

**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. 1 of Wise County (the "District") met in regular session, open to the public, at 4001 Maple Avenue, Suite 270, Dallas, Texas 75219, an office of the District outside the boundaries of the District, on October 4, 2022, and the roll was called of the members of the Board to-wit:

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

Adam Portacci	President
Will Frazier	Vice President
Ramsey Bell	Secretary
Sam Dethrow	Assistant Secretary
Robert Gojuangco	Assistant Secretary

All members of the Board were present with the exception of Director Portacci, thus constituting a quorum. Also present were: Mr. Ross Martin, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC ("Winstead"); Mr. Daniel Rawls of LJA Engineering, Inc. ("LJA" or "Engineer"); Ms. Brandi Galindo of Dye & Toverly, LLC; Mr. Brian Motsenbocker of PMB Capital Investments ("PMB"); and Ms. Katie May and Ms. Tiffany Moore of Inframark, LLC ("Inframark" or "Operator").

The meeting was called to order at 12:08 p.m.

1. The Board next called for any public communications or comments. Hearing none, Director Gojuangco moved that the Board close the public comment portion of the agenda. Director Frazier seconded said motion, which carried unanimously.

2. The Board next reviewed the Minutes from the September 6, 2022, Board of Directors meeting. Following a discussion, and upon motion by Director Dethrow, seconded by Director Bell and unanimously carried, the Board approved the minutes as presented.

3. The Board next recognized Mr. Motsenbocker, who updated the Board with regard to development within the District, reporting that DR Horton is starting construction of model homes, and that private cost amenities will be under construction soon. No formal action was taken by the Board.

4. The Board deferred action with regard to ratification of the Rate Order.

5. The Board recognized Ms. May, who presented to and reviewed with the Board an Operator's report dated August 2022, a copy of which is attached hereto as Exhibit "A". Ms. May next updated the Board with regard to operations within the District, reporting that water meters have been ordered and are expected in 6-8 months. No formal action was taken by the Board.

6. The Board next recognized Mr. Rawls, who presented to and reviewed with the Board an engineering reported dated October 4, 2022, a copy of which is attached hereto as Exhibit "B". Next, Mr. Rawls reported that the final walkthrough has been completed for Bluestem Phase 1, and recommended approval of the following pay applications:

- Pay Application No. 1 from Reynolds Asphalt & Construction Company ("Reynolds") in the amount of \$19,944.00 under the FM 3433 turn lane improvements contract.
- Pay Application No. 2 from Reynolds in the amount of \$300,935.61 under the FM 3433 turn lane improvements contract.

Mr. Rawls next requested that the Board approve a notice of bid return for the excavation, utility, and paving improvements contract for Bluestem Phase 2, thereby rejecting all bids and authorizing the Engineer to re-advertise for bids of said contract. Following a discussion, Director Bell moved that the Board approve all pay applications from Reynolds as recommended by the District's Engineer. Director Dethrow seconded said motion, which carried unanimously. Next, Director Frazier moved that the Board approve the notice of bid return and authorize the District's Engineer to advertise for new bids for the excavation, utility, and paving improvements contract for Bluestem Phase 2. Director Gojuangco seconded said motion, which carried unanimously. Finally, Director Dethrow moved that the Board approve the Engineer's report as presented. Director Bell seconded said motion, which carried unanimously.

7. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board copies of a bookkeeping report dated October 4, 2022, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Frazier moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Gojuangco seconded said motion, which carried unanimously.

There being no further business to conduct, Director Frazier moved that the meeting be adjourned at 12:13 p.m. Director Gojuangco seconded said motion, which carried unanimously. The Board adjourned until further call.

*[Signature Page Follows]*

APPROVED AND ADOPTED this 1<sup>st</sup> day of November, 2022.



~~Ramsey Bell, Secretary~~ *Sam Dethrow,*  
Board of Directors *Assistant Secretary*  
Rolling V Ranch Water Control and Improvement  
District No. 2 of Wise County

(DISTRICT SEAL)

