

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

THE STATE OF TEXAS §
COUNTY OF DENTON §
BROOKFIELD WATER CONTROL AND IMPROVEMENT DISTRICT OF DENTON §
COUNTY

The Board of Directors (the "Board") of Brookfield Water Control and Improvement District of Denton County (the "District") met in regular session, open to the public, at 300 Throckmorton Street, Suite 1700, Fort Worth, Texas 76102, a designated office of the District outside the boundaries of the District, on June 6, 2025, and the roll was called of the members of the Board to-wit:

Garrett O’Grady	President
Rachel Knight	Vice President
Stacy Lynch	Secretary
Stephanie Rich	Assistant Secretary
Waymon D. Hyde	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Lynch and Director Hyde, thus constituting a quorum. Also present were Ms. Brandi Galindo of Dye & Toverly, LLC (“Bookkeeper”); Ms. Taylor Elliott, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC; Mr. Sam Knight and Mr. Kevin Murphy of Pape-Dawson Engineers, Inc. (“Engineer”); and Mr. Albert Arthur of D.R. Horton. Mr. Andre Ayala of Hilltop Securities, Inc., joined the meeting by telephone.

The meeting was called to order at 12:09p.m.

1. The Board opened the meeting to public communication or comment. Hearing none, Director O’Grady moved that the Board close the public comment section of the meeting. Director Rich seconded said motion, which carried unanimously.

2. The Board next reviewed the Minutes from the April 11, 2025, Board of Directors meeting. Following a discussion, and upon motion by Director O’Grady, seconded by Director Knight and unanimously carried, the Board approved the minutes as presented.

3. The Board next considered the renewal of District insurance coverages, a copy of the summary of the proposal for which is attached hereto as Exhibit “A”. Following a discussion, Director O’Grady moved that the Board approve the renewal of District insurance coverages as presented. Director Knight seconded said motion, which carried unanimously.

4. The Board next considered a Interlocal Cooperation Agreement for Property Tax Assessment and Collection by and between the District and Denton County, Texas, and
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Authorization Agreement for Direct Deposit related to same, copies of which are attached hereto as Exhibit “B”. Ms. Elliott noted that the cost of the services provided by Denton County are increasing to cover the County’s actual costs of providing such service. Following a discussion, Director Knight moved that the board approve the agreements as presented. Director O’Grady seconded said motion, which carried unanimously.

5. The Board next recognized Mr. Ayala, who updated the Board with regard to the current plan for issuance of bonds for the District. Mr. Ayala reported that it is the current intent for the District to sell utility bonds in 2025 as well as submit an application for use of surplus funds remaining from the District’s series 2024 utility bonds. No formal action was taken by the Board.

6. The Board next recognized Mr. Arthur, who updated the Board with regard to development within the District, reporting that a final walkthrough is being scheduled for Lone Star Phase 1A. No formal action was taken by the Board.

7. The Board next recognized Mr. Murphy, who presented to and reviewed with the Board an Engineer’s report dated June 6, 2025, a copy of which is attached hereto as Exhibit “C”, and updated the Board regarding engineering matters within the District. Next, Mr. Murphy recommended approval of the following pay applications:

- Pay Application No. 13 in the amount of \$201,538.44 from Wright Construction Co., Inc. (“Wright”) under the water, wastewater, and storm drainage improvements contract for Lone Star at Liberty Trails Phases 1A.
- Pay Application No. 14 in the amount of \$325,127.07 from Wright under the water, wastewater, and storm drainage improvements contract for Lone Star at Liberty Trails Phases 1A.
- Pay Application No. 12 in the amount of \$85,078.26 from Wright under the water, wastewater, and storm drainage improvements contract for Lone Star at Liberty Trails Phases 1B.
- Pay Application No. 5 in the amount of \$229,866.39 from Glenn Thurman, Inc. (“Thurman”) under the paving improvements contract for Lone Star at Liberty Trails Phases 1A.
- Pay Application No. 6 in the amount of \$5,580.00 from Thurman under the paving improvements contract for Lone Star at Liberty Trails Phases 1A.

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

8. The Board next recognized Ms. Galindo, who presented to and reviewed with the Board copies of a bookkeeping report dated June 6, 2025, a copy of which is attached hereto as Exhibit “D”. Next, Ms. Galindo presented a draft operations budget and a draft debt service budget for the fiscal year ending July 31, 2026, copies of which are attached hereto as Exhibit “E”. Following a discussion, Director O’Grady moved that the Board (i) approve the

bookkeeping report as presented; (ii) authorize the payment of bills listed thereon; (iii) approve the investment of funds as recommended by the District's Bookkeeper; and (iv) approve the draft budgets as presented. Director Knight seconded said motion, which carried unanimously.

There being no further business to conduct, Director O'Grady moved that the meeting be adjourned, which motion was seconded by Director Knight and unanimously carried, whereupon the Board adjourned at 12:23 p.m. until further call.

[Signature page follows]

APPROVED AND ADOPTED this 11th day of July, 2025.



Secretary, Board of Directors
Brookfield Water Control and Improvement
District of Denton County

(DISTRICT SEAL)

