

**MINUTES OF THE MEETING  
OF THE  
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF DENTON §

PRAIRIE OAKS MUNICIPAL UTILITY DISTRICT OF DENTON COUNTY §

The Board of Directors (the "Board") of Prairie Oaks Municipal Utility District of Denton County met in special session, open to the public, on the 12<sup>th</sup> day of August, 2021, by telephone conference.

Mr. Scott Eidman of Winstead PC 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:

Kelly Maloney	President
Lindsey Welch	Vice President
Justin McGinnity	Secretary
Nathan Mantz	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Mantz. Also present were Mr. Paul McCracken, P.E., and Mr. Scott Ramsey, P.E. each of Kimley-Horn & Associates, Inc. ("Kimley-Horn"); Ms. Debra Loggins of L&S District Services, LLC ("L&S"); Mr. John Dowdall, developer of lands within the District; Mr. Scott Eidman, attorney, and Ms. Genny Lutzel, paralegal, each of Winstead PC.

1. The meeting was called to order at 12:03 p.m.
2. Consideration was next given to public comments and communications. Hearing none, Director Maloney moved to close the public comment session of the meeting. Director McGinnity seconded said motion, which carried unanimously.
3. Consideration was next given to the review and approval of organization minutes of the May 25, 2021 Board of Director meeting. Following a discussion, Director Maloney moved that the Board approve same. Director McGinnity seconded said motion, which carried unanimously.

4. Consideration was next given to the engineer's report. Mr. McCracken presented to and reviewed with the Board copies of an Engineer's Report, a copy of which is attached hereto as Exhibit "A". Next, Mr. McCracken requested Board approval of an award of contract for clearing and mass grading to FCS Construction, LP in the amount of \$893,242.35. Following a discussion, Director Maloney moved that the Board award the contract for clearing and mass grading to FCS Construction, LP as recommended by the District's engineer. Director McGinnity seconded said motion, which carried unanimously.

5. Consideration was next given to the bookkeeper's report. The Board next recognized Ms. Debra Loggins, who reviewed with the Board copies of a bookkeeping report dated August 12, 2021, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Maloney moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director McGinnity seconded said motion, which carried unanimously.

6. Consideration was next given to a developer's report. The Board next recognized Mr. Dowdall, who briefed the Board on plans for construction. No formal action was taken by the Board.

7. Consideration was next given to an Order Calling Confirmation Election, Directors Election, Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, and Road Refunding Bond Election, and Maintenance Tax Election. Mr. Eidman reviewed with the Board copies of an Election Order for November 2, 2021, a copy of which is attached hereto as Exhibit "C". Next, Mr. Ramsey reviewed with the Board copies of estimated construction costs to support current and funding needs in conjunction with issuance of District bonds for utilities and paving infrastructure. Following a discussion, Director Maloney moved that the Board adopt the Election Order, and authorize District counsel to manage all required notices related to the November 2, 2021 Elections. Director McGinnity seconded said motion, which carried unanimously.

Next, Mr. Eidman reviewed with the Board an Agreement and Contract for Election Services with Denton County, Texas to conduct the November 2, 2021 Elections, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Maloney moved that the Board approve said contract for election services with Denton County. Director McGinnity seconded said motion, which carried unanimously.

There being no further business to conduct, Director Maloney moved that the meeting be adjourned at 12:14 p.m. Director McGinnity seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 11th day of November, 2021.

/s/ Justin McGinnity

Secretary  
Board of Directors

