

**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 regular session, open to the public, at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201, outside the boundaries of the District, on October 19, 2023, and the roll was called of the members of the Board, to-wit:

Linda Patman	President
Blake Beecroft	Vice President
Yvette Hodges	Secretary
Sharon Kline	Assistant Secretary
Clinton Wheeler	Assistant Secretary

All members of the Board were present at the commencement of the meeting, thus constituting a quorum. Also present were Ms. Stefani Chastain and Ms. Kerry Tovery of Dye & Tovery, LLC (“Bookkeeper”); Mr. Scott Eidman, attorney, and Ms. Amy Bieber, Paralegal, each of Winstead PC; Mr. Cameron Robinson of Inframark, LLC (“Operator”); Mr. Matt Clark of Barraza Consulting Group, LLC (“Engineer”); and Ms. Heather Alexander, a member of the public. Ms. Alyssa Saccomen of McCall Gibson Swedlund Barfoot PLLC (“Auditor”) joined the meeting by telephone conference.

The meeting was called to order at 12:07 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 September 11, 2023, Board meeting. Following a discussion, Supervisor Beecroft moved that the Board approve the Minutes as presented. Supervisor Kline seconded said motion, which carried unanimously.

3. The Board next considered a letter agreement by and between the District and Kaufman County Fresh Water Supply District No. 1-C (“KC1C”) for Kaufman County Constable patrol services, a copy of which is attached hereto as Exhibit “A”. Mr. Eidman noted that KC1C has provided final cost information and revised the form of the agreement, and it is now being presented to the Board for reapproval. Following a discussion, Supervisor Beecroft moved that

the Board approve the letter agreement as presented. Supervisor Kline seconded said motion, which carried unanimously.

4. The Board next recognized Ms. Saccomen, who presented to and reviewed with the Board a draft of the audit for the fiscal year ended June 30, 2023, a copy of which is attached hereto as Exhibit “B”. Following a discussion, Supervisor Beecroft moved that the Board (i) approve the audit as presented; and (ii) authorize the District’s auditor to file the same with the Texas Commission on Environmental Quality as required. Supervisor Kline seconded said motion, which carried unanimously.

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 presented to and reviewed with the Board an operations report dated September 2023, a copy of which is attached hereto as Exhibit “C”. Following a discussion, Supervisor Beecroft moved that the Board accept the Operator’s report as presented. Supervisor Kline seconded said motion, which carried unanimously.

7. The Board next reviewed an Amended Rate Order, a copy of which is attached hereto as Exhibit “D”. Mr. Eidman explained that the Rate Order is being amended to reflect the inclusion of trash and law enforcement fees in the base monthly rate for utility service. Following a discussion, Supervisor Beecroft moved that the Board approve the Amended Rate Order as presented. Supervisor Kline seconded said motion, which carried unanimously.

8. The Board next recognized Mr. Clark, who presented to and reviewed with the Board an Engineer’s report dated October 19, 2023, a copy of which is attached hereto as Exhibit “E”. Mr. Clark updated the Board with regard to engineering matters within the District, and then recommended approval of the following pay applications and change order:

- Pay Application No. 5R in the amount of \$1,827,066.64 from Circle H Contractors, LP (“Circle H”), under the water, wastewater, and storm drainage improvements contract for Walden Pond South.
- Pay Application No. 6 in the amount of \$3,371,344.20 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond South.
- Pay Application No. 1R in the amount of \$83,561.40 from Circle H under the lift station improvements contract for Walden Pond West.
- Pay Application No. 2R in the amount of \$92,699.10 from Circle H under the lift station improvements contract for Walden Pond West.
- Pay Application No. 4 in the amount of \$5,287.50 from RPM xConstruction LLC (“RPM”) under the grading improvements contract for Walden Pond West Phase 1.
- Pay Application No. 2 in the amount of \$1,532,550.58 from RPM under the paving improvements contract for Walden Pond West Phase 1.
- Change Order No. 1 in the amount of (\$225,550.00) from RPM under the paving improvements contract for Walden Pond West Phase 1.

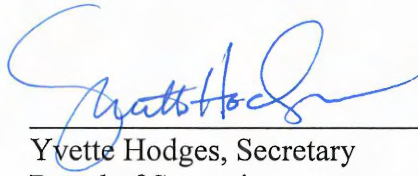
Following a discussion, Supervisor Beecroft moved that the Board (i) approve all pay applications and the change order as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Supervisor Kline seconded said motion, which carried unanimously.

9. The Board continued to recognize Ms. Chastain, who presented to and reviewed with the Board a bookkeeping report dated October 19, 2023, a copy of which is attached hereto as Exhibit "F". Following a discussion, Supervisor Beecroft moved that the Board (i) approve the bookkeeping report as presented; (ii) authorize the payment of bills listed thereon; and (iii) approve the investment of District funds as recommended by the District's Bookkeeper. Supervisor Wheeler 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 12:25 p.m. Supervisor Patman seconded said motion, which unanimously carried.

[Signature page follows]

APPROVED AND ADOPTED this 29th day of November, 2023.



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

