Legacy Water Supply Corporation
Board Meeting
MINUTES
February 27, 2025
at 11:00 a.m. CST
1826 North Loop 1604 West, Suite 260,
San Antonio, TX 78248

1. Call to Order and Roll Call:

   a. David Earl called the meeting to order at 11:02 a.m. CST.

   b. Directors Present: Kathleen "Kandy" Walker, Melissa Johnson and Raul Leal

   c. Others Present: Richard "Dick" McNary, Project Management – Developer, David L. Earl & Jennifer E. O'Steen, Attorneys for Legacy Water Supply Corporation, and Tom Sage & Justin Hicks, Hutton Andrews Kurth LLP

2. Determine Quorum: A quorum was present.

3. Public Comments: There were no public comments.

4. Public Hearing(s): None.

5. Consent: The following items may be acted upon in a single motion. No separate discussion or action on any of these items will be held unless pulled at the request of a member of the Board.

   a. Consider approval of the Minutes of the following Legacy Water Supply Corporation Meeting:

      i. None.

6. Action/Discussion Items:

   a. Receive Executive Summary on Restatement of Certificate of Formation of the Corporation recommended by General Counsel;

      i. Attorney for Legacy Water Supply Corporation, Jennifer E. O'Steen, held a discussion regarding agenda items (a) and (b). Melissa Johnson made a motion to drop agenda items (a) and (b) from the agenda. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.

ii. *Melissa Johnson then made a motion to skip to agenda item (k). Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

b. Consider and take possible action on Resolution Approving Wholesale Public Drinking Water Supply Agreement between Legacy Water Supply Corporation and the Legacy Municipal Management District;

c. Consider and take possible action regarding nomination, appointment, and resignation of director(s) for Board of Legacy Water Supply Corporation; Receive Executive Summary on amendment to corporate bylaws for Legacy Water Supply Corporation (Second Amended Bylaws);

i. *Attorney for Legacy Water Supply Corporation, Jennifer E. O'Steen, provided the Executive Summary to the Board on agenda item (c) and held discussions regarding same.*

d. Consider and take possible action approving and adopting amendments to corporate bylaws for Legacy Water Supply Corporation (*Second Amended Bylaws*);

i. *Melissa Johnson made a motion to approve and adopt the amendments to corporate bylaws for Legacy Water Supply Corporation. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*
ii. *Later in the meeting, Melissa Johnson authorized the execution of a formal Resolution to approve and adopt the amendments to the corporate bylaws for Legacy Water Supply Corporation. Raul Leal seconded the motion. The motion was unanimously approved and carried.*

e. Receive Executive Summary on proposed Wholesale Public Drinking Water Supply Agreement between Legacy Water Supply Corporation and the Legacy Municipal Management District;

i. *Melissa Johnson made a motion to table discussions regarding agenda items (e) and (f) until a later meeting date. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

f. Consider and take possible action on Resolution Approving Wholesale Public Drinking Water Supply Agreement between Legacy Water Supply Corporation and the Legacy Municipal Management District;

g. Consider and take possible action approving membership applications received by Legacy Water Supply Corporation, including, but not limited to, applications from:

1. Legacy Municipal Management District;

2. Webb County, Texas; and/or
3. City of Laredo, Texas;

i. *Melissa Johnson made a motion to ratify approval of the membership application received by the Legacy Municipal Management District, inclusive of the recently submitted water demand projections. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*
ii. *Melissa Johnson then made a motion to table discussions regarding agenda items (g)(2) and (g)(3) until a later meeting date. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

h. Receive Executive Summary on estimated cost and timeline for process in applying for funding with Texas Water Development Board (TWDB), United States Department of Agriculture (USDA), and other state and federal agencies;

   i. *Attorney for Legacy Water Supply Corporation, David L. Earl, provided the Executive Summary to the Board on agenda item (c) and held discussions regarding same.*

i. Consider and take possible action approving and ratifying the execution of an agreement between the Corporation and Water Finance Exchange, a non-profit corporation, the Corporation's General Counsel for the provision of administrative and professional services for the Corporation's Drinking Water State Revolving Fund Program;

   i. *Agenda item (i) was deemed outdated by the Board with no further action or discussion required.*

j. Consider and take possible action adopting a resolution to approve and authorize the filing of the Texas Water Development Board Municipal Water Use Survey for Calendar Year 2024 (*TWDB Water Use Survey Form Municipal Long*);

   i. *Melissa Johnson made a motion to approve and authorize General Counsel for Legacy Water Supply Corporation to file the Texas Water Development Board Municipal Water Use Survey for Calendar Year 2024 on behalf of the Corporation. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

k. Discuss and take possible action on approval of engagement agreement with Hutton Andrews Kurth LLP, to serve as Bond Counsel for Legacy Water Supply Corporation;

   i. *The Board held discussions regarding agenda item (k). Melissa Johnson then made a motion to authorize approval of the engagement agreement* *with Hutton Andrews Kurth LLP, to serve as Bond Counsel for Legacy Water Supply Corporation, subject to same being negotiated and approved as to form by Board Members, David Earl and Raul Leal. Raul Leal seconded the motion. The motion was unanimously approved and carried.*

l. Consider and take possible action regarding future meeting dates.

i. *Kathleen "Kandy" Walker made a motion to propose a future Board meeting on April 2, 2025, at 10:00 a.m. at 1826 North Loop 1604 West, Suite 260, San Antonio, Texas 78248. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

7. Executive Session:
   a. Pursuant to Sections 551.071, 551.072, and 551.074, Texas Government Code, as may be necessary, to consult with attorney; deliberate regarding real property; and personnel matters; and

      i. *The Board did not hold Executive Session - no decisions were made and no action was taken during Executive Session.*

8. Adjourn.

   a. *Kathleen "Kandy" Walker made a motion to adjourn the meeting. Melissa Johnson seconded the motion. The motion was unanimously approved and carried, and the meeting was adjourned at 1:20 p.m. CST.*

(SEAL)

Secretary, Board of Directors