

**Minutes of Meeting
Board of Directors
Denton County Fresh Water Supply District No. 6
July 17, 2012**

The Board of Directors (“Board”) of Denton County Fresh Water Supply District No. 6 (the “District”), met in regular session, open to the public, on July 17, 2012, at 7:30 p.m. at 2650 FM 407E, Suite 125, Bartonville, Texas, for which notice was given as required by Chapter 551, Government Code, as amended, and Chapter 49, Texas Water Code, as amended.

The roll was called of the duly appointed members of the Board, to wit:

Jim VanVickle	President
Donna Robichaux	Vice President
Bob Baird	Secretary
Max Miller	Assistant Secretary
Kurt Sewell	Treasurer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were the following: Mr. Mark Wagner and Ms. Nicole Hale of Republic Property Group, Ltd; Mr. Kevin Mercer, District General Manager; Mr. Richard Harned, District Controller; Mr. Bruce Crawford of the Lantana Homeowners Association; Ms. Pam Patman, District resident; and Mr. Clay E. Crawford of Crawford & Jordan LLP.

1. The President called the workshop session to Order at 8:08 p.m.
2. The President led the meeting in saying the Pledge of Allegiance.
3. Consideration was first given to public comments. The President opened the meeting to public comments. In that regard, Ms. Pam Patman addressed the Board regarding the expense of a Lantana traffic study and feeling that such study was not necessary. After noting that there were no other members of the public in attendance at the meeting and desiring to speak, and upon motion duly made and seconded, the Board voted to close the public comment session.
4. Consideration was next given to the approval of the Minutes of the Board of Directors Meeting of June 14, 2012. After discussion on the matter, Director Miller moved that the Board approve the Minutes of the Board of Directors Meeting of June 14, 2012, as written, and that the Secretary be authorized to execute same on behalf of the Board and District. Director VanVickle seconded said motion, which carried unanimously.
5. Consideration was next given to the Engineer’s Report, a copy of which is attached hereto as Exhibit “A”. In that regard, Mr. Mercer presented and reviewed said report with the Board. He reported that the concrete machine pour was complete in Carlisle Addition, Phase C with hand pours to being completed, and the franchise scheduled to move in on July 30th.

Consideration was next given to approval/ratification of change order(s) to construction contracts. In that regard, Mr. Mercer presented Change Order No. 3 for an increase of \$34,693.70 for Carlisle Addition, Phase C (Parcel 2A), as specified in Section F of the Engineering Report attached hereto. Mr. Mercer noted that the contract amount is being revised from \$949,516.21 to \$984,209.91. After discussion on the Changer Order No. 3, as presented, Director Miller moved that the Board approve said engineering Change Order No. 3. Director VanVickle seconded said motion, which carried unanimously.

The Board next considered the approval/ratification of engineering Revised Task Order No. 50. Mr. Mercer presented and reviewed with the Board the Engineering Revised Task Order No. 50 in the amount of \$12,500.00 for engineering services related to District Meetings and Action Lists. After discussion on the task order presented, Director Miller moved that the Board approve said engineering task order. Director VanVickle seconded said motion, which carried unanimously.

6. Consideration was next given to the tax assessor-collector's report, a copy of which is attached hereto as Exhibit "B". In that regard, Mr. Harned reported that the District's taxes for 2011 were 99.36% collected through June 30, 2012. After a brief discussion, the President determined that no action was required at this time.
7. Consideration was next given to the review and approval of the Controller's Report as presented by Mr. Harned, a copy of which is attached hereto as Exhibit "C". After review of the Controller's Report, and thorough discussion on such matters, Director Robichaux moved that the Board approve said Controller's Report, as presented by Mr. Harned, and authorize payment of checks, as specified in said Report. Director Miller seconded said motion, which carried unanimously.
8. Consideration was next given to developer advances for the month of June, 2012. In that regard, Mr. Harned reported that Mr. Harned noted that one (1) developer advance had been submitted for reimbursement. A copy of the report relative to the eligible expenses is attached hereto as Exhibit "D". After discussion of the developer advance, Director Miller moved that the Board approve such advance from Gaillardia/Lantana, L.P. in the amount of \$39,840.50, as presented in said report. Director Robichaux seconded said motion, which carried unanimously.
9. Consideration was next given to the engagement of auditor for preparation of the District's audit report for fiscal year ending September 30, 2012. Mr. Harned reviewed a proposal submitted by Pingleton, Howard & Company, P.C. and reviewed the scope of services and fee structure. After a brief discussion on the matter, Director Miller moved that the Board authorize engagement of Pingleton, Howard & Company, P.C. for preparation of the District's audit report for a fee of \$12,500, noting that such fee was the same as that for 2011. Director Sewell seconded said motion, which carried unanimously.
10. The Board next considered Announcements. In that regard, the President noted that there were none.

11. The Board next deferred consideration of Executive Session pursuant to Chapter 551, Subchapter D, Texas Government Code, after the President noted that no Executive Session was required.
12. The Board next considered Citizen Input and deferred taking any action as no other citizens desired to address the Board.
13. The Board next considered future special agenda items. In that regard, it was noted that there were none.
14. There being no further business to come before the Board, the meeting was adjourned.

Bob Baird, Secretary