

HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 249

Minutes of Meeting of Board of Directors  
April 15, 2021

The Board of Directors (the "Board") of Harris County Municipal Utility District No. 249 (the "District") met in regular session, open to the public on April 15, 2021, in accordance with the duly posted Notice of Public Meeting, and the roll was called of the duly constituted officers and members of the Board, as follows:

Ralph V. Palermo, President  
Willie Hodge, Vice President  
Norman Adamek, Secretary  
Michael Guillory, Assistant Secretary  
Diana Moore, Assistant Secretary

all of whom participated in the meeting via telephone conference call, except Directors Hodge and Moore, thus constituting a quorum.

Also attending the meeting via telephone conference call were: John Davis of Langford Engineering, Inc. ("Langford"); Eric Thiry of Environmental Development Partners, L.L.C. ("EDP"); Jordan Weyand of Municipal Accounts & Consulting, L.P. ("MAC"); Odett McMullen of Bob Leared Interests, Inc. ("BLI"); Michael Murr of Murr Incorporated ("MI"), Christine Crotwell of Masterson Advisors LLC ("Masterson"); Michelle Johnson of Touchstone District Services, LLC ("Touchstone"); Travis Benes of Storm Water Solutions, LP ("SWS"); Mark Eyring of Roth & Eyring, PLLC ("R&E"); Cindy Adamek, a resident of the District; and Christopher Skinner and Rick Barker of Schwartz, Page & Harding, L.L.P. ("SPH").

The President called the meeting to order and declared it open for such business as might regularly come before the Board.

**EXPLANATION OF TELEPHONE CONFERENCE CALL MEETING PROCEDURES AND CALL TO ORDER**

Mr. Skinner explained to the Board the procedures to be used during the telephone conference call meeting. In connection therewith, he informed the participants that the meeting would be recorded, and requested that each participant clearly state his or her name before speaking, including when making or seconding a motion. Mr. Skinner further explained that he would conduct a roll call vote for all motions and that Board members should wait to vote on a motion until his or her name has been called. Lastly, Mr. Skinner conducted a full roll call of all meeting participants for attendance purposes.

**PUBLIC COMMENTS**

The Board began by opening the meeting for public comments. There being no public comments presented, the Board continued to the next item of business.

## **MINUTES**

The Board next reviewed the draft minutes of its meetings held on March 11, 2021. After discussion of the minutes presented, Director Adamek moved that said minutes be approved, as written. Director Guillory seconded said motion, which carried unanimously.

## **AUDIT REPORT FOR FISCAL YEAR ENDED DECEMBER 31, 2020**

Mr. Eyring presented to and reviewed with the Board a draft of the District's audit report prepared for the fiscal year ended December 31, 2020; a copy of the draft report is attached hereto as **Exhibit A**. Mr. Eyring stated that he was presenting a clean audit opinion and noted that no material weakness or significant deficiencies in the District's system of internal financial controls were detected during MCE's audit. After discussion concerning the audit presented, Director Adamek moved that the audit report for the fiscal year ended December 31, 2020, be approved subject to comment from the District's consultants, that the President be authorized to execute the Annual Filing Affidavit on behalf of the Board and the District, and that such audit report and Annual Filing Affidavit be filed with the appropriate governmental authorities, including the Texas Commission on Environmental Quality (the "TCEQ"). Director Guillory seconded said motion, which unanimously carried.

## **CONTINUING DISCLOSURE REPORT**

The Board deferred consideration of the status of the District's continuing disclosure report due June 30, 2021.

## **DISTRICT SECURITY**

The Board next considered the report regarding District security matters. Mr. Skinner discussed the Harris County Sheriff's Office ("HCSO") security patrol report for March 2021, a copy of which report is attached hereto as **Exhibit B**.

## **TAX ASSESSOR-COLLECTOR'S REPORT**

Ms. McMullen next presented to and reviewed with the Board the Tax Assessor-Collector's Report for the month of March 2021, a copy of which report is attached hereto as **Exhibit C**. After discussion of the report presented, Director Adamek moved that the Tax Assessor-Collector's Report be approved and that the disbursements identified in said report be authorized for payment from the District's tax account. Director Guillory seconded said motion, which unanimously carried.

