

**MINUTES OF THE MEETING
OF THE
BOARD OF SUPERVISORS**

THE STATE OF TEXAS §

COUNTY OF KAUFMAN §

WALDEN POND FRESH WATER SUPPLY DISTRICT OF KAUFMAN COUNTY §

The Board of Supervisors (the “Board”) of Walden Pond Fresh Water Supply District of Kaufman County (the “District”) met in special session, open to the public, at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, outside the boundaries of the District, on April 20, 2023, and the roll was called of the members of the Board, to-wit:

Linda Patman	President
Blake Beecroft	Vice President
Paige S. White	Secretary
Randy Edwards	Assistant Secretary
Heather Alexander	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Supervisor Alexander, thus constituting a quorum. Also present were Ms. Stefani Chastain of Dye & Toverly, LLC (“Bookkeeper”); Mr. Scott Eidman and Mr. Jake Hockett, attorneys, of Winstead PC; Mr. Art Barraza of Barraza Consulting Group, LLC (“Engineer”); and Mr. Cameron Robinson of Inframark, LLC (“Operator”).

The meeting was called to order at 12:02 p.m.

1. The Board called for public communications and comments. There being none and upon motion by Supervisor Beecroft, seconded by Supervisor Patman and unanimously carried, the Board adjourned the public comment section of the meeting.

2. The Board next acknowledged receipt of the Minutes from the February 16, 2023, Board meeting. Following a discussion, Supervisor Beecroft moved that the Board approve the Minutes as presented. Supervisor Patman seconded said motion, which carried unanimously.

3. The Board next considered a Standard Professional Services Agreement by and between the District and Bureau Veritas North America, Inc., a copy of which is attached hereto as Exhibit “A”. Following a discussion, Supervisor Beecroft moved that the Board approve the Agreement as presented. Supervisor Edwards seconded said motion, which carried unanimously.

4. The Board deferred action with regard to a contract with Community Waste Disposal, LP, for collection of solid waste & recyclables.

5. The Board deferred action with regard to a contract for Patrol Services with Kaufman County Constable’s Office and related cost-sharing agreement.

6. The Board next recognized Mr. Eidman, who presented to and reviewed with the Board a Notice and Acknowledgment of Collateral Assignment, a copy of which is attached hereto as Exhibit "B". Mr. Eidman noted that the assignment is related to a developer loan and requested that the Board formally acknowledge receipt of the Notice. Following a discussion, Supervisor Beecroft moved that the Board formally acknowledge receipt of the Notice. Supervisor Edwards seconded said motion, which carried unanimously.

7. The Board next recognized Mr. Robinson, who updated the Board with regard to operations within the District and discussed with the Board the timeline for fulfillment of water meter orders for the District. No formal action was taken by the Board.

8. The Board next recognized Mr. Barraza, who presented to and reviewed with the Board an Engineer's report dated April 20, 2023, a copy of which is attached hereto as Exhibit "C". Mr. Barraza updated the Board with regard to engineering matters within the District and recommended award of the following contract to the lowest qualified bidder as follows:

- Lift station improvements contract for Walden Pond West to Circle H Contractors, L.P. ("Circle H") in the total base bid amount of \$6981,600.00 for 410 contract days.

Next, Mr. Barraza recommended approval of the following pay application:

- Pay Application No. 12R in the amount of \$29,700.00 from Blue Star Utilities, LLC, under the water, wastewater, and storm drainage improvements contract for Walden Pond East Phase 1.
- Pay Application No. 7 in the amount of \$39,760.11 from RPM xConstruction, LLC ("RPM"), under the paving improvements contract for Walden Pond East Phase 1.
- Pay Application No. 8 in the amount of \$38,795.75 from RPM, under the paving improvements contract for Walden Pond East Phase 1.
- Pay Application No. 1 in the amount of \$77,405.78 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond South.
- Pay Application No. 1 in the amount of \$56,800.17 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Pay Application No. 2R in the amount of \$633,060.45 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.

Following a discussion, Supervisor Beecroft moved that the Board (i) award the lift station improvements contract for Walden Pond West to Circle H as recommended by the District's Engineer; (ii) approve all pay applications as recommended by the District's Engineer; and (iii) approve the Engineer's report as presented. Supervisor Patman seconded said motion, which carried unanimously.

9. The Board continued to recognize Ms. Chastain, who presented to and reviewed with the Board a bookkeeping report dated April 20, 2023, a copy of which is attached hereto as Exhibit "D". Ms. Chastain also presented a revised list of designated depositories for approval, a copy of which is attached hereto as Exhibit "E". Following a discussion, Supervisor Beecroft moved that the Board (i) approve the bookkeeping report as presented; (ii) approve the revised list of

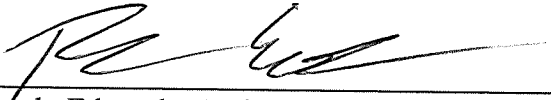
designated depositories as presented; and (iii) authorize the payment of bills listed thereon. Supervisor Patman seconded said motion, which carried unanimously.

10. The Board next considered an Amended Resolution Designating Posting Location of Meeting Notices, a copy of which is attached hereto as Exhibit "F". Mr. Eidman noted that the prior posting location has been demolished in the course of construction, so a new location has been selected. Following a discussion, Supervisor Beecroft moved that the Board approve the Resolution as presented. Supervisor Edwards seconded said motion, which carried unanimously.

There being no further business to come before the Board, Supervisor Beecroft moved that the meeting be adjourned at 12:12 p.m. Supervisor Patman seconded said motion, which unanimously carried.

[Signature page follows]

APPROVED AND ADOPTED this 30th day of May, 2023.



Randy Edwards, Assistant Secretary
Board of Supervisors
Walden Pond Fresh Water Supply District of
Kaufman County

(DISTRICT SEAL)