

**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 (the "District") met in special session by open to the public, on Thursday, November 11, 2021 at 12:00 p.m., at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, an official meeting place outside the boundaries of the District. Members of the public were invited to the meeting by video conference. The roll was called of the members of the Board, to wit:

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|------------------|---------------------|
| 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 McGinnity who arrived later, as noted. Also present were Mr. Scott Ramsey, P.E. of Kimley-Horn & Associates, Inc. ("Kimley-Horn"); Mr. John Dowdall, developer of land within the District; Mr. Ross Martin, attorney, and Ms. Genny Lutzel, paralegal, each of Winstead PC.

1. The meeting was called to order at 12:02 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 Welch seconded said motion, which carried unanimously.
3. Consideration was next given to the review and approval of the Minutes of the August 12, 2021 Board of Directors meeting. Following a discussion, Director Maloney moved that the Board approve same. Director Welch seconded said motion, which carried unanimously.

Director McGinnity arrived at this time.

4. Consideration was next given to the review of the November 2, 2021 Election Results. Mr. Martin presented to and reviewed with the Board the results of the District's Confirmation and Director Election, Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, and Maintenance Tax Election. Upon motion made by Director Maloney, seconded by Director Welch, the Board unanimously acknowledged said results.

5. Consideration was next given to the adoption of an Order Declaring Results and Canvassing Confirmation and Director Election, Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election and Maintenance Tax Election, a

copy of which is attached hereto as Exhibit “A”. Following a discussion, Director Maloney moved that the Board (i) acknowledge the results of the November 2, 2021 Election; and (ii) adopt the Canvassing Order, as presented. Director Welch seconded said motion, which carried unanimously.

6. Consideration was next given to the appointment of Director(s). The Board deferred action on the matter.

7. Consideration was next given to the review of Conflict of Interest Questionnaire for local governmental officials, qualify Director(s), administer statement of officer forms and oaths of office, and discuss government training requirements. The Board deferred action on the matter.

8. Consideration was next given to the reorganization of the Board of Directors and election of officers. The Board deferred action on the matter.

9. Consideration was next given to the review and approval of an Amended District Information Form (“ADIF”), a copy of which is attached hereto as Exhibit “B”. Following a discussion, Director Maloney moved that the Board (i) approve the Amended District Information Form; and (ii) authorize District counsel to file same in the real property records of Denton County, Texas, and with the Texas Commission on Environmental Quality (“TCEQ”). Director Welch seconded said motion, which carried unanimously.

10. Consideration was next given to the engineer’s report. Mr. Ramsey presented to and reviewed with the Board copies of an Engineer’s Report, a copy of which is attached hereto as Exhibit “C”. Next, Mr. Ramsey requested Board approval of an award of a utility improvement contract to Cullum Construction in the amount of \$1,676,444.65. Following a discussion, Director Maloney moved that the Board award a contract for utility improvements to Cullum Construction, as recommended by the District’s engineer. Director McGinnity seconded said motion, which carried unanimously.

Next, Mr. Ramsey presented to and reviewed with the bid a bid tabulation summary for award of a paving improvement contract, and recommended that the Board award same to GM Construction TX in the amount of \$1,092,275.55. Following a discussion, Director Maloney moved that the Board award a contract for roadway improvements to GM Construction TX, as recommended by the District’s engineer. Director McGinnity seconded said motion, which carried unanimously.

Mr. Ramsey next presented to and reviewed with the Board the following pay applications from FCS Construction LP for mass grading work within the District: (i) Pay Application No. 1 in the amount of \$62,100.00; (ii) Pay Application No. 2 in the amount of \$76,387.50; and Pay Application No. 3 in the amount of \$278,482.50. Following a discussion, Director Maloney moved that the Board approve all pay applications as recommended by the District engineer. Director McGinnity seconded said motion, which carried unanimously.

Finally, Mr. Ramsey presented to and reviewed with the Board a letter recommending Board approval of payment to Illuminations by Greenlee in the amount of \$4,197.05 for electrical services. Following a discussion, Director Maloney moved that the Board approve same. Director McGinnity seconded said motion, which carried unanimously.

11. Consideration was next given to the bookkeeper's report. The Board next reviewed copies of a bookkeeping report prepared by L&S District Services, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Maloney moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Welch seconded said motion, which carried unanimously.

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

There being no further business to conduct, Director Maloney moved that the meeting be adjourned at 12:15 p.m. Director McGinnity seconded said motion, which carried unanimously. The Board adjourned until further call.

APPROVED AND ADOPTED this 17th day of December, 2021.

/s/ Justin McGinnity

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Secretary  
Board of Directors

