

**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 January 9, 2026, 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, thus constituting a quorum. Also present were Ms. Stefani Chastain of Dye & Toverly, LLC (“Bookkeeper”); Ms. Taylor Elliott, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC; Mr. Kevin Murphy of Pape-Dawson Engineers, Inc. (“Engineer”); and Mr. Albert Arthur of D.R. Horton.

The meeting was called to order at 12:07 p.m.

1. The Board opened the meeting to public communication or comment. Hearing none, Director Knight moved that the Board close the public comment section of the meeting. Director Hyde seconded said motion, which carried unanimously.
2. The Board next reviewed the Minutes from the December 5, 2025, Board of Directors meeting. Following a discussion, and upon motion by Director Hyde, seconded by Director Knight and unanimously carried, the Board approved the minutes as presented.
3. The Board next recognized Ms. Elliott, who updated the Board with regard to an Interlocal Cooperation Agreement for Fire Protection and Emergency Ambulance Services by and between the District and Denton County. Ms. Elliott reports that the District’s legal counsel is still working with Denton County and the City of Fort Worth to find the most cost-effective and efficient long-term way to serve the District with emergency services. No formal action was taken by the Board.

4. The Board next recognized Mr. Arthur, who updated the Board with regard to development within the District, reporting that hardscape is complete in Phase 1B with landscaping underway. Mr. Arthur further reported that construction of offsite utility lines for Phase 2 will begin by the end of the month in preparation for development of that phase. No formal action was taken by the Board.

5. The Board next recognized Mr. Murphy, who presented to and reviewed with the Board an Engineer's report dated January 9, 2026, a copy of which is attached hereto as Exhibit "A", and updated the Board regarding engineering matters within the District. Next, Mr. Murphy recommended approval of the following pay applications:

- Pay Application No. 19 in the amount of \$7,389.78 from Wright Construction Company, Inc., under the water, wastewater, and storm drainage improvements contract for Lone Star at Liberty Trails Phase 1A.
- Pay Application No. 2 in the amount of \$887,251.28 from Glenn Thurman, Inc. ("Thurman"), under the paving improvements contract for Lone Star at Liberty Trails Phases 1B.
- Pay Application No. 3 in the amount of \$50,850.00 from Thurman under the paving improvements contract for Lone Star at Liberty Trails Phases 1B.
- Pay Application No. 4 in the amount of \$109,885.05 from Thurman under the paving improvements contract for Lone Star at Liberty Trails Phases 1B.

Next, Mr. Murphy recommended that the Board give final acceptance of Lone Star at Liberty Trails Phase 1B pursuant to completion of all punch list items by the contractors. Following a discussion, Director O'Grady moved that the Board (i) approve the pay applications as recommended by the District's Engineer; (ii) give final acceptance of Lone Star at Liberty Trails Phase 1B pursuant to completion of all punch list items by the contractors; and (iii) approve the Engineer's report as presented. Director Hyde seconded said motion, which carried unanimously.

6. The Board next recognized Ms. Chastain, who presented to and reviewed with the Board copies of a bookkeeping report dated January 9, 2026, 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 O'Grady 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 Knight seconded said motion, which carried unanimously.

7. The Board next recognized Ms. Elliott, who reviewed the District's current Investment Policy, dated January 10, 2020, with the Board. Ms. Elliott 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, Ms. Elliott 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 "C". Following a

discussion, Director Hyde moved that the Board approve the Resolution as presented. Director Knight seconded said motion, which carried unanimously.

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

9. 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 Hyde moved that the Board approve the Resolution as presented. Director Knight seconded said motion, which carried unanimously.


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

There being no further business to conduct, Director Hyde moved that the meeting be adjourned, which motion was seconded by Director Knight and unanimously carried, whereupon the Board adjourned at 12:27 p.m. until further call.

[Signature page follows]

APPROVED AND ADOPTED this 6th day of February, 2026.




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