

WHITE OAK WATER SUPPLY CORPORATION
Minutes of Board of Directors Meeting
February 16, 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, except Directors Gutierrez and Engle, at the start of the meeting thus constituting a quorum.

Also present was Henry Journey of Municipal Operations & Consulting, Inc. (“MOC”); Kayla Ray of Myrtle Cruz Inc. (“Myrtle Cruz”); and Joshua Zientek and Frank Mitchell 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 January 26, 2023, meeting. Upon a motion by Director Sullivan, seconded by Director Taylor, the Board voted unanimously to approve the minutes from the January 26, 2023, regular meeting, as presented.

BOOKKEEPER’S REPORT

Ms. Ray presented the Bookkeeper’s Report, a copy of which is attached hereto as **Exhibit A**. After discussion related to unexpected expenditures due to emergency management activities, Director Sullivan moved to approve the Bookkeepers Report and checks, as presented. Director Simpson seconded the motion and the motion passed unanimously.

OPERATOR’S REPORT

Mr. Journey presented and reviewed the Operator’s Report, a copy of which is attached hereto as **Exhibit B**. There was discussion related to invoice line items for bacteriological sampling

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and an inspection from the Texas Commission on Environmental Quality (“TCEQ”) which resulted in one (1) violation that was remedied. There was an update on the Lonestar Groundwater Conservation District (“LSGCD”) permit.

After Director Taylor requested that the new billing procedures implemented by MOC include an option to pay by American Express, Director Simpson moved, and Director Sullivan seconded, to approve the Operator’s Report. The motion passed unanimously.

ENGINEER’S REPORT

There was no written Engineer’s Report provided as there were no updates at this time.

COMMUNICATIONS/IT CONSULTANT’S REPORT

Mr. Taylor explained communications that he had with Touchstone District Services (“Touchstone”) related to invoicing and a proposed contract amendment for director email accounts. He explained that he spoke with Mr. Simon Van Dyk and that he was awaiting a response on a solution for the misunderstanding. Ms. Ray advised that the Corporation has not been invoiced by Touchstone.

DIRECTORS’ REPORTS

There were no additional updates at this time.

UPDATE ON ANNUAL MEETING AND DIRECTORS ELECTION PROCEDURES

Mr. Zientek explained that only two (2) applications were received for the two (2) Director positions that were up for election. He advised that Directors Taylor and Simpson provided applications and that, because they were unopposed, the Directors Election could be cancelled. Next, Director Sullivan presented a draft of the Report of the Operations of the Corporation for the Year for Board review. Director Sullivan moved, and Director Taylor seconded, to: 1) hereby certify that the candidate(s) were unopposed; 2) to adopt the Resolution Declaring Unopposed Candidates of White Oak Water Supply Corporation Elected; 3) cancel the election; 4) authorize mailing of the annual meeting packets and notice of meeting, as applicable; and 5) approve the Report of the Operations of the Corporation for the Year. The motion passed unanimously.

ATTORNEY’S REPORT

Mr. Zientek advised that there was no update on the prior IRS filings. The Board then considered a proposal related to preparation of the Corporation’s annual financial report and Mr. Zientek reviewed the legal requirements outlined in Tex. Bus. Org. Code Sec. 22.352. Director Sullivan moved, and Director Taylor seconded, to authorize Director Sullivan to solicit three (3)

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additional proposals for preparation of the Corporation's annual financial report and approve a proposal not to exceed \$6,500. 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

Mr. Zientek reminded the Board that the annual meeting of members is scheduled for March 25, 2023, and the special meeting of the Board to follow immediately thereafter.

ADJOURN

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

Passed and approved this 25th day of March, 2023.

WHITE OAK WATER SUPPLY CORPORATION

/s/Jaime Gutierrez
Secretary, Board of Directors



LIST OF EXHIBITS

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