

**WHITEWATER SPRINGS WATER SUPPLY CORPORATION**  
**Minutes of the Board of Directors Special Membership Meeting**  
**January 28, 2022**

The Board of Directors of the Whitewater Springs Water Supply Corporation (the “Corporation” or “WSWSC”) met at the Corporation’s Special Membership Meeting, open to the public, at 104 Woodhollow Drive, Bertram, Texas at 2:00 P.M. 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 Ron Peters  
Director Frank Caramanica  
Director David Giles  
Director Gregg Thompson

Other Attendees:

Associate John Kovach  
Randall Wilburn – Via telephone

**Special Membership Meeting Agenda**

**Item 1**

Item No. 1 was to call to order and establish a quorum. Director Peters called the meeting to order at 1:56 p.m. Directors Ron Peters, David Giles, Gregg Thompson, and Frank Caramanica were present; thus, constituting a quorum.

**Item 2**

Item No. 2 was to take a vote of the existing membership on the following bylaw change to Article IV, Section 2. The Board of Directors shall consist of seven (7) Directors, a majority of whom shall constitute a quorum. Note: This change is subject to approval by the TWDB.

Director Caramanica made a motion to adopt the bylaw change to Article IV, Section 2. “The Board of Directors shall consist of seven (7) Directors, a majority of whom shall constitute a quorum.” Director Giles seconded the motion, and it was **PASSED** unanimously.

**Item 3**

Director Giles made a motion to adjourn the meeting at 1:58 p.m. Director Thompson seconded the motion, and it was **PASSED** unanimously.

PASSED, APPROVED, AND ADOPTED this 28<sup>th</sup> day of January, 2022.

*David Giles*

David Giles, Secretary