

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

THE STATE OF TEXAS §
COUNTIES OF DENTON AND WISE §
ALPHA RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 1 §
OF DENTON AND WISE COUNTIES

The Board of Directors (the “Board”) of Alpha Ranch Water Control and Improvement District of Denton and Wise Counties (the “District”) met in regular session, open to the public, located at 520 I-35 Frontage Road, Denton, Texas 76205, outside the District’s boundaries, on December 12, 2024, and the roll was called of the members of the Board to-wit:

Gary Fitzgerald	President
Marc Stanwyck	Vice President
Robert Cabbage	Secretary
Glen Vaughn	Assistant Secretary
Jordan Peterson	Assistant Secretary

All members of the Board were present at the commencement of the meeting, thus constituting a quorum. Also present were Ms. Brandi Galindo of Dye & Toverly, LLC (“Bookkeeper”); Ms. Taylor Elliott, attorney, of Winstead PC; and Mr. Robert Alvis of Westwood Professional Services (“Engineer”).

The meeting was called to order at 1:04 p.m. and evidence was presented that public notice of such meeting had been given as required by law.

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

2. The Board next confirmed receipt of the draft minutes of the November 14, 2024, Board of Directors meeting. Following a discussion, Director Stanwyck moved that the Board approve the minutes as drafted. Director Vaughn seconded the 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 considered a Streetlight Maintenance Agreement by and between the District and Independent Utility Construction, Inc., a copy of which is attached hereto as Exhibit “A”. Following a discussion, Director Stanwyck moved that the Board approve the agreement as presented. Director Vaughn seconded said motion, which carried unanimously.

5. The Board next recognized Mr. Alvis, who presented to and reviewed with the Board an engineering report dated December 12, 2024, a copy of which is attached hereto as Exhibit “B”, and updated the Board with regard to engineering and construction within the District. Next, Mr. Alvis recommended approval of the following pay applications and change orders:

- Pay Application No. 4 in the amount of \$26,682.45 from FCS Construction, LP (“FCS”) under the grading improvements contract for Elizabeth Creek Phase 3.
- Change Order No. 3 in the amount of (\$10,000.00) from FCS under the grading improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 3 in the amount of \$845,851.50 from Burnsco Construction, Inc. (“Burnsco”) under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 4 in the amount of \$137,491.20 from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 5 in the amount of \$201,600.00 from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 6 in the amount of \$9,027.00 from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 7 in the amount of \$74,610.00 from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Pay Application No. 8 in the amount of \$293,191.20 from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.
- Change Order No. 3 in the amount of (\$37,524.00) from Burnsco under the water, wastewater, and storm drainage improvements contract for Elizabeth Creek Phase 3.

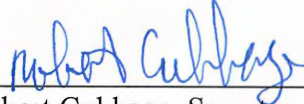
Following a discussion, Director Fitzgerald moved that the Board (i) approve all pay applications and change orders as recommended by the District’s Engineer; and (ii) approve the Engineer’s report as presented. Director Vaughn seconded the motion which carried unanimously.

6. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board copies of a bookkeeping report dated December 12, 2024, a copy of which is attached hereto as Exhibit “C”. Following a discussion, Director Fitzgerald 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 funds as recommended by the District’s Bookkeeper. Director Stanwyck seconded said motion, which carried unanimously.

There being no further business to conduct, and upon motion by Director Stanwyck seconded by Director Fitzgerald and unanimously carried, the meeting was adjourned at 1:12 p.m. until further call.

[Signature Page Follows]

APPROVED AND ADOPTED this 16th day of January, 2025.



Robert Cabbage, Secretary
Alpha Ranch Water Control and
Improvement District of Denton and Wise
Counties