## **DELINQUENT TAX REPORT**

Mr. Skinner next presented to and reviewed with the Board the Delinquent Tax Report, dated April 15, 2021, prepared by Perdue, Brandon, Fielder, Collins & Mott, L.L.P., the District's delinquent tax collection attorneys; a copy of the report is attached hereto as **Exhibit D**.

Mr. Skinner noted that no Board action was necessary in connection with any of the accounts reflected in the report.

**RESOLUTION AUTHORIZING AN ADDITIONAL PENALTY ON DELINQUENT REAL PROPERTY TAXES**

The Board next considered the adoption of a Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes, attached hereto as **Exhibit E**. Mr. Skinner advised that the District is authorized, pursuant to Section 33.07 of the Texas Tax Code, as amended, to impose, under certain conditions on July 1, an additional penalty not to exceed twenty percent (20%) of the total taxes, penalty and interest due the District on real property taxes that remain delinquent as of July 1 of the year in which they become delinquent. After discussion, it was moved by Director Adamek, seconded by Director Guillory and unanimously carried, that the attached Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes be adopted by the Board, and that the President be authorized to execute and the Secretary to attest same on behalf of the Board and the District.

**BOOKKEEPER'S REPORT**

Mr. Weyand next presented to and reviewed with the Board the Bookkeeper's Report, dated April 15, 2021, a copy of which report is attached hereto as **Exhibit F**. After discussion, it was moved by Director Adamek that the Bookkeeper's Report be approved and that the disbursements identified therein be authorized for payment, except for check nos. 8606 and 8610 issued to Directors Moore and Hodge, respectively, which were voided. Director Guillory seconded the motion, which carried unanimously.

**LANDSCAPING WITHIN THE DISTRICT**

The Board next discussed landscaping within the District. In connection therewith, Mr. Murr presented to and reviewed with the Board a Progress Report-Landscape Projects, a copy of which report is attached hereto as **Exhibit G**. In connection therewith, Mr. Murr advised the Board that he has assessed the damage to trees and landscaping throughout the District caused by the recent winter storm event and noted that the total estimated cost to restore all of the damage caused is \$34,855. After discussion, Director Guillory moved that MI be authorized to commence the first stage of restoration of the landscaping damaged due to the recent winter storm event at a cost not to exceed \$10,000. Director Adamek seconded the motion, which carried unanimously.

A discussion next ensued regarding the recent removal of trees located along the Lexington Greenbelt located behind the fence at 25607 Spring Source Court. After discussion on the matter, the Board concurred that MI be authorized to restore the area later this Fall. Director Adamek noted that that he would contact the property owner regarding same once the restoration has been scheduled.

## **PROPOSAL FOR SINK HOLE REPAIRS**

Mr. Benes presented photographs of sink holes in need of repair at the Wastewater Treatment Plant, copies of which photographs are attached hereto as **Exhibit H**. Mr. Benes then presented to and reviewed with the Board a proposal prepared by SWS for the repair of said sink holes in the amount of \$4,680.00, a copy of which proposal is included with **Exhibit H**. Mr. Skinner noted that said repair costs would be shared with Harris County Water Control and Improvement District No. 110 ("No. 110") pursuant to the Waste Disposal Agreement between the District and No. 110. After discussion, Director Adamek moved that the Board approve SWSs' proposal in the amount of \$4,680.00, subject to Langford inspecting the sink holes to determine the underlying cause. Director Guillory seconded the motion, which unanimously carried.

## **ENGINEERING REPORT**

Mr. Davis next presented to and reviewed with the Board the Engineering Report, dated April 15, 2021, a copy of which report is attached hereto as **Exhibit I**, relative to the status of various projects within the District.

## **PROPOSED ANNEXATION OF AND/OR PROVISION OF PERMANENT WATER AND SEWER SERVICE TO SIX FLAGS HURRICAN HARBOR SPLASHTOWN ("SPLASHTOWN")**

The Board deferred discussion regarding the proposed annexation and/or provision of permanent water and sewer service to Splashtown until later in the meeting.

## **PROPOSED BOND ISSUE**

Mr. Davis informed the Board that, as previously authorized, Langford has prepared the Bond Application Report for the District's proposed Series 2021 bond issue. He noted that SPH and the District's financial advisor have provided comments to the initial draft of such report and that Langford is in the process of addressing such comments at this time.

