

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

STATE OF TEXAS §

COUNTY OF DALLAS §

DALLAS COUNTY IRRIGATION DISTRICT NO. 1 §

The Board of Directors (the “Board”) of Dallas County Irrigation District No. 1 (the “District”) met in special session, open to the public, at 1722 Routh Street, Suite 770, Dallas, Texas 75201 on Monday, November 5, 2021, and the roll was called of the members of the Board, to-wit:

The roll was called of the members of the Board, to-wit:

Henry Billingsley
Shay Gokhale
Cathy Kuebler
Kimberly Meyer
Scott Norris

All members of the Board were present at the commencement of the meeting. Also in attendance were: Mr. Ross Martin, attorney, Ms. Amy Bieber, paralegal, each of Winstead PC, attorneys for the District; Ms. Liz Blackwell and Mr. Bill Walker. Mr. Charles Jordan via Teams audio/video conference.

The meeting was called to order at 1:34 p.m.

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

2. The Board next acknowledged receipt of the Minutes from October 18, 2021, Board of Directors meeting. Following a discussion, Director Billingsley moved that the Board approve the Minutes as presented. Director Meyer seconded said motion, which carried unanimously.

3. The Board next considered the engagement of Winstead PC as general counsel for the District. Mr. Martin presented to and reviewed with the Board copies of an engagement letter with Winstead PC and reviewed the scope of services and fees related to same. Following a discussion, Director Norris moved that the Board ratify and approve the engagement letter with Winstead PC to serve as the District’s general counsel. Director Billingsley seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Jordan, who presented to and reviewed with the Board two proposals for the placement of Directors and Officers liability insurance, bonds, and other insurance, from McDonald & Wessendorff Insurance and the Texas Municipal League. Copies of the insurance proposals are attached hereto as Exhibit "A" and Exhibit "B" respectively. Following a discussion, Director Norris moved that the Board approve and accept the insurance proposal from the Texas Municipal League as discussed. Director Billingsley seconded said motion, which carried unanimously.

5. The Board next recognized Director Billingsley, who discussed with the Board the need to engage a General Manager for the District to oversee maintenance of the dam within the District and other matters on behalf of the Board. Director Billingsley noted that further information and proposed engagements are being solicited from at least 2 candidates and will be presented to the Board for approval at a future meeting. No formal action was taken by the Board.

6. The Board next considered the conveyance of Northlake Dam from the City of Coppell to the District. Following a discussion, Director Meyer moved that the Board accept the conveyance of Northlake Dam subject to the closing of the sale of the same from the City of Coppell to the District. Director Norris seconded said motion, which carried unanimously.

7. The Board next considered the assumption of water rights from C.W. Rock Bottom Partners, Ltd., associated with the conveyance of the Northlake Dam to the District. Following a discussion, Director Billingsley moved that the Board approve assumption of water rights from C.W. Rock Bottom Partners, Ltd., subject to the closing of the sale of the same from the City of Coppell to the District. Director Meyer seconded said motion, which carried unanimously.

8. The Board next considered any additional action needed related to the assumption of Water Rights and reviewed the following documents: (i) Assignment and Assumption of Untreated Water Purchase Contract, a copy of which is attached hereto as Exhibit "C"; (ii) Assignment and Assumption of Certificate of Adjudication #08-2365, a copy of which is attached hereto as Exhibit "D"; and (iii) Acknowledgment of Unit Cap Restriction, a copy of which is attached hereto as Exhibit "E". Following a discussion, Director Norris moved that the Board (i) approve all documents as presented; and (ii) authorize Director Meyer to execute same on behalf of the Board. Director Billingsley seconded said motion, which carried unanimously. Next, Director Meyer moved that the Board authorize Director Meyer to take any additional action as may be necessary to complete and memorialize the transfer of water rights to the District, including the assumption of a water agreement. Director Gokhale seconded said motion, which carried unanimously.

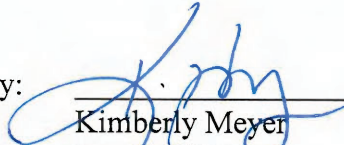
There being no further business to conduct, and upon motion by Director Billingsley, seconded by Director Meyer and unanimously carried, the meeting was adjourned at 2:03 p.m.

[Signature page follows]

APPROVED AND ADOPTED this 10th day of December, 2021.

DALLAS COUNTY IRRIGATION DISTRICT NO. 1

By:



Kimberly Meyer
Board of Directors