

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF ROCKWALL §

ROCKWALL COUNTY MUNICIPAL UTILITY DISTRICT NO. 6 §

The Board of Directors (the "Board") of Rockwall County Municipal Utility District No. 6 (the "District") met in regular session, open to the public, on Tuesday, January 21, 2020, at 6:30 p.m., at 1549 Laguna Drive, Rockwall, Texas, an official meeting place located outside the boundaries of the District, for which notice was given as required by Chapter 551, Government Code, and Chapter 49, Texas Water Code.

The roll was called of the members of the Board to-wit:

Jill Thrasher	President
Nancy L. Jones	Vice President
Chris Smith	Secretary
Sherry Kent Skinner	Assistant Secretary
Bobbie Hubbard	Assistant Secretary

All members of the Board were present at the commencement of the meeting. All members present voted on all matters that came before the Board. Also present were: Mr. Ryan Nesmith of Robert W. Baird & Co.; Mr. Jaison Stephen, P.E. of LJA Engineering, Inc.; Ms. Brandi Galindo of Dye & Toverly, LLC; and Mr. Ross Martin, attorney, and Ms. Genny Lutzel, paralegal, of Winstead PC.

The meeting was called to order at 6:30 p.m., and evidence was presented that public notice of such meeting had been given as required by law.

1. Public Communication and Comment. The Board opened the meeting for public communication and comment. After noting that there were no members of the public present, Director Smith moved that the Board close the public communication and comment session of the meeting. Director Thrasher seconded said motion, which carried unanimously.

2. Minutes of December 17, 2019, Board of Directors Meeting. Following a discussion, Director Smith moved that the Board approve the Minutes of the December 17, 2019, Board of Directors Meeting. Director Thrasher seconded said motion, which carried unanimously.

3. Engineer's Report. Mr. Stephen presented to and reviewed with the Board copies of an Engineer's Report prepared by LJA Engineering, a copy of which is attached hereto as Exhibit "A". Mr. Stephen presented to and reviewed with the Board copies of the following pay

applications and change orders: (i) Change Order No. 1 in the amount of \$164,781.50; (ii) Change Order No. 2 in the amount of \$22,411.20; (iii) Pay Application No. 8 in the amount of \$140,273.38; (iv) Pay Application No. 9 in the amount of \$143,865.84; and Pay Application No. 10 (retainage) in the amount of \$76,293.78, each from Interstate Pipeline Utility Construction, LLC for utility improvements in Woodcreek Phase 6G. Following a discussion, Director Thrasher moved that the Board approve all pay applications and change orders submitted by Interstate Pipeline Utility Construction, LLC. Director Jones seconded said motion, which carried unanimously.

Next, Mr. Stephen presented to and reviewed with the Board copies of Pay Application No. 5 in the amount of \$146,354.52 for paving improvements in Woodcreek Phase 6G from Smith Contracting, Inc. Following a discussion, Director Thrasher moved that the Board approve said pay application, as submitted. Director Smith seconded said motion, which carried unanimously.

Mr. Stephen next presented to and reviewed with the Board copies of Pay Application No. 7 (retainage) in the amount of \$122,762.86 for grading improvements in Woodcreek Phase 6G from Vilhauer Enterprises, LLC. Following a discussion, Director Smith moved that the Board approve said pay application, as submitted. Director Thrasher seconded said motion, which carried unanimously.

Finally, Mr. Stephen recommended that the Board accept all improvements in Woodcreek Phase 6G. Following a discussion, Director Smith moved that the Board accept Woodcreek Phase 6G improvements. Director Thrasher seconded said motion, which carried unanimously.

4. Developer's Report. Mr. Martin presented to and reviewed with the Board copies of a draft Second Amendment to Assignment by and between Southstar Woodcreek Developer, LLC, and TREZ Capital Funding II, LLC, and recommended that the Board acknowledge receipt of same. Following a discussion, Director Thrasher moved that the Board acknowledge said instrument. Director Smith seconded said motion, which carried unanimously.

5. Review and consider approval of the Preliminary Official Statement, set the sale date, and authorize publication of Notice of Sale in connection with sale of \$3,105,000 Unlimited Tax Utility Bonds, Series 2020 ("Series 2020 Utility Bonds"). The Board recognized Mr. Nesmith, who presented to and reviewed with the Board draft copies of the proposed POS and NOS for the Series 2020 Utility Bond sale. Next, the Board discussed timing of the bond sale, and upon motion by Director Jones, seconded by Director Smith and unanimously carried, the Board (i) formally approved and authorized release of the POS, subject