

**Minutes of the Bartonville Water Supply Corporation
Annual Meeting of the Membership
Monday, April 21, 2008
Crossroads Bible Church
8101 Justin Road
Double Oak, TX 75077**

1. Call to Order

President Kaufman called the Annual Meeting of the membership of Bartonville Water Supply Corporation to order at 7:34 P.M. on Monday, April 21, 2008 at the Crossroads Bible Church, 8101 Justin Road, Double Oak, Texas.

2. Welcome and Introductions

President Kaufman welcomed the members and introduced the directors, consultants, staff present, and Mayor Sue Tejml of Copper Canyon.

Directors in Attendance

Larry Kaufman, President
Lloyd Hanson, Vice-President
Gracie Egan, Secretary/Treasurer
Bill Wilkinson
Patrick McDonald
Michael Paulson

Directors Absent

David Moore

Consultants in Attendance

Kerry Maroney, P.E., Biggs & Mathews
Dan Tonn, CPA, with Hankins, Eastup, Deaton, Tonn & Seay PC
Virginia Moore, Attorney

Staff in Attendance

Jim Leggieri, General Manager
Connie Salsman, Controller
Rachel Robinson, Administrative Assistant
Dawn Hicks, Utility Billing

3. Credentials Committee Report

The Credentials Committee report, read by Dawn Hicks, reported a quorum was present as the required 10% or 202 members of the 2,019 eligible members were present or represented by proxy. There were 204 members represented by proxy and 24 members were present therefore there is a quorum to transact business.

4. Approve Minutes of the April 16, 2007 Annual Meeting

The minutes of the April 16, 2007 Annual Meeting were read by Rachel Robinson. Motion by Paulson and second by Wilkinson to approve the minutes.

Motion approved unanimously.

5. Accept the 2007 Audit Report/ Hankins, Eastup, Deaton, Tonn & Seay P.C.

Dan Tonn, with Hankins, Eastup, Deaton, Tonn & Seay who performed the 2007 audit, reviewed the 2007 Financial Highlights. Mr. Tonn stated that the audit was conducted in late February early March and they did not encounter any difficulties during the audit and found the staff accommodating. Mr. Tonn reviewed the financial highlights, which were handed out to the members. Mr. Tonn stated that the financial condition of Bartonville Water continues to be very strong. Mr. Tonn answered questions from the members. Motion by Paulson and second by Hanson to accept the 2007 Audit Report / Hankins, Eastup, Deaton, Tonn & Seay. Motion approved unanimously.

6. Election of Two Directors.

President Kaufman announced that there are two directors' positions that are up for re-election that needs the membership to vote on. President Kaufman opened the floor for nominations. Wilkinson nominated Larry Kaufman with second by Egan. Hanson and Wilkinson spoke on Moore's behalf and attendance record. Keith Alberts nominated David Moore with second by Wilkinson. Motion by Hanson and second by Egan that nominations for directors cease. Motion approved unanimously.

Motion by Wilkinson and second by Egan to elect Kaufman and Moore by acclamation. Motion carries unanimously.

7. Presentation by Kerry Maroney, P.E., Consulting Engineer with Biggs & Mathews, Inc.

Kerry Maroney introduced himself and gave an informative presentation about Bartonville Water Supply Corporation and answered questions from the members.

8. Drawings for Prizes

President Kaufman asked for a volunteer to draw the tickets and proxies for the water prizes; Kerry Maroney volunteered.

The proxies of the following members and their credits drawn were:

Joe Carmichael	5,000 gallons
James Gainer	10,000 gallons
Curtis Kockler	15,000 gallons
Nick Kockron	20,000 gallons

The tickets of the following members and their credits drawn were:

Kevin Alberts	5,000 gallons
Christian Schmidt	10,000 gallons
Patrick McDonald	15,000 gallons
Darrell Hilbun	20,000 gallons

9. Election Results

Elections were resolved under Agenda item #6.

10. Adjournment

Motion by Egan and second by Hanson to adjourn meeting. Motion approved unanimously.
The meeting adjourned at 8:23 p.m.

Recorded by Dawn Hicks, Billing Administrator

Certified by Gracie Egan, Secretary-Treasurer