Legacy Water Supply Corporation
Board Meeting
MINUTES
December 18, 2024
at 11:30 a.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 11:55 a.m. CST.

    b. Directors Present: Kathleen "Kandy" Walker, Melissa Johnson, and David Earl.

    c. Others Present: Jeffrey L. Earl, Attorney for Legacy Water Supply 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 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. September 4, 2024

            1. *Melissa Johnson made a motion to approve the September 4, 2024, Meeting Minutes. Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

6. Action/Discussion Items:

    a. Consider and take possible action approving and adopting amendment to corporate bylaws for Legacy Water Supply Corporation;

        i. Kathleen "Kandy" Walker made a motion to table Agenda Item 6(a). Melissa Johnson seconded the motion. The motion was unanimously approved and carried.

b. Consider and take possible action adopting a standard "Wholesale Public Drinking Water Supply Agreement" form for use in negotiations relating to the sale of potable water on a wholesale basis;

   i. *Melissa Johnson made a motion to table Agenda Items 5(b) through 5(i). Kathleen "Kandy" Walker seconded the motion. The motion was unanimously approved and carried.*

c. 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;

d. Consider and take possible action adopting a standard "Wholesale Wastewater Treatment Agreement" form for use in negations relating to the sale of wastewater treatment services;

e. Consider and take possible action on Resolution Authorizing Execution of and Approving a Wholesale Wastewater Treatment Agreement between Legacy Water Supply Corporation and TSG Water Resources - Texas, LLC;

f. Consider and take possible action adopting a standard "Groundwater Lease Agreement" form for use in future groundwater lease negations;

g. Consider and take possible action authorizing execution of and approving Groundwater Lease Agreement(s) between Legacy Water Supply Corporation and Walker Water, LLC (d//b/a Webb Land Holdings);

h. Consider and take possible action authorizing execution of and approving Groundwater Lease Agreement(s) between Legacy Water Supply Corporation and Kyley Water, LLC;

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

   i. Legacy Municipal Management District;
   ii. Webb County, Texas; and/or
   iii. City of Laredo, Texas;

j. Consider and take possible action on recommendation for selection of Engineer of Record in response to RFQ #2024-001 authorized by Legacy Water Supply Corporation Board of Directors on June 12, 2024, and such other matters related and incidental thereto;

   i. *The Board received updates from the Corporation's General Counsel: General Counsel has worked in conjunction with the Developer's* *project management team regarding the interview process and recommends moving forward with further contract negotiations with Sames Engineering, Inc. David Earl made a motion to approve and authorize the Corporation's Selection Committee comprised of Melissa Johnson, Jeffrey L. Earl, and Richard "Dick" McNary, to proceed with contract negotiations with Sames Engineering, Inc. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

k. Consider briefing by General Counsel for Legacy Water Supply Corporation on conversion of Legacy Water Supply Corporation to a Special District through action of the Texas Legislature in the 2025 Legislative Session and take possible action authorizing General Counsel for Legacy Water Supply Corporation to assess the probability of such action and report findings back to the Board;

   i. *Kathleen "Kandy" Walker made a motion that the Board postpone discussing Agenda Item 6(k) until after the Board has met in Executive Session under Agenda Item 7(a). Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

l. Consider and take possible action authorizing Secretary for Legacy Water Supply Corporation to enter into and execute engagement agreement with bond counsel for Legacy Water Supply Corporation; and

   i. *Melissa Johnson made a motion that the Board postpone discussing Agenda Item 6(l) until after the Board has met in Executive Session under Agenda Item 7(a) David Earl seconded the motion. The motion was unanimously approved and carried.*

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

   i. *Melissa Johnson made a motion to propose a future Board meeting on January 22, 2025, at 11:00 a.m. at 1826 North Loop 1604 West, Suite 260, San Antonio, Texas 78248. David Earl 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. *David Earl made a motion to adjourn the Open Session at 12:10 p.m., in order for the Board to enter into Executive Session. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

ii. *No decisions were made and no action was taken during Executive Session.*

iii. *Kathleen "Kandy" Walker made a motion to adjourn Executive Session and resume the Open Session at 12:38 p.m. Melissa Johnson seconded the motion. The motion was unanimously approved and carried.*

After meeting in Executive Session, the Board determined that no action was required to be taken on either Agenda Item 6(k) or Item 6(l)

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 12:39 p.m. CST.*

(SEAL)

Melissa Johnson

Secretary, Board of Directors