## **INTERLOCAL AGREEMENT (REMOVAL OF BERM)**

The Board deferred the approval and execution of an Interlocal Agreement among the District, Harris County Water Control and Improvement District No. 110 and Harris County Flood Control District for the removal of the berm between detention basins at this time.

## **INTERLOCAL AGREEMENT (LEMM GULLY STORMWATER DETENTION BASIN PROJECT)**

Mr. Skinner reminded the Board that it previously approved a draft Interlocal Agreement between the District and Harris County Flood Control District ("HCFCD") for the Lemm Gully stormwater detention basin project. Mr. Skinner then presented and reviewed with the Board a revised draft Interlocal Agreement based on HCFCD's proposed revisions to said agreement and

SPH's comments related thereto. Mr. Skinner then requested that the Board consider approving the revised draft subject to SPH's final review. After discussion, Director Adamek moved that the revised draft Interlocal Agreement be approved, subject to SPH's final review of same. Director Guillory seconded the motion, which carried unanimously.

### **ISSUANCE OF UTILITY COMMITMENTS**

The Board deferred the issuance of utility commitments, as no requests for same had been received.

### **OPERATIONS AND MAINTENANCE REPORT**

The Board next considered the Operations and Maintenance Report. Mr. Thiry presented to and reviewed in detail with the Board a written Operator's Report prepared by EDP, dated as of April 15, 2021; a copy of the report is attached hereto as **Exhibit J**.

Mr. Thiry reminded the Board that, at the its meeting, it authorized EDP to continue suspending the accrual of penalties and interest and the termination of service for non-payment of water bills due to the Winter Storm Uri. Mr. Thiry then recommended that the Board consider authorizing EDP to reinstate service termination and the accrual of penalties and interest pursuant to the District's Rate Order. After discussion, the Board concurred that EDP be authorized to reinstate service termination and the accrual of penalties and interest pursuant to the District's Rate Order.

Mr. Thiry next presented to and reviewed with the Board two requests received from District customers at 707 Adowa Spring Loop and 323 E. Louetta Road for a water bill adjustment due to leaks caused by Winter Storm Uri. After discussion, the Board deferred taking any action at this time.

The Board then discussed whether there was a need to adopt a leak adjustment policy as a result of Winter Storm Uri. In connection therewith, Mr. Skinner presented to and reviewed with the Board the North Harris County Regional Water Authority's (the "NHCRWA") Resolution Adopting Policy and Procedures for February 2021 Freeze Event Fee Adjustment Credits (the "Resolution"), a copy of which is included with **Exhibit J**. He noted that such Resolution provides that, under certain conditions, the NHCRWA will give the District credits for any NHCRWA fees that the District waives for customers that experienced leaks caused by Winter Storm Uri. He explained the procedural requirements for the District in order to obtain such credits from the NHCRWA, including the information that EDP will need to collect from the District's customers, and the certificate that EDP will need to submit to the NHCRWA. After discussion, Director Adamek moved that: (1) the Board adopt a leak adjustment policy for customers who submit requests due to leaks caused by Winter Storm Uri that adjusts the customer's usage during the applicable billing period to its average usage for the prior three billing periods, waiving both the NHCRWA fee and the District's water fee for the excess usage, subject to receipt of sufficient documentation as required by the NHCRWA pursuant to the Resolution; and (2) EDP be authorized to submit any documentation required to the NHCRWA

for the District to obtain the fee adjustment credits for same. Director Guillory seconded said motion, which unanimously carried.

Additional discussion ensued regarding the requests received from the District customers for adjustment to their water bills in connection with Winter Storm Uri. After further discussion, the Board concurred that EDP be authorized grant relief to such customers pursuant to the leak adjustment policy adopted by the Board earlier in the meeting.

### **ANNUAL REPORT ON IDENTITY THEFT PREVENTION PROGRAM**

The Board next considered review of the District's Identity Theft Prevention Program (the "Program"). In connection therewith, Mr. Thiry presented EDP's annual report regarding administration of the Program, a copy of which report is included with **Exhibit J** and advised the Board regarding the District's experience with identity theft during the prior year, current identity theft methods, the types of accounts maintained by the District and the District's business arrangements with other entities. Mr. Thiry recommended that no changes be made to the Program. After discussion the Board concurred that no changes be made to the Program at this time.

