

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

THE STATE OF TEXAS §
COUNTIES OF DENTON AND WISE §
NORTH FORT WORTH WATER CONTROL AND IMPROVEMENT §
DISTRICT NO. 1 DENTON AND WISE COUNTIES

The Board of Directors (the “Board”) of North Fort Worth Water Control and Improvement District No. 1 of Denton and Wise Counties (the “District”) met in special session, open to the public, at 520 Interstate 35 Frontage Road, Denton, Texas 76205, on January 18, 2024, and the roll was called of the members of the Board to-wit:

J.D. Walker	President
Donald Lucky	Vice President
Charles Garretson	Secretary
Steve Babcock	Assistant Secretary
Thomas Thye	Assistant Secretary

All members of the Board were present at the commencement of the meeting, thus constituting a quorum. Also present were Mr. Scott Eidman, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC; Ms. Stefani Chastain of Dye & Toverly, LLC (“Bookkeeper”); Mr. Andrew Kubiak of LJA Engineering, Inc. (“Engineer”); and Mr. Michael Poole of Lennar Homes (“Lennar”).

The meeting was called to order at 12:01 p.m.

1. The Board called for public communications or comments. Hearing none, Director Babcock moved that the Board close the public comment session of the meeting. Director Walker seconded said motion, which carried unanimously.

2. The Board next reviewed the Minutes from December 14, 2023, Board of Directors meeting. Following a discussion, and upon motion by Director Walker, seconded by Director Babcock and unanimously carried, the Board approved the Minutes as presented.

3. The Board next recognized Mr. Poole, who updated the Board with regard to development within the District. Mr. Poole reported that homes are under construction in Phase 3A, final acceptance of Phase 3B is expected shortly, and grading is complete in Phase 4 with wet utility installation to begin by the end of January. No formal action was taken by the Board.

4. The Board next recognized Mr. Kubiak, who presented to and reviewed with the Board an engineering reported dated January 18, 2024, a copy of which is attached hereto as Exhibit “A”. Mr. Kubiak updated the Board with regard to engineering and development matters within the District, and then recommended that the Board approve the following pay application:

- Pay Application No. 6 from Conatser Construction TX, L.P. in the amount of \$170,105.76 under the paving, utility, and street light improvements contract for Shale Creek Phase 3B.

Following a discussion, Director Thye moved that the Board (i) approve the pay application as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Director Walker seconded said motion, which carried unanimously.

5. The Board next recognized Ms. Chastain, who presented to and reviewed with the Board copies of a Bookkeeping Report dated January 18, 2024, a copy of which is attached hereto as Exhibit "B". Ms. Chastain also noted a cost-of-living increase of hourly rates pursuant to the District's bookkeeping services agreement. Following a discussion, Director Lucky moved that the Board (i) approve the bookkeeping report; (ii) authorize the payment of bills as listed thereon; and (iii) approve the investment of funds as recommended by the District's Bookkeeper. Director Babcock seconded said motion, which carried unanimously.

6. The Board next considered a Resolution Setting Per Diem Free for Directors, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Thye moved that the Board approve the Resolution as presented. Director Garretson seconded said motion, which carried unanimously.

7. The Board next recognized Mr. Eidman, who reviewed the District's current Investment Policy, dated January 27, 2020, with the Board. Mr. Eidman noted that an annual review of said Policy is required, and that no amendments to the Investment Policy are recommended by the District's legal counsel at this time. Next, Mr. Eidman presented to and reviewed with the Board a Resolution Acknowledging Annual Review of the Investment Policy and Investment Strategies, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Babcock moved that the Board approve the Resolution as presented. Director Walker seconded said motion, which carried unanimously.

8. The Board next considered a Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds, a copy of which is attached hereto as Exhibit "E". Following a discussion, Director Walker moved that the Board approve the Resolution as presented. Director Garretson seconded said motion, which carried unanimously.

9. The Board next considered a Resolution Adopting Prevailing Wage Rate Scale for Construction Projects, a copy of which is attached hereto as Exhibit "F". Following a discussion, Director Babcock moved that the Board adopt the Resolution as presented. Director Thye seconded said motion, which carried unanimously.

10. The Board next considered the supplemental agenda. Mr. Eidman presented to and reviewed with the Board an Order Calling Directors Election, a copy of which is attached hereto as Exhibit "G". Following a discussion, Director Garretson moved that the Board (i) approve the Order as presented; and (ii) authorize distribution of the Notice of Election. Director Babcock seconded said motion, which carried unanimously.

There being no further business to conduct, and upon motion by Director Babcock, seconded by Director Walker and unanimously carried, the Board adjourned at 12:11 p.m. until further call.

[Signature page follows]

APPROVED AND ADOPTED this 7th day of March, 2024.



Chuck Garretson, Secretary, Board of Directors
North Fort Worth Water Control & Improvement
District No. 1 of Denton and Wise Counties