

**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 May 30, 2023, and the roll was called of the members of the Board, to-wit:

Linda Patman	President
Blake Beecroft	Vice President
VACANT	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. Kerry Tovery of Dye & Tovery, LLC (“Bookkeeper”); Mr. Scott Eidman and Mr. Jake Hockett, attorneys, and Ms. Genny Lutzel, Paralegal, each of Winstead PC; Mr. Art Barraza of Barraza Consulting Group, LLC (“Engineer”); Mr. Cameron Robinson of Inframark, LLC (“Operator”); and Ms. Yvette Hodges, a landowner within the District.

The meeting was called to order at 12:06 p.m.

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

2. The Board next acknowledged receipt of the Minutes from the April 20, 2023, Board meeting. Following a discussion, Supervisor Beecroft moved that the Board approve the Minutes as presented. Supervisor Edwards seconded said motion, which carried unanimously.

3. Next, Ms. Eidman reported that Supervisor White has submitted her written notice of resignation to the Board effective May 15, 2023, thereby creating a vacancy on the Board. Mr. Eidman noted that Ms. Yvette Hodges has expressed her desire to serve on the Board of Supervisors. Following a discussion, Supervisor Beecroft moved that the Board (i) appoint Ms. Hodges to the Board of Supervisors to serve as Secretary for the remainder of the term expiring on May 2, 2026; and (ii) adopt an Order declaring the same. Supervisor Patman seconded said motion, which carried unanimously.

Next, Supervisor Edwards submitted his notice of resignation to the Board, and the Board recognized Mr. Eidman, who noted that Mr. Clinton Wheeler, a landowner in the District, has expressed his desire to serve on the Board of Supervisors. Following a discussion, Supervisor Beecroft moved that the Board (i) accept the resignation of Supervisor Edwards; (ii) appoint Mr. Wheeler to the Board of Supervisors to serve as Assistant Secretary for the remainder of the term expiring on May 2, 2026; and (iii) adopt an Order declaring the same. Supervisor Patman 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. In the absence of a developer representative, the Board deferred action with regard to a developer's report.

6. The Board next recognized Mr. Robinson, who updated the Board with regard to operations within the District and informed the Board that the Operator is working on a timeline for the acquisition of water meters. No formal action was taken by the Board.

7. The Board next recognized Mr. Barraza, who presented to and reviewed with the Board an Engineer's report dated May 30, 2023, a copy of which is attached hereto as Exhibit "A". Mr. Barraza updated the Board with regard to engineering matters within the District, noting that grading is finishing up in the West and South portions of the development, and recommended approval of the following pay applications and change orders:

- Pay Application No. 6 in the amount of \$11,880.00 from RPM xConstruction, LLC ("RPM"), under the grading improvements contract for Walden Pond East Phase 1.
- Pay Application No. 7 in the amount of \$69,071.40 from RPM under the grading improvements contract for Walden Pond East Phase 1.
- Pay Application No. 8 in the amount of \$246,957.38 from RPM under the grading improvements contract for Walden Pond East Phase 1.
- Pay Application No. 13R in the amount of \$129,027.60 from Blue Star Utilities, LLC ("Blue Star") under the water, wastewater, and storm drainage improvements contract for Walden Pond East Phase 1.
- Pay Application No. 14RET in the amount of \$52,801.80 from Blue Star under the water, wastewater, and storm drainage improvements contract for Walden Pond East Phase 1.
- Change Order No. 2 in the amount of \$101,050.00 from Blue Star under the water, wastewater, and storm drainage improvements contract for Walden Pond East Phase 1.
- Change Order No. 3 in the amount of (\$34,482.00) from Blue Star under the water, wastewater, and storm drainage improvements contract for Walden Pond East Phase 1.
- Pay Application No. 9RET in the amount of \$516,362.39 from RPM under the paving improvements contract for Walden Pond East Phase 1.
- Change Order No. 5 in the amount of (\$7,702.50) from RPM under the paving improvements contract for Walden Pond East Phase 1.
- Pay Application No. 3 in the amount of \$303,667.22 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.

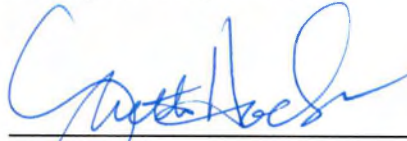
Following a discussion, Supervisor Beecroft moved that the Board (i) approve all pay applications and change orders as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Supervisor Patman seconded said motion, which carried unanimously.

8. The Board continued to recognize Ms. Tovery, who presented to and reviewed with the Board a bookkeeping report dated May 30, 2023, a copy of which is attached hereto as Exhibit "B". Following a discussion, Supervisor Patman moved that the Board (i) approve the bookkeeping report as presented; and (ii) authorize the payment of bills listed thereon. Supervisor Beecroft 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 12:15 p.m. Supervisor Patman seconded said motion, which unanimously carried.

*[Signature page follows]*

APPROVED AND ADOPTED this 22<sup>nd</sup> day of June, 2023.



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Yvette Hodges, Secretary  
Board of Supervisors  
Walden Pond Fresh Water Supply District of  
Kaufman County

