Legacy Water Supply Corporation
Special Meeting
MINUTES
February 26, 2026
at 10:30 a.m. CST
401 East Sonterra Blvd., Ste. 375
San Antonio , TX 78258

1. **Call to Order and Roll Call**:
   a. Johnathan Earl called the meeting to order at 10:35 a.m. CST.
   b. Directors Present: Kathleen "Kandy" Walker, Melissa Johnson; Kyle Koonce; and Raul Leal and Chris Arthur attended virtually.
   c. Others Present: Johnathan L. Earl, David L. Earl and Robert Byrne James IV with Earl & Associates, P.C., General Counsel for the Corporation; Dick McNary & Jordan Wise with Project Control; James P. Walker Jr.; Justin Hicks and Tom Sage with Hunton Andrews Kurth LLP, Bond Counsel for the Corporation; and Gene Lindgren.
2. **Determine Quorum**: A quorum was present.
3. **Public Comments**: There were no public comments.
4. **Public Hearing(s)**: None.
5. **Consent:** The following item(s) may be acted upon in a single motion. No separate discussion or action on any of these item(s) will be held unless pulled at the request of a member of the Board:
   a. Minutes of the Board of Directors for the Corporation Meeting held on February 12, 2026;
      i. *Kathleen "Kandy" Walker made a motion to approve the February 12, 2026, Legacy Water Supply Corporation Meeting Minutes. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*
6. **Action/Discussion Items:**
   a. Receive status updates on construction and permitting activities related to the Corporation's Interim and Permanent Water Supply Project from Project Control;
      i. *Dick McNary and Jordan Wise with Project Control provided updates on Agenda Item 5(a). No further action was required by the Board.*

b. Receive status updates on pursuit of state and federal grants and other funding for Regional Wholesale Water Project from General Counsel, Gene Lindgren, and Bond Counsel;

   i. *Gene Lindgren, General Counsel, and Bond Counsel provided updates on Agenda Item 5(b). No further action was required by the Board.*

c. Receive status update on construction schedule and activities related to the Interim and Permanent Water Treatment and Wastewater Treatment Facilities from TSG Water Resources – Texas, LLC;

   i. *No representative from TSG Water Resources – Texas, LLC, was present at the meeting. No Board action was taken on this item.*

d. Consider and take possible action on approving Task Order #3 under the *Master Services Agreement* with Colliers Engineering & Design, Inc.;

   i. *Melissa Johnson made a motion to approve Task Order #3 under the Master Services Agreement with Colliers Engineering & Design, Inc. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*

e. Consider and take possible action on proposed amendment of Exhibit C to the *Master Services Agreement* with Spheros Environmental Parent Ground, Inc.;

   i. *Melissa Johnson made a motion to approve the proposed amendment of Exhibit C to the Master Services Agreement with Spheros Environmental Parent Group, Inc. Kathleen Walker seconded the motion. The motion was unanimously approved and carried.*

f. Consider and take possible action on Task Order #2026-01 under the *Master Services Agreement* with Spheros Environmental Parent Ground, Inc.;

   i. *Melissa Johnson made a motion to approve Task Order #2026-01 under the Master Services Agreement with Spheros Environmental Parent Group, Inc. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*

g. Consider and take possible action on Task Order #2026-02 under the *Master Services Agreement* with Spheros Environmental Parent Ground, Inc.;

   i. *Kathleen Walker made a motion to approve Task Order #2026-02 under the Master Services Agreement with Spheros Environmental Parent Group, Inc. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*

h. Receive updates and/or presentation of formal rate study for wholesale water being conducted by NewGen Strategies & Solutions;

   i. *General Counsel for the Corporation provided that General Counsel, Project Control, and representatives of NewGen were working towards a final amended draft of the rate study for consideration at a future Board meeting. No further action was taken by the Board.*

i. Consider and take possible action on Resolution Adopting Formal Rate Study Report conducted by NewGen Strategies & Solutions and Adopting Wholesale Rates as provided therein; and such other related actions incidental thereto;

   i. *Kathleen "Kandy" Walker made a motion to table Agenda Item 5(i) until a future meeting date. Chris Arthur seconded the motion. The motion was unanimously approved and carried.*

j. Consider and take possible action on Resolution Approving Execution of Ground Lease for Regional Water Treatment Plant Site with SE Legacy Development, LLC;

   i. *General Counsel recommended the Board table Agenda Items 5(j) until a future meeting date. Kathleen "Kandy" Walker made a motion to table Agenda Items 5(j) until a future meeting date. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*

k. Discussion and possible action regarding the provision of Professional Bookkeeping Services for the Corporation in accordance with Chapter 2254, Texas Government Code;

   i. *Melissa Johnson made a motion to request General Counsel to reach out to obtain proposals from Bookkeepers to provide Professional Bookkeeping Services for the Corporation, for the Corporation's future consideration and selection after the committee reviewing the same. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

l. Discussion and possible action regarding estimated budget and work to be completed by Water Finance Exchange under the Master Services Agreement approved and executed by the Board at the Meeting held on January 22, 2026;

   i. *Melissa Johnson made a motion to approve the initial estimated budget subject to Water Finance Exchange providing (i) a detailed report outlining work completed to-date, (ii) future monthly progress reports, and (iii) Board approval of such past and future expenses. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously* *approved and carried.*

m. Discussion and consideration of any new business required to be brought before the Board in the immediate future and possible action directing placement of same on agenda of future meeting;

   i. *There were no new items up for discussion by the Board. No action was taken by the Board on this item.*

n. Consider and take possible action in consideration of next meeting date.

   i. *Kyle Koonce proposed a future Special Board meeting on March 19, 2026, at 10:00 a.m. CST, at 401 East Sonterra Blvd., Suite 375, San Antonio, Texas 78258. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

7. **Executive Session:** No action shall be taken in Executive Session. A closed Executive Session may be held if the discussion of any of the above agenda items concerns any one of the following:

   a. Seeking the advice of General Counsel concerning pending or contemplated litigation, settlement offers, or any matter in which the duty of General Counsel to the Board of Directors of the Corporation under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act (TEX. GOV'T CODE § 551.071);
   b. Deliberating the purchase, exchange, lease, or value of real property if deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third person (TEX. GOV'T CODE § 551.072);
   c. Deliberating a negotiated contract for a prospective gift or donation to the Corporation if the deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third person (TEX. GOV'T CODE § 551.073);
   d. Deliberating the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an employee or officer unless the officer or employee who is the subject of the deliberation or hearing requests a public hearing (TEX. GOV'T CODE § 551.074); or
   e. Deliberating economic development negotiations or the offer of a financial or other incentive to a business prospect (TEX. GOV'T CODE § 551.087);
   f. Reconvene in Open Session to consider and take possible action on any item discussed in Executive Session.

      i. *The Board did not convene into Executive Session.*

8. **Reconvene in Open Session**

i. *The Board did not convene into Executive Session.*

9. **Adjourn.**

i. *Kathleen "Kandy" Walker made a motion to adjourn the meeting. Kyle Koonce seconded the motion. The motion was unanimously approved and carried, and the meeting was adjourned at 11:22 a.m. CST.*

(SEAL)

Secretary, Board of Directors