibit "H". Following a discussion, Director Portacci moved that the Board (i) adopt the first Tuesday of the month at 12:00 p.m. as the District's regular monthly meeting; and (ii) approve the Resolution to establish the same. Director Sabbagh seconded said motion, which carried unanimously.

There being no further business to conduct, Director Miller moved that the meeting be adjourned at 12:21 p.m. Director Portacci seconded said motion, which carried unanimously. The Board adjourned until further call.

[Signature Page Follows]

APPROVED AND ADOPTED this 1st day of June, 2021.

J. Moore

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

