Legacy Water Supply Corporation
Board of Directors' Meeting
MINUTES
December 14, 2023
at 1:00 p.m. CST
1826 North Loop 1604 West, Suite 260,
San Antonio, TX 78248

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1. Call to Order and Roll Call:

   a. David Earl called the meeting to order at 1:35 p.m.

   b. Directors Present: James Patrick "Rick" Walker, Kathleen "Kandy" Walker, and David Earl

   c. Others Present: Melissa Johnson, Megan Earl, and Thomas Wendorf

2. Proof of Quorum: A quorum was present.

3. David Earl opened the meeting up for public comment:

   a. Members of the Public to be Heard: None.

4. Consent Items: 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 Legacy Water Supply Corporation Meetings:

      i. November 14, 2023

         1. *Kathleen "Kandy" Walker made a motion to table approval of the November 14, 2023, Minutes until a later meeting date. James Patrick "Rick" Walker seconded the motion. The motion was unanimously passed and carried.*

5. Action/Discussion Items

   a. Consider and take action on a public relations service agreement with Connolly Communication Strategies pursuant to the proposal submitted by South Texas Agency for Resources (S.T.A.R) on behalf on the Legacy Water Supply Corporation as a member of S.T.A.R.;

i. *After discussion, Kathleen "Kandy" Walker made a motion to approve the Board President to execute the public relations service agreement with Connolly Communication Strategies pursuant to the proposal submitted. James Patrick "Rick" Walker seconded the motion. The motion was unanimously passed and carried.*

b. Consider and take possible action on Resolution of Intention to Issue Water Supply Corporation Bonds in an Amount Not to Exceed $200,000,000.00 for Acquisition of Real Property including Public Water Supply Well(s), Production Facilities, Well Sites, and Treatment Facility Sites, Pipeline Easements and Pipelines, and Other Such Related Real Property and Infrastructure thereon required for carrying out Corporation's Non-Profit Purpose;

i. *After discussion, James Patrick "Rick" Walker made a motion to approve the Resolution of Intention to Issue Water Supply Corporation Bonds in an Amount Not to Exceed $200,000,000. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.*

c. Consider and take possible action on all such other matters required to facilitate issuance of bonds in an amount not to exceed $200,000,000.00 for carrying out the Corporation's Non-Profit Purpose;

i. *After discussion, Kathleen "Kandy" Walker made a motion to approve the Board President to take all such actions as may be necessary in connection with this agenda item. James Patrick "Rick" Walker seconded the motion. The motion was unanimously passed and carried.*

d. Consider and take possible action on a Resolution of the Board of Directors of Legacy Water Supply Corporation Declaring its Intention to Reimburse Itself from the Proceeds of One or More Tax-Exempt Financings for Certain Expenditures Made and/or to be Made in Connection with Capital Improvement Project(s), including, but not limited to, the acquisition of wholesale water production, treatment, and transportation facilities;

i. *Kathleen "Kandy" Walker made a motion to approve the Resolution Declaring its Intention to Reimburse Itself from the Proceeds of One or More Tax-Exempt Financings. James Patrick "Rick" Walker seconded the motion. The motion was unanimously passed and carried.*

e. Discussion and possible action on public employees blanket bond requested from Municipal Accounts & Consulting, L.P.;

   i. *Megan Earl provided an update on this agenda item to the Board. After discussion, Kathleen "Kandy" Walker made a motion to rescind prior Board action taken to require a blanket bond for Municipal Accounts & Consulting, L.P. David Earl seconded the motion. The motion was unanimously passed and carried.*

f. Discussion and possible action regarding scheduling of future meeting dates.

   i. *After discussion, James Patrick "Rick" Walker made a motion to set the annual meeting of the Board of Directors on March 28, 2024, at 1:00 p.m., at 1238 Webb Road.. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*
   ii. *After discussion, Kathleen "Kandy" Walker made a motion to set the next Board of Directors Meeting for the Legacy Water Supply Corporation to be held on January 11, 2024, at 1:30 p.m., at 1826 North Loop 1604 West, Suite 260, San Antonio, TX 78248. James Patrick "Rick" Walker seconded the motion. The motion was unanimously approved and carried.*

James Patrick "Rick" Walker made a motion in conjunction with Agenda Items 4(c) and 4(f), as noticed, that the Board of Directors for the Legacy Water Supply Corporation hold a formal election to increase the number of Director Positions on the Board from three (3) Directors, to five (5) Directors; comprising of two (2) Directors from the Supplier Class, two (2) Directors from the customer class, and one (1) Director from the Associate Class, as stated in the Legacy Water Supply Corporation bylaws and approved by the IRS and Non-Profit Determination, with such election to be held on March 28, 2024; and instructs Secretary and General Counsel for the Board to take all necessary actions to effectuate the election, including, but not limited to, publishing required notice(s), mailing ballot(s), collection of ballots, compilation of nominee list, etc. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously passed and carried.

2. **Reports:**

a. Receive Developer's Report and

   i. *No Developer's Report was provided.*

b. Receive Engineer's Report.

   i. *Thomas Wendorf submitted the Engineer's Report to the Board in written form prior to the Meeting.*

3. **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;

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

4. **Adjourn.**

a. *Kathleen "Kandy" Walker made a motion to adjourn the meeting at 2:01 p.m. James Patrick "Rick" Walker seconded the motion. The motion was unanimously passed and carried.*

(SEAL)

Melissa Johnson

Secretary, Board of Directors