### **AUTHORIZATION OF CONSUMER CONFIDENCE REPORT**

The Board considered authorizing EDP to prepare the District's Consumer Confidence Report ("CCR") in the format promulgated by the Texas Commission on Environmental Quality ("TCEQ"). Mr. Skinner advised the Board that, pursuant to CCR requirements promulgated by the United States Environmental Protection Agency and the TCEQ, the District is required to provide a report containing various information regarding the District's water supply to all customers of the District by July 1, 2021. After discussion, Director Adamek moved that EDP be authorized prepare the CCR for the Board's review and approval at the next meeting. Director Guillory seconded the motion, which carried unanimously.

### **COMMUNICATIONS REPORT**

The Board next discussed District communications. Ms. Johnson presented to and reviewed with the Board a Communications Meeting Report, a copy of which Report is attached hereto as **Exhibit K**. It was noted that no action was being requested at this time.

### **ATTORNEY'S REPORT**

Mr. Skinner informed the Board that he had nothing more of a legal nature to report at this time.

### **ANNUAL CYBER SECURITY TRAINING**

Mr. Skinner reminded the Board of the annual cybersecurity training requirement and requested that the Board members complete their cybersecurity training and provide a copy of their training certificate to SPH prior to the June 2021 deadline

Ms. McMullen, Ms. Johnson and Messrs. Thiry, Weyand and Murr exited the meeting at this time.

**REVIEW OF SUMMARY OF PRELIMINARY REFUNDING NUMBERS FOR DISTRICT'S UNLIMITED TAX REFUNDING BONDS, SERIES 2021, AND ESTABLISH PARAMETERS FOR SALE OF SAME**

Ms. Crotwell addressed the Board regarding the potential opportunity to refund a portion of the District's Series 2012 Unlimited Tax Refunding Bonds and 2013 Unlimited Tax Refunding Bonds, and realize debt services savings as a result of same through the issuance of the District's proposed Unlimited Tax Refunding Bonds, Series 2021 (the "Refunding Bonds"). In connection therewith, Ms. Crotwell presented to and reviewed with the Board in detail a Sources and Uses of Funds prepared by Masterson for the proposed Refunding Bonds, a copy of which is attached hereto as **Exhibit L**. Ms. Crotwell noted that the refunding bond issue should qualify for municipal bond insurance. After a detailed discussion on the Sources and Uses of Funds presented by Ms. Crotwell, it was moved by Director Adamek that: (i) the District proceed with the issuance of the Refunding Bonds, as outlined in the attached Sources and Uses of Funds, and (ii) the District's consultants be authorized to proceed with the preparation of a final Plan of Financing and a Pricing Certificate in connection therewith, subject to the District achieving a minimum net present value savings of 3.000% at the time of the sale of the Refunding Bonds in an amount not to exceed \$5,000,000. Director Guillory seconded said motion, which unanimously carried.

**APPROVAL OF PRELIMINARY OFFICIAL STATEMENT RELATIVE TO REFUNDING BONDS AND AUTHORIZE COMPLETION AND DISTRIBUTION OF A FINAL OFFICIAL STATEMENT**

Ms. Crotwell next reviewed in detail with the Board the Preliminary Official Statement in connection with the District's Refunding Bonds. After discussion on the matter, Director Adamek moved that: (i) said Preliminary Official Statement be approved, completed and distributed according to the sale of the Refunding Bonds, subject to the final review and approval of same by the Directors, SPH and other consultants as appropriate, (ii) said Preliminary Official Statement be deemed to be final for all purposes with the exception of any additional materials or information relating to subsequent material events, offering prices, interest rates, selling compensation, aggregate principal amounts and other similar information, terms and provisions, and (iii) upon the sale of the Refunding Bonds, Masterson be authorized to complete and distribute a Final Official Statement, subject to receipt and inclusion of final pricing and related information, in connection with the Refunding Bonds. Director Guillory seconded said motion, which unanimously carried.

