

**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 June 20, 2024, 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. Wendy Randall of Dye & Toverly, LLC (“Bookkeeper”); Mr. Ross Martin and Ms. Taylor Elliott, attorneys, and Ms. Amy Bieber, Paralegal, each of Winstead PC; Mr. Cameron Robinson of Inframark, LLC (“Operator”); and Mr. Matt Clark of Barraza Consulting Group, LLC (“Engineer”).

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

1. The Board called for public communications and comments. Hearing none, Supervisor Wheeler moved that the Board close the public comment section of the meeting. Supervisor Kline seconded said motion, which carried unanimously.

2. The Board next acknowledged receipt of the Minutes from the May 16, 2024, Board meeting. Following a discussion, Supervisor Wheeler moved that the Board approve the Minutes as presented. Supervisor Patman seconded said motion, which carried unanimously.

3. In the absence of a developer representative, the Board deferred action with regard to a developer’s report.

4. The Board next recognized Mr. Robinson, who presented to and reviewed with the Board an operations report dated June 20, 2024, a copy of which is attached hereto as Exhibit “A”. Mr. Robinson reported that the required lead and copper inventory has been completed on behalf of the District, and the master meter at the connection point to the Windmill Farms development had broken but has been replaced under warranty by the original contractor. Following a

discussion, Supervisor Wheeler moved that the Board approve the Operator's report as presented. Supervisor Patman seconded said motion, which carried unanimously.

5. The Board next recognized Mr. Clark, who presented to and reviewed with the Board an Engineer's report dated June 20, 2024, a copy of which is attached hereto as Exhibit "B". Mr. Clark updated the Board with regard to engineering matters within the District, and next recommended approval of the following pay applications and change orders:

- Change Order No. 1R-2 in the amount of \$406,602.58 from Circle H Contractors, LP ("Circle H") under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Change Order No. 2R-2 in the amount of \$2,852.00 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Change Order No. 3R-2 in the amount of \$0.00 (to modify the description of the scope of work to split onsite and offsite work) from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Change Order No. 4R-2 in the amount of \$2,500.00 from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Change Order No. 5 in the amount of (\$77,300.00) from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond West Phase 1.
- Pay Application No. 10 in the amount of \$6,750.00 from RPM xConstruction LLC ("RPM") under the paving improvements contract for Walden Pond West Phase 1.
- Pay Application No. 11RET in the amount of \$303,794.28 from RPM under the paving improvements contract for Walden Pond West Phase 1.
- Change Order No. 5 in the amount of (\$10,929.00) from RPM under the paving improvements contract for Walden Pond West Phase 1.
- Change Order No. 4 in the amount of \$50,620.00 from RPM under the grading improvements contract for Walden Pond South.
- Change Order No. 5 in the amount of (\$163,800.00) from Circle H under the water, wastewater, and storm drainage improvements contract for Walden Pond South.
- Pay Application No. 6 in the amount of \$32,361.75 from GM Construction TX ("GM") under the paving improvements contract for Walden Pond South.
- Change Order No. 2 in the amount of (\$34,306.80) from GM under the paving improvements contract for Walden Pond South.
- Pay Application No. 7 in the amount of \$95,535.00 from GM under the lift station improvements contract for Walden Pond.
- Pay Application No. 8 in the amount of \$2,674.80 from GM under the lift station improvements contract for Walden Pond.

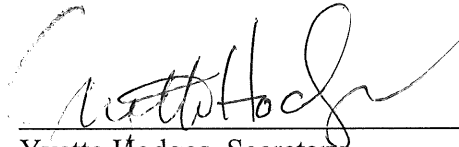
Following a discussion, Supervisor Patman moved that the Board (i) approve all pay applications and change orders as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Supervisor Wheeler seconded said motion, which carried unanimously.

6. The Board recognized Ms. Chastain, who presented to and reviewed with the Board a bookkeeping report dated June 20, 2024, a copy of which is attached hereto as Exhibit "C". Following a discussion, Supervisor Patman 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, upon motion by Supervisor Patman, seconded by Supervisor Wheeler, and unanimously carried, the meeting was adjourned at 12:25 p.m. until further call.

[Signature page follows]

APPROVED AND ADOPTED this 15th day of August, 2024.



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

