Legacy Water Supply Corporation
Special Meeting
MINUTES
July 28, 2026 at
10:30 a.m. CST
1826 North Loop 1604 West, Ste. 125
San Antonio, Texas 78248

1. **Call to Order and Roll Call**:

    a. Johnathan Earl called the meeting to order at 10:38 a.m. CST.

    b. Directors Present: Kathleen "Kandy" Walker, Melissa Johnson; Kyle Koonce; Raul Leal attended virtually.

    c. Others Present: Johnathan L. Earl, Robert Byrne James IV and David L. Earl with Earl & Associates, P.C., General Counsel for the Corporation; Jordan Wise, Developer's Representative; James P. Walker Jr.; Tom Sage and Justin Hicks with Hunton Andrews Kurth LLP, Bond Counsel for the Corporation.

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 July 23, 2026;

        i. *Due to a scrivener's error, the incorrect Meeting Minutes date was listed; the Meeting Minutes presented to the Board for consideration were from July 9, 2026. Melissa Johnson acknowledged the scrivener's error and made a motion to approve the July 9, 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 schedule and permitting activities related to the Corporation's Interim Water Treatment and Permanent Water Supply Project from Developer's Representative;

   i. *Developer's Representative provided updates on Agenda Item 5(a) and discussed timelines and development progress of the Corporation's Interim Water Treatment and Permanent Water Supply Project and discussed TSG's operations in connection therewith. No action was taken 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. *General Counsel, Gene Lindgren, and Bond Counsel provided updates on Agenda Item 5(b) and discussed current funding pursuits. No action was taken by the Board.*

c. Consider and take possible action approving and authorizing execution of a *Master Services Agreement* between the Corporation and Windward Water Resources Engineering & Geoscience, PLLC; and (ii) Task Order No. 1 in connection therewith;

   i. *Melissa Johnson made a motion to approve execution of (i) the Master Services Agreement between the Corporation and Windward Water Resources Engineering & Geoscience, PLLC, and (ii) Task Order No. 1 in connection therewith. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

d. Consider and take possible action approving and authorizing execution of Task Order No. 2 under *Master Services Agreement* between the Corporation and Windward Water Resources Engineering & Geoscience, PLLC;

   i. *Melissa Johnson made a motion to approve execution of Task Order No. 2 under Master Services Agreement between the Corporation and Windward Water Resources Engineering & Geoscience, PLLC. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

e. Consider and take possible action approving and authorizing execution of Task Order No. 2 under *Master Services Agreement* between the Corporation ad Plummer Associates, Inc.;

   i. *Kathleen "Kandy" Walker made a motion to ratify execution of Task Order No. 2 under Master Services Agreement between the Corporation and Plummer Associates, Inc. Kyle Koonce seconded the motion. The motion was unanimously approved and carried.*

f. Consider and take possible action on a Resolution Designating Additional

Meeting Place(s) of the Board of Directors for the Corporation and such other matters related thereto;

i. *General Counsel provided background on Agenda Item 5(f). Melissa Johnson then made a motion to approve the Resolution Designating Additional Meeting Place(s) of the Board of Directors. Raul Leal seconded the motion. The motion was unanimously approved and carried.*

g. Consider and take possible action on a Resolution Designating Posting Location of Meeting Notices;

i. *Melissa Johnson made a motion to approve the Resolution Designating Posting Location of Meeting Notices. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

h. Consider and take possible action approving execution of a Regional Water Supply Planning Interlocal Agreement for the South Texas Water Supply Council, authorizing payment of the Membership Fee associated therewith, and such other matters related thereto;

i. *General Counsel provided background on Agenda Item 5(h). Kathleen "Kandy" Walker then made a motion to table Agenda Items 5(h). Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

i. Receive status update on the activities of Area Groundwater Utility Agency (AGUA) in related to the coordinated effort and response by the City, County, District, and the Corporation to the actions of Wintergarden GCD, GMA 13, Region M Planning Group, and the Texas Water Development Board;

i. *General Counsel for the Corporation provided background on Agenda Item 5(f) and discussed current legal action being taken through the Area Groundwater Utility Agency ("AGUA"). No action was taken by the Board.*

j. Consider and take possible action authorizing execution of *Common-Interest/Joint Representation Agreement* between the Corporation and other members of the Area Groundwater Utility Agency (AGUA);

i. *Melissa Johnson made a motion to authorize execution of Common-Interest/Joint Representation Agreement on behalf of the Corporation subject to the same being executed by the City of Laredo, Texas, and Webb County, Texas. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

k. Receive status update on contract negotiations with the City of Laredo, Texas, and

Webb County, Texas, and the Corporation pertaining to the Multi-Party Agreement and the Wholesale Water Purchase Agreement(s);

i. *General Counsel and Bond Counsel for the Corporation provided background on Agenda Item 5(i) and discussed current negotiation efforts with the City of Laredo, Texas and Webb County, Texas. General Counsel and Bond Counsel then provided that the Multi-Party Agreement and the Wholesale Water Purchase Agreements had been approved by the City of Laredo, Texas, and Webb County, Texas, in the days preceding this Meeting. No action was taken by the Board.*

l. Consider and take possible action on Wholesale Water Purchase Agreement between Corporation and the City of Laredo, Texas;

Melissa Johnson made a motion to convene into Executive Session on Agenda Items 5(l) through 5(q) under § 551.087, TEX. GOV'T CODE. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried. The Board convened into executive session at 11:11 a.m. CST.