**APPROVAL OF ORDER AUTHORIZING ISSUANCE OF BONDS RELATIVE TO REFUNDING BONDS AND DELEGATION OF AUTHORITY PURSUANT TO TEXAS GOVERNMENT CODE SECTION 1207.007**

Mr. Skinner next presented to and reviewed in detail with the Board an Order Authorizing the Issuance, Sale and Delivery of the District's Refunding Bonds (the "Bond

Order"). Mr. Skinner further advised the Board that the District, pursuant to Texas Government Code Section 1207.007, may delegate authority to any officer of the Board to take certain acts to effect the sale of the Refunding Bonds, subject to the minimum parameters for the transaction established by the Board being met. After discussion, it was duly moved by Director Adamek, seconded by Director Guillory and unanimously carried, that (i) the Bond Order attached hereto as **Exhibit M** be passed and adopted by the Board and the District, and (ii) the Board President, or in the absence of the President, the Vice President, be delegated the authority to act on behalf of the District, in accordance with Texas Government Code Section 1207.007, to effectuate the sale of the Refunding Bonds if the parameters set forth in the Bond Order as set forth above are met, with such delegated authority to expire on December 31, 2021, if the Refunding Bonds are not sold by said date, unless otherwise extended by the Board.

**DESIGNATION OF UNDERWRITER RELATIVE TO REFUNDING BONDS; DESIGNATION OF OFFICER TO RECEIVE AND ACKNOWLEDGE RECEIPT OF MSRB RULE G-17 DISCLOSURES; AND APPROVAL OF FORM OF BOND PURCHASE AGREEMENT**

The Board next considered the designation of an Underwriter relative to the District's Refunding Bonds and the designation of an officer to receive and acknowledge the receipt of MSRB Rule G-17 disclosures of role, compensation, material conflicts of interest and material financial characteristics and risks of the financing structure provided by the proposed Underwriter. After discussion on the matter, Director Adamek moved that (i) SAMCO Capital Markets, Inc. ("SAMCO") be designated Underwriter relative to the Refunding Bonds, (ii) Director Palermo, as President of the District, be designated as the officer to receive and acknowledge the receipt of MSRB Rule G-17 disclosures, subject to SPH's prior review and approval, and (iii) SPH be authorized to acknowledge the District's receipt of the required Texas Ethics Commission ("TEC") Form 1295 from the Underwriter. Director Guillory seconded said motion, which unanimously carried.

Mr. Skinner next discussed with the Board the form of the proposed Bond Purchase Agreement to be executed by the District and the Underwriter in connection with the purchase of the District's Refunding Bonds. After discussion, it was duly moved by Director Adamek, seconded by Director Guillory and unanimously carried, that the form of Bond Purchase Agreement be approved by the Board, subject to inclusion of the terms of pricing when available.

**ENGAGEMENT OF SPECIAL TAX COUNSEL RELATIVE TO REFUNDING BONDS**

The Board then discussed the engagement of Special Tax Counsel relative to the Refunding Bonds. Mr. Skinner recommended that the Board consider engaging the firm of McCall, Parkhurst & Horton L.L.P. ("MPH") to perform such services for the District, and then presented an engagement letter from MPH. The Board discussed the legal requirements of same pursuant to Section 2254.1036 of the Texas Government Code as set forth in the Notice of Contingent Fee Engagement of Special Tax Counsel attached to the agenda for today's meeting. Mr. Skinner then presented to and reviewed with the Board a Resolution Approving Contingent Fee Contract for Legal Services, a copy of which is attached hereto as **Exhibit N**. After



discussion, Director Adamek moved that (i) MPH be engaged as Special Tax Counsel in connection with the Refunding Bonds, subject to the terms of the engagement letter, (ii) the Resolution Approving Contingent Fee Contract for Legal Services be adopted by the Board, (iii) the President be authorized to execute the engagement letter and the Resolution Approving Contingent Fee Contract for Legal Services on behalf of the Board and the District, and (iv) SPH be authorized to acknowledge the District's receipt of the required TEC Form 1295 from MPH. Director Guillory seconded said motion, which carried unanimously.

**DESIGNATION OF PAYING AGENT/REGISTRAR AND APPROVAL AND EXECUTION OF A PAYING AGENT/REGISTRAR AGREEMENT RELATIVE TO REFUNDING BONDS**

The Board next considered the designation of a Paying Agent/Registrar and the approval and execution of a Paying Agent/Registrar Agreement in connection with the District's Refunding Bonds. Mr. Skinner advised that The Bank of New York Mellon Trust Company, N.A. ("BONY") has submitted a proposal to serve as Paying Agent/Registrar for the Refunding Bonds. He then presented for the Board's approval and execution a proposed Paying Agent/Registrar Agreement between the District and BONY. After discussion on the matter, Director Adamek moved that (i) BONY be designated as Paying Agent/Registrar in connection with the District's Refunding Bonds, (ii) the proposed Paying Agent/Registrar Agreement be approved by the Board, and (iii) that the President be authorized to execute same on behalf of the Board and the District. Director Guillory seconded said motion, which carried unanimously.

