

WHITE OAK WATER SUPPLY CORPORATION
Minutes of Board of Directors Meeting
January 26, 2023

The Board of Directors (the “Board”) of White Oak Water Supply Corporation (the “Corporation”) held a meeting at 25003 Pitkin Rd., Suite D600, Spring, Texas 77386, in accordance with the duly posted notice of meeting, and the roll was called of the duly constituted officers and members of said Board, as follows:

Todd Sullivan	-	President
LeQuintiss Taylor	-	Vice President
Jaime Gutierrez	-	Secretary/Treasurer
Robert Simpson	-	Asst. Secretary/Treasurer
Mike Engle	-	Director

All of said members were present at the start of the meeting thus constituting a quorum.

Also present was Mike Williams and Henry Journey of Municipal Operations & Consulting, Inc. (“MOC”); Kayla Ray of Myrtle Cruz Inc. (“Myrtle Cruz”); and Joshua Zientek and Daniel Scruggs of Mitchell, Zientek & Scruggs, LLP (“MZLLP”).

CALL ROLL

Director Sullivan called the meeting to order and called roll of those present.

COMMENTS FROM THE PUBLIC

There were no comments from the public.

MINUTES OF PRIOR BOARD OF DIRECTOR MEETING(S)

Mr. Zientek presented the minutes from the November 26, 2022, meeting. Upon a motion by Director Sullivan, seconded by Director Taylor, the Board voted unanimously to approve the minutes from the November 26, 2022, regular meeting, as presented.

BOOKKEEPER’S REPORT

Ms. Ray presented the Bookkeeper’s Report, a copy of which is attached hereto as **Exhibit A**. There was brief discussion regarding the budget. The Board reviewed the previous budget and particular expenses. After discussion, Director Engle moved to approve the Bookkeepers Report and checks, as presented. Director Sullivan seconded the motion and the motion passed unanimously. There was brief additional discussion regarding upcoming conferences for AWBD and TRWA.

Ms. Ray then presented the amended Myrtle Cruz contract. There was discussion regarding changes from the prior contract, including review of hourly rates, expense fees, and meeting attendance fees. After discussion, Director Engle moved to approve the amended Myrtle Cruz contract, as presented. Director Simpson seconded said motion, which passed unanimously.

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January 26, 2023

OPERATOR'S REPORT

Mr. Journey presented and reviewed the Operator's Report, a copy of which is attached hereto as **Exhibit B**. Director Engle and Director Sullivan discussed the accountability and billed vs. pumped numbers included on the Operator's Report. There was further discussion regarding replacing meters within the Corporation. Mr. Williams entered the meeting at this time.

Director Sullivan had a question about the allocations regarding the Lone Star Groundwater Conservation District ("LSGCD"). Director Engle asked about a leak repair on White Oak Run. Director Taylor asked about how the notices were distributed to the residents regarding emergencies. Director Taylor moved, and Director Gutierrez seconded, to approve the Operator's Report. The motion passed unanimously.

ENGINEER'S REPORT

Mr. Zientek noted that there was a brief update provided from the Corporation's Engineer. There was extensive discussion related to updated the LSGCD application. Next, the Board considered authorize the annual Ground Storage Tank ("GST") inspections. Director Sullivan moved, and Director Engle seconded, to authorize the Corporation's Engineer to perform the GST inspections. The motion passed unanimously.

COMMUNICATIONS/IT CONSULTANT'S REPORT

Mr. Taylor noted that the website was live. There was brief discussion regarding the website contents and link to MOC bill pay. There was further discussion regarding directors' email accounts and related costs. Mr. Zientek noted that Touchstone provided an amendment to the Communications/IT Consultant contract for costs associated with directors' email accounts. He advised that he would communicate with Touchstone to clarify the costs presented.

DIRECTORS' REPORTS

Director Sullivan advised that he mailed the payment for the TRWA renewal.

ATTORNEY'S REPORT

Mr. Zientek presented an update on the IRS filings. Next, the Board considered the proposal from Blazek & Vetterling to prepare the Corporation's Form 990 for the FYE 2022. After review the costs associated therewith and presented timetables, Director Engle moved to approve the proposal and authorize Director Sullivan to sign the agreement. Director Taylor seconded said motion which passed unanimously. Next, Mr. Zientek reminded the Board that MZSLLP prepared an Ethics and Computer Usage Policy. The Board discussed the contents of each policy and Director Taylor moved, seconded by Director Gutierrez, to approve both policies. The motion passed unanimously. Next, Mr. Zientek reviewed the timeline and upcoming events related to the

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Corporation's Annual Meeting and advised that Ms. Lisa Agens agreed to act as the Corporation's Election Auditor, in the event she was needed, and the Board concurred. Director Engle then moved, and Director Sullivan seconded, to approve and authorize the following: 1) the Resolution Adopting Procedural Rules of Corporation's Annual Meeting and designate annual meeting date as March 25, 2023, and proposed ballot; 2) adopt the meeting packet to be mailed to members or, alternatively, in the event that the election would be cancelled due to the candidates being unopposed, approve and authorize mailing of the annual meeting notice and agenda; 3) authorize the Corporation's consultants to take any other action necessary, as required by the Corporation's Bylaws and applicable statutes, related to the Corporation's Annual Meeting. The motion passed unanimously.

Next, Mr. Zientek presented the new legal services agreement and explained that Mr. Scruggs would be a partner with the firm. Director Simpson moved to approve the agreement. Director Taylor seconded the motion which passed by unanimous vote. Mr. Zientek then advised that the Corporation would need to update its registered agent and periodic report with the Texas Secretary of State. Director Sullivan moved, and Director Taylor seconded, to authorize MZSLLP to prepare and update both filings. The motion passed unanimously.

EXECUTIVE SESSION PURSUANT TO TEXAS GOVERNMENT CODE, SECTION 551.071, et. seq.;

The Board did not enter Executive Session.

DISCUSS PENDING AND FUTURE BUSINESS, INCLUDING UPCOMING MEETING/EVENT SCHEDULES

Director Sullivan moved to approve the annual budget for the District as amended. Director Engle seconded the motion and the motion passed unanimously. The Board concurred to hold its next regular meeting on February 23, 2023, at 6:30 p.m.

ADJOURN

There being no further matters to come before the Board, the meeting was adjourned.

Passed and approved this 16th day of February, 2023.

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/s/Robert Simpson
Secretary, Board of Directors



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LIST OF EXHIBITS

- Exhibit A - Bookkeeper's Report
- Exhibit B - Operator's Report
- Exhibit C - Engineer's Report