

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

THE STATE OF TEXAS §

COUNTY OF KAUFMAN §

KAUFMAN COUNTY FRESH WATER SUPPLY DISTRICT NO. 7-A §

The Board of Directors (the “Board” or the “Board of Directors”) of Kaufman County Fresh Water Supply District No. 7-A (also sometimes referred to herein as the “District”) met in regular session, open to the public, at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, a designated meeting place outside the boundaries of the District on August 2, 2023, and the roll was called of the members of the Board to-wit:

Barbara King	President
VACANT	Vice President
W. Garrett Wesp	Secretary
Dyane Fisher	Assistant Secretary
Joshua Lane	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Fisher, thus constituting a quorum. Also present were: Mr. Ishmael Machoka of LJA Engineering, Inc. (“LJA” or “Engineer”); Ms. Brandi Galindo of Dye & Toverly, LLC (“Bookkeeper”); Mr. Jake Finch and Ms. Elaine Torres, developers of lands within the District; Mr. Ryan Nesmith of Robert W. Baird & Co.; Mr. Jake Hockett, attorney, and Ms. Amy Bieber, Paralegal, of Winstead PC.

The meeting was called to order at 1:01 p.m.

1. The Board called for public communications and comments. Hearing none, Director King moved that the Board close the public comment section of the meeting. Director Lane seconded said motion, which carried unanimously.

2. The Board next acknowledged receipt of the Minutes from the June 28 2023, Board of Directors meeting. Following a discussion, Director King moved that the Board approve the Minutes as presented. Director Wesp seconded said motion, which carried unanimously.

3. The Board next recognized Mr. Hockett, who discussed the provisions of Section 49.052(g) of the Texas Water Code pertaining to disqualification on directors, noting that Director Fisher has missed more than one-half of the Board’s regular scheduled meetings in the prior 12 months. Following a discussion, Director Wesp moved that the Board vote to remove Director Fisher from the Board of Directors. Director King seconded said motion, which carried unanimously.

4. The Board next considered the appointment of Directors to fill the vacancies on the Board. Mr. Hockett announced that Ms. Karen Arington and Ms. Laura Harris, property owners within the District, have expressed their desire to serve on the Board of Directors. Following a discussion, Director King moved that the Board (i) appoint Ms. Karen Arington to the Board of Directors to serve as Vice President for the remainder of the term expiring on May 2, 2026; (ii) appoint Ms. Laura Harris to the Board of Directors to serve as Assistant Secretary for the remainder of the term expiring on May 4, 2024; and (iii) adopt Orders declaring the same. Director Wesp seconded said motion, which carried unanimously.

5. The Board next recognized Mr. Nesmith, who presented to and reviewed with the Board the 2023 tax rate calculations and recommendations from Baird, a copy of which is attached hereto as Exhibit "A". The total tax rate recommendation is \$1.00 per \$100 of net taxable value, all designated for maintenance and operations. Following a discussion, Director Wesp moved that the Board (i) approve the proposed tax rate; (ii) call a public hearing on the proposed tax rate for August 23, 2023, at 12:00 p.m. at the offices of Winstead PC; and (iii) authorize publication of a notice of the same. Director Lane seconded said motion, which carried unanimously.

6. The Board next considered an Interlocal Cooperation Agreement for Wastewater Treatment Services by and between the District and Kaufman County Fresh Water Supply District No. 7-B, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Lane moved that the Board approve the agreement as presented. Director King seconded said motion, which carried unanimously.

7. The Board next recognized Ms. Torres, who updated the Board with regard to development within Phase 1A, reporting that 60 lots are almost ready for paving. Ms. Torres further reported that the District's first residents are expected in late April or early May 2024. The Board next recognized Mr. Finch, who reported that discussions are underway with homebuilders for the remaining phases of the development, and bids will go out for construction of the wastewater treatment plant soon. No formal action was taken by the Board.

8. The Board next recognized Mr. Machoka, who presented to and reviewed with the Board an engineering report dated August 2, 2023, a copy of which is attached hereto as Exhibit "C". Mr. Machoka updated the Board with regard to engineering matters within the District and recommended approval of the following pay applications and change orders:

- Change Order No. 3 from RPM xConstruction, LLC ("RPM") in the amount of (\$21,844.00) under the earthwork and SWPPP facilities contract for Kingsborough Phase 1.
- Pay Application No. 5 from RPM in the amount of \$8,420.40 under the earthwork and SWPPP facilities contract for Kingsborough Phase 1.
- Change Order No. 2 from KCK Utility Construction, Inc. ("KCK") in the total amount of (\$24,095.00) under the water, wastewater, and storm drainage improvements contract for Kingsborough, Phase 1A.

- Pay Application No. 4 from KCK in the total amount of \$62,734.50 under the water, wastewater, and storm drainage improvements contract for Kingsborough, Phase 1A.
- Pay Application No. 2 from KCK in the total amount of \$176,391.45 under the master utility improvements contract for the Kingsborough East development.
- Pay Application No. 3 from KCK in the total amount of \$354,851.33 under the master utility improvements contract for the Kingsborough East development.

Following a discussion, Director Lane moved that the Board (i) approve all pay applications and change orders as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Director King seconded said motion, which carried unanimously.

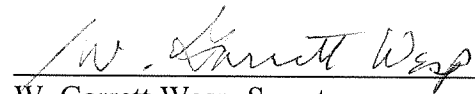
9. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board a bookkeeping report dated August 2, 2023, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director King moved that the Board (i) approve the bookkeeping report as presented; and (ii) authorize the payment of bills listed thereon. Director Wesp seconded said motion, which carried unanimously.

10. Next, Mr. Hockett presented to and reviewed with the Board an Amended District Information Form, a copy of which is attached hereto as Exhibit "E". Mr. Hockett noted that an amendment is required due to legislative changes in the form of Notice to Purchaser attached to the District Information Form. Following a discussion, Director Wesp moved that the Board (i) approve the Amended District Information Form as presented; and (ii) authorize the filing of same with the Texas Commission on Environmental Quality and Kaufman County. Director King seconded said motion, which carried unanimously.

There being no further business to conduct, Director Harris moved that the meeting be adjourned at 1:17 p.m. Director King seconded said motion, which carried unanimously. The Board adjourned until further call.

*[Signature page follows]*

APPROVED AND ADOPTED this 23<sup>rd</sup> day of August, 2023.

  
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W. Garrett Wesp, Secretary  
Board of Directors  
Kaufman County Fresh Water Supply District  
No. 7-A

