

**MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF JOHNSON §

JOSHUA FARMS MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The Board of Directors (the “Board”) of Joshua Farms Municipal Management District No. 1 (the “District”) met in regular session, open to the public, at 1460 Main Street, Suite 200, Southlake, Texas 76092, a designated meeting place of the District located outside the boundaries of the District, on Tuesday, March 26, 2024, and the roll was called of the members of the Board to-wit:

Ty Wellborn	President
Wynne Moore	Vice President
Thomas Capstick	Secretary
Tommy Pistana	Assistant Secretary
Travis Franks	Assistant Secretary

All members of the Board were present at the commencement of the meeting with the exception of Director Pistana. Also present were Ms. Sarah Landiak, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC, attorneys for the District; Mr. Tom Dayton of Johnson Volk Consulting (“Engineer”); Ms. Kathleen Martinez of Dye & Toverly, LLC; Mr. Devon Whitlock of Robert W. Baird & Co.; Mr. Danny Armstrong of Enprotec/Hibbs & Todd, Inc. (“Operator”); Mr. Bret Pedigo and Mr. Bobby Harrell of Terra Manna, LLC; Mr. Josh John of Prophet Equity; and Ms. ElizaBeth Reeves of Inframark, LLC (“Inframark”).

The meeting was called to order at 4:37 p.m., and evidence was presented that public notice of such meeting had been given as required by law.

1. The Board called for public communications and comments. The Board recognized Ms. Reeves, who requested an update on the status of payment of outstanding invoices from Inframark. Mr. Pedigo noted that the invoices contain discrepancies from what was presented on previous operator’s reports presented by Inframark and requested additional information and copies of invoices from third-party service providers billed to the District through Inframark for pump-and-haul services to reconcile the charges. Mr. Pedigo also noted that it is the opinion of the developer that certain pump-and-haul services, as well as other billed services by Inframark, were conducted without authorization subsequent to Inframark’s agreement having been terminated by the District. Hearing no additional public comment, Director Franks moved that the Board close the public comment session of the meeting. Director Capstick seconded said motion, which carried unanimously.

2. The Board next considered and reviewed the Minutes of the Meeting of the District held February 19, 2024. Following a discussion, upon motion of Director Franks,

seconded by Director Capstick and unanimously carried, the Board approved said Minutes as presented.

3. The Board next recognized Mr. Pedigo, who updated the Board with regard to development within the District, reporting that the District is seeing 8-10 home sales per month and the developer is working with home builders for future lots in Phase 2. Mr. Pedigo next reported the reconstruction of the amenity center should be complete in about a month. Following a discussion, Director Franks moved that the Board approve the developer's report as presented. Director Capstick seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Armstrong, who presented to and reviewed with the Board a wastewater report dated February 2024, a copy of which is attached hereto as Exhibit "A". Next, Mr. Armstrong updated the Board with regard to operations within the District, reporting that the wastewater treatment plant is running well and discharging effluent as expected. Mr. Armstrong noted that the plant is still being seeded to increase the biomass within the plant, and that the Operator is continuing to conduct inspections for homebuilders. Following a discussion, Director Franks moved that the Board approve the Operator's report as presented. Director Capstick seconded said motion, which carried unanimously.

5. The Board recognized Mr. Dayton, who presented to and reviewed with the Board an Engineer's report dated March 26, 2024, a copy of which is attached hereto as Exhibit "B". Mr. Dayton updated the Board with regard to engineering matters within the District, noting that the renewal for the District's wastewater treatment plant permit is in process. Next, Mr. Dayton recommended that the Board approve the following invoices, pay applications, and change order:

- Pay Application No. 2 from SOI Group, Inc. ("SOI") in the amount of \$81,692.51 under the hardscaping improvements contract for Silo Mills Phase 1C.
- Pay Application No. 9 from SOI in the amount of \$35,076.84 under the hardscaping improvements contract for Silo Mills.

Following a discussion, Director Franks moved that the Board (i) approve all pay applications as recommended by the District's Engineer; and (ii) approve the Engineer's report as presented. Director Capstick seconded said motion, which carried unanimously.

6. The Board next recognized Ms. Martinez, who presented to and reviewed with the Board a copy of the District's current bookkeeping report dated March 26, 2024, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Franks moved that the Board (i) approve the Bookkeeping report; (ii) authorize payment of bills as listed thereon; and (iii) approve the investment of funds as recommended by the District's Bookkeeper. Director Capstick seconded said motion, which carried unanimously.

7. The Board deferred action with regard to a Resolution Adopting Amended Operations Budget.

There being no further business to conduct and upon motion by Director Franks, seconded by Director Capstick and unanimously carried, the meeting was adjourned at 5:00 p.m.

APPROVED AND ADOPTED this 23rd day of April, 2024.



Thomas Capstick, Secretary
Joshua Farms Municipal Management District
No. 1

(DISTRICT SEAL)