The Board re-convened into Open Session at 11:44 a.m. CST. The Board discussed Agenda Items 5(l) through 5(q) under § 551.087, TEX. GOV'T CODE during Executive Session. No decisions were made and no action was taken during Executive Session.

i. *General Counsel for the Corporation provided background on Agenda Item 5(l) and discussed that the Wholesale Water Purchase Agreement had been approved by the City of Laredo, Texas, the day prior. Raul Leal then made a motion to approve the Wholesale Water Purchase Agreement between Corporation and the City of Laredo, Texas, subject to the Corporation's customers', (i) the City of Laredo, Texas, (ii) Webb County, Texas, and (iii) the Legacy Municipal Management District, respective pro rata percentages being filled into the Agreement at 80%, 13.4%, and 6.6%. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

m. Consider and take possible action on Wholesale Water Purchase Agreement between Corporation and Webb County, Texas;

i. *General Counsel for the Corporation provided background on Agenda Item 5(m) and discussed that the Wholesale Water Purchase Agreement had been approved by Webb County, Texas, the day prior. Raul Leal then made a motion to approve the Wholesale Water Purchase Agreement between Corporation and Webb County, Texas, subject to the Corporation's customers', (i) the City of Laredo, Texas, (ii) Webb County, Texas, and (iii) the Legacy Municipal Management District, respective pro rata percentages being filled into the Agreement at 80%, 13.4%, and 6.6%. Melissa Johnson seconded the motion. The motion was* *unanimously approved and carried.*

n. Consider and take possible action on Wholesale Water Purchase Agreement between Corporation and the Legacy Municipal Management District;

   i. *Raul Leal made a motion to approve the Wholesale Water Purchase Agreement between Corporation and the Legacy Municipal Management District, subject to the Corporation's customers', (i) the City of Laredo, Texas, (ii) Webb County, Texas, and (iii) the Legacy Municipal Management District, respective pro-rata percentages being filled into the Agreement at 80%, 13.4%, and 6.6%. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

o. Consider and take possible action approving and authorizing execution of a Multi-Party Agreement between the Corporation and the Legacy Municipal Management District, Webb County, Texas, and the City of Laredo, Texas, Relating to the Corporation's Wholesale Water Supply Project;

   i. *General Counsel for the Corporation provided background on Agenda Item 5(o) and discussed that the Multi-Party Agreement had been approved by the City of Laredo, Texas, and Webb County, Texas, in the days prior to this Meeting. Raul Leal made a motion to approve the Multi-Party Agreement between Corporation and the Legacy Municipal Management District, Webb County, Texas, and the City of Laredo, Texas, subject to the Corporation's customers', (i) the City of Laredo, Texas, (ii) Webb County, Texas, and (iii) the Legacy Municipal Management District, respective pro-rata percentages being filled into the Agreement at 80%, 13.4%, and 6.6%. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

p. Consider and take possible action on Regional Economic Development Infrastructure Cooperation Agreement (REDICA) between Corporation, City of Laredo, Texas, Webb County, Texas, and the Legacy Municipal Management District;

   i. *General Counsel for the Corporation provided background on Agenda Item 5(p) and discussed that the Regional Economic Development Infrastructure Cooperation (REDICA) Agreement had been approved by the City of Laredo, Texas, and Webb County, Texas, in the days prior to this Meeting. Raul Leal then made a motion to approve the Multi-Party Agreement between Corporation and the Legacy Municipal Management District, Webb County, Texas, and the City of Laredo, Texas. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

q. Consider and take possible action approving and authorizing execution of a

Wholesale Water Supply and Services Agreement between the Corporation and the Legacy Municipal Management District;

i. *General Counsel for the Corporation provided background on Agenda Item 5(q). Melissa Johnson then made a motion to approve the Wholesale Water Supply and Services Agreement between the Corporation and the Legacy Municipal Management District subject to final review by General Counsel for the Corporation, completion of all exhibits, and review of all engineering reports. Raul Leal seconded the motion. The motion was unanimously approved and carried.*

r. Consider and take possible action regarding tentative meeting dates for the Corporation;

i. *Melissa Johnson made a motion to propose future Special Board Meetings on (i) August 13, 2026, at 10:00 a.m. CST, at 1826 North Loop 1604 West, Suite 125, San Antonio, Texas 78248, and (ii) a Special Board meeting on August 27, 2026, at 10:00 a.m. CST, at 1826 North Loop 1604 West, Suite 125, San Antonio, Texas, 78248. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

s. New Business/Future Agenda Items; and

i. *The Board discussed items to consider on a future agenda. No action was taken by the Board on this item.*

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.

8. **Reconvene in Open Session**

   i. *The Board convened into Executive Session at 11:11 a.m. CST as previously stated in the Minutes.*

   ii. *The Board re-convened into Open Session at 11:44 a.m. CST; no decisions were made and no action was taken by the Board during 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 12:04 p.m. CST.*

Approved on this the 13th day of August, 2026.

(SEAL)

Secretary, Board of Directors