**DESIGNATION OF ESCROW AGENT AND APPROVAL AND EXECUTION OF AN ESCROW AGREEMENT RELATIVE TO REFUNDING BONDS**

The Board next considered the designation of an Escrow Agent relative to the District's Refunding Bonds. Ms. Crotwell recommended that BONY be designated as Escrow Agent for the Refunding Bonds. Mr. Skinner then presented for the Board's approval and execution a proposed Escrow Agreement between the District and BONY. After discussion on the matter, Director Adamek moved that (i) BONY be designated as Escrow Agent in connection with the District's Refunding Bonds, (ii) the proposed Escrow Agreement be approved by the Board, and (iii) the President be authorized to execute same on behalf of the Board and the District. Director Guillory seconded said motion, which carried unanimously.

**DESIGNATION OF VERIFICATION AGENT RELATIVE TO REFUNDING BONDS**

The Board next considered the designation of a Verification Agent relative to the Refunding Bonds. Mr. Skinner advised the Board that, pursuant to the City of Houston's refunding bond ordinance, the District is required to engage an independent specialist to conduct an audit to verify compliance with the requirements of such ordinance and to verify the savings to be experienced by the District as a result of the issuance of the Refunding Bonds. After discussion on the matter, Director Adamek moved that (i) the Board engage the services of Public Finance Partners, LLC ("PFP") to act as Verification Agent in connection with the Refunding Bonds, and (ii) SPH be authorized to acknowledge the District's receipt of the

required TEC Form 1295 from PFP. Director Guillory seconded said motion, which carried unanimously.

### **AUTHORIZATION OF SUBSCRIPTION FOR AND PURCHASE OF SECURITIES**

The Board next considered authorizing the subscription for and purchase of U.S. Government Securities in connection with the issuance of the Series 2021 Refunding Bonds. After discussion on the matter, Director Adamek moved that the Board authorize the subscription for and purchase of U. S. Government Securities in connection with the issuance of the Series 2021 Refunding Bonds. Director Guillory seconded said motion, which unanimously carried.

### **ATTORNEY GENERAL'S FEES FOR THE BONDS**

The Board next considered authorizing the District's bookkeeper to prepare a wire transfer authorization for payment of the Attorney General's fees in connection with the review of the transcripts of proceedings relative to the proposed Refunding Bonds. After discussion on the matter, Director Adamek moved that the District's bookkeeper be authorized to prepare a wire transfer authorization payable to the Attorney General of Texas for filing the transcript of legal proceedings in connection with the Refunding Bonds. Director Guillory seconded said motion, which unanimously carried.

### **AUTHORIZE EXECUTION OF VARIOUS ADDITIONAL DOCUMENTATION FOR INCLUSION IN TRANSCRIPT OF PROCEEDINGS RELATIVE TO REFUNDING BONDS**

The Board considered acting upon any other matters relative to the proposed sale and issuance of the Refunding Bonds. Relative thereto, Mr. Skinner discussed with the Board the General Certificate, Signature Identification and No-Litigation Certificate and various other documents for inclusion in the transcript of proceedings to be submitted to the Attorney General of the State of Texas. After discussion of the matter, Director Adamek moved that (i) the General Certificate, Signature Identification and No-Litigation Certificate and all other documents necessary for inclusion in the transcript of proceedings to be submitted to the Attorney General of Texas be approved by the Board and the District, and (ii) the President, or in the absence of the President, the Vice President, and Secretary, or in the absence of the Secretary, the Assistant Secretary, be authorized to execute same in connection with the issuance of the proposed Refunding Bonds. Director Guillory seconded said motion, which unanimously carried.

### **EXECUTE PRICING CERTIFICATE AND BOND PURCHASE AGREEMENT RELATIVE TO REFUNDING BONDS**

The Board next considered authorizing the President, or in the absence of the President, the Vice President, to execute the Pricing Certificate and Bond Purchase Agreement relative to the Refunding Bonds. After discussion, it was moved by Director Adamek seconded by Director Guillory and unanimously carried that, pursuant to Texas Government Code Section 1207.007,

the President, or in the absence of the President, the Vice President, be authorized to execute the Pricing Certificate and Bond Purchase Agreement relative to the Refunding Bonds.

**AUTHORIZE DISBURSEMENT OF BOND PROCEEDS RELATIVE TO REFUNDING BONDS**

The Board next considered authorizing the disbursement of bond proceeds from the Refunding Bonds. After discussion on the matter, Director Adamek moved that, upon closing of the Refunding Bonds, said disbursements be authorized in all respects. Director Guillory seconded said motion, which unanimously carried.

**AUTHORIZE EXECUTION OF CLOSING DOCUMENTATION RELATIVE TO REFUNDING BONDS**

There was next a discussion regarding the approval of various documents to be utilized at the closing relative to the Refunding Bonds. After discussion, Director Adamek moved that (i) the closing documents be approved, and (ii) the President, or in the absence of the President, the Vice President, be authorized to execute and the Secretary, or in the absence of the Secretary, the Assistant Secretary, be authorized to attest same on behalf of the Board and the District. Director Guillory seconded said motion, which unanimously carried.

**AUTHORIZE EXECUTION AND FILING OF INTERNAL REVENUE SERVICE REPORTING FORM RELATIVE TO REFUNDING BONDS**

The Board considered the approval and execution of Internal Revenue Service Form 8038-G (the "Form") relative to the Refunding Bonds. After discussion on the matter, Director Adamek moved that (i) the Form be approved by the Board, (ii) the President be authorized to execute the Form on behalf of the Board and the District, and (iii) the Form be filed as required with the Internal Revenue Service. Director Guillory seconded said motion, which unanimously carried.

**AUTHORIZE MATERIAL EVENT NOTICE FILING BY DISCLOSURE COUNSEL**

Mr. Skinner next advised the Board that under the applicable provisions of Rule 15c2-12 promulgated by the United States Securities Exchange Commission and the orders authorizing the issuance of the District's bonds to be refunded, the call for redemption of the bonds issued thereunder constitutes a material event, of which the District must provide notice. He advised the Board that, MPH, the District's Disclosure Counsel, will file such notices with the Municipal Securities Rulemaking Board repository as required. After discussion on the matter, Director Adamek moved that MPH, as the District's Disclosure Counsel, be authorized to file the material event notice pursuant to the orders authorizing the issuance of the refunded bonds. Director Guillory seconded said motion, which unanimously carried.

**OTHER MATTERS RELATED TO THE ISSUANCE OF THE SERIES 2021  
REFUNDING BONDS**

Following discussion, Director Adamek moved that the President, Vice-President, Secretary or Assistant Secretary, as applicable, be authorized to address such other matters and to take any other necessary action relating to the issuance of the Refunding Bonds. Director Guillory seconded the motion, which carried unanimously.

**CLOSED SESSION PURSUANT TO TEXAS GOVERNMENT CODE SECTION 551.071  
AND/OR SECTION 551.072**

The Board convened in closed session at 9:15 p.m., as authorized pursuant to Texas Government Code Section 551.071. Those in attendance, with the exception of the Board, Mr. Davis, Mr. Skinner and Mr. Barker, exited the meeting at this time.

At 9:42 p.m., the Board reconvened in open session. No action was taken by the Board.

**ADJOURN**

There being no further business to come before the Board, upon motion duly made by Director Adamek, seconded by Director Guillory and carried unanimously, the meeting was adjourned.

  
Secretary



## **LIST OF ATTACHMENTS TO MINUTES**

- Exhibit A – Audit Report; Management Letter
- Exhibit B – Security Report
- Exhibit C – Tax Assessor-Collector's Report
- Exhibit D – Delinquent Tax Report
- Exhibit E – Resolution Authorizing an Additional Penalty on Delinquent Real Property Taxes
- Exhibit F – Bookkeeper's Report
- Exhibit G – Progress Report-Landscape Projects
- Exhibit H – Photographs of sink holes; proposal for sink hole repairs
- Exhibit I – Engineer's Report
- Exhibit J – Operator's Report
- Exhibit K – Communications Meeting Report
- Exhibit L – Sources and Uses of Funds
- Exhibit M – Bond Order
- Exhibit N – Resolution Approving Contingent Fee Contract for Legal Services