

Whitewater Springs Water Supply Corporation

Minutes of the Meeting of the Board of Directors

March 6, 2019

The Board of Directors of the Whitewater Springs Water Supply Corporation (the "Corporation" or WSWSC") met at the Corporation's Director's Meeting, open to the public, outside the service area of the Corporation, at the Joanne Cole Mitte Library, Bertram, Texas at 5:00 PM. A copy of the meeting agenda, along with associated certificates of posting is attached as "Exhibit A." The following directors were present during the meeting:

Director Bill Hiers
Director Frank Caramanica
Director Oscar Saint
Director David Stokes

Item 1

Item No. 1 – President Hiers led the group in the Pledge of Allegiance

Item 2

Item No. 2 – President Hiers called the Public Meeting to order. Directors Bill Hiers, Frank Caramanica, Oscar Saint, and David Stokes were present, thus constituting a quorum. Director David Giles was not present. Also present for the Meeting were Ms. Helen Gilbert with Gilbert Wilburn, PLLC, and Corporation Member Jack Merkel.

Item 3

Item No. 3 was to review and approve minutes from the January 23, 2019 Meeting of the Board of Directors. Director Saint made the motion to approve the minutes as presented. Director Caramanica seconded the motion, and it **PASSED** unanimously.

Item 4

Item No. 4 was to receive member communication on items not on the Agenda. Member Jack Merkel had a question as to the progress on the proposed well #4. The Board took **NO ACTION** on this item.

Item 5

Item No. 5 was to discuss, consider, and take action as necessary regarding the Montvale Agreement and TWDB loan. Director Hiers noted that the TWDB had approved the two loans and that the closing of the loan will occur on April 6, 2019. The Corporation intends to pay off the Extraco loan with the refinancing loan and will place the TWDB construction into an escrow account until such time as construction begins on the new well. The Board took **NO ACTION** on this item

Item 6

Item No. 6 was to discuss, consider, and take action as necessary regarding the payment of bills. Since Secretary-Treasurer Giles was not present, the Board did not discuss the payment of bills. The Board took **NO ACTION** on this item.

Item 7

Item No. 7 was to discuss, consider, and take action regarding the approval of certain loan documents for the TWDB loans. Counsel Gilbert stated that the Board needs to approve and Directors Hiers and Caramanica to execute the resolution. Director Caramanica made a motion to adopt the resolutions as presented and authorize Directors Hiers and Caramanica to execute the documents. Director Saint seconded the motion, and it **PASSED** unanimously.

Item 8

Item No. 8 was to discuss, consider, and take action as necessary asking the Technical Advisor Committee (TAC) to develop guidelines for drilling private wells on individual lots. Discussion followed, but since the head of the committee, Director Giles, was absent, the Board took **NO ACTION**.

Item 9

Item No. 9 was to discuss, consider, and take action as necessary regarding authorizing the TAC to contract for and implement changes to bring the Corporation Website up to date and to transfer the Website to a US-based ISP for support, with annual expenditure not to exceed \$1000. Director Hiers stated that Director Giles has a family member who knows the system coding necessary to transfer the website to a US-based ISP. Discussion followed noting the easier methods of payment using a US-based source. Director Stokes made the motion to proceed with investigating the proposed change, Director Saint seconded the motion, and it **PASSED** unanimously.

Item 10

Item No. 10 was to discuss, consider, and take action as necessary regarding the purchase of a small portable electric generator and wet/dry vacuum to clean out valve riser pipes, with the expenditure not to exceed \$100 as well as to investigate cast-iron covers for the valve riser pipes. Director Stokes made the motion to purchase the equipment, Director Saint seconded the motion, and it **PASSED** unanimously.

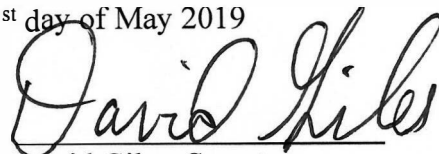
Item 11

Item No. 11 was to discuss, consider, and take action as necessary regarding items discussed during the Executive Session. The Board took **NO ACTION**.

Item 12

Item No. 12 was adjournment. Director Stokes made a motion for the Board to adjourn the Meeting. Director Caramanica seconded the motion, and it **PASSED** unanimously.

PASSED, APPROVED, AND ADOPTED this 21st day of May 2019


David Giles, Secretary