

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

THE STATE OF TEXAS §

COUNTY OF JOHNSON §

JOSHUA FARMS MUNICIPAL MANAGEMENT DISTRICT NO. 2 §

The Board of Directors (the “Board”) of Joshua Farms Municipal Management District No. 2 (the “District”) met in special session, open to the public, on the 26<sup>th</sup> day of May, 2021, by telephone conference.

Ms. Sarah Landiak, General and Bond Counsel for the District, announced that the Meeting would be conducted by telephone conference to mitigate the spread of COVID-19. Ms. Landiak 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. Ms. Landiak 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:

|                |                     |
|----------------|---------------------|
| David Rex      | President           |
| Charles Collie | Vice President      |
| Drew Kirby     | Secretary           |
| Stephanie Fine | Assistant Secretary |
| John Tatum     | Assistant Secretary |

All members of the Board were present at the commencement of the meeting with the exception of Director Kirby, thus constituting a quorum. Also present were: Ms. Sarah Landiak, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC, attorneys for the District; Mr. Ryan Nesmith of Robert W. Baird & Co., the District’s Financial Advisor; Mr. Bret Pedigo and Mr. Bobby Harrell of Terra Manna, LLC; Mr. Nathan Thompson of Peloton Land Solutions, Engineers for the District.

The meeting was called to order at 10:47 .m.

1. The Board first called for public communications or comment. Hearing none, the Board closed the public comment session of the agenda.

2. The Board next confirmed receipt of the minutes of the March 30, 2021, Board of Directors meeting. Following a discussion, Director Collie moved that the Board approve the minutes as transcribed. Director Tatum seconded said motion, which carried unanimously.

3. The Board next considered renewal of the District's insurance coverages, a summary of which is attached hereto as Exhibit "A". Following a discussion, Director Collie moved that the Board approve the renewal of the District's insurance coverages as presented. Director Tatum seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Pedigo who updated the Board regarding development matters within the District. Mr. Pedigo reported that grading bids have been received and that Godley ISD is bidding construction of the Elementary School to be built within the District. Mr. Pedigo also noted that homebuilders are standing by for lot delivery. No formal action was taken by the Board.

5. The Board next considered a Municipal Management District Consulting Services Proposal from 30 Three Sixty Public Finance, Inc., a copy of which is attached hereto as Exhibit "B". The Board discussed the role of 30 Three Sixty as administrator for the District and the difference in such role as compared to the District's Financial Advisor. Following a discussion, Director Collie moved that the Board (i) engage 30 Three Sixty as administrator for the District; and (ii) approve the proposal pending the revision of the district reference from a "Public Improvement District" to a "Municipal Management District." Director Tatum seconded said motion, which carried unanimously.

6. The Board next recognized Mr. Thompson, who updated the Board regarding engineering and construction within the District. Next, Mr. Thompson presented bids received for the grading improvements contract for Silo Mills Phase 1A, Silo Mills Phase 1B, Silo Mills Parkway, and Godley ISD roads, noting that the lowest qualified bidder is RPMx Construction ("RPMx") with a base bid amount of \$1,394,902.40. Mr. Thompson recommended award of the contract to RPMx, noting that Joshua Farms Municipal Management District No. 1 will be responsible for approximately \$1.1 million of the contract with the District and Godley ISD paying the remainder. Next, Mr. Thompson requested that the Board authorize the advertisement of bids for water, wastewater, storm drainage, and paving improvements for Silo Mills Phase 1A, Silo Mills Phase 1B, Silo Mills Parkway, and Godley ISD roads. Following a discussion, Director Rex moved that the Board (i) award the contract for grading improvements for Phase 1A, Phase 1B, Silo Mills Parkway, and Godley ISD roads to RPMx as recommended by the District's Engineer; (ii) authorize the advertising of bids for water, wastewater, storm drainage, and paving improvements for Silo Mills Phase 1A, Silo Mills Phase 1B, Silo Mills Parkway, and Godley ISD roads; and (iii) approve the Engineer's report as presented. Director Tatum seconded said motion, which carried unanimously.

7. The Board next recognized Ms. Landiak, who presented to and reviewed with the Board a bookkeeping report prepared by Dye & Toverly, LLC, dated May 26, 2021, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Rex moved that the Board (i) approve the bookkeeping report; and (ii) authorize the payment of bills listed thereon. Director Fine seconded said motion, which carried unanimously.

There being no further business to conduct, Director Rex moved that the meeting be adjourned, which motion was seconded by Director Collie, and unanimously carried, and the Board adjourned at 11:16 a.m. until further call.

APPROVED AND ADOPTED this 18<sup>th</sup> day of November, 2021.



/s/ Drew Kirby

Drew Kirby, Secretary

Board of Directors

Joshua Farms Municipal Management District No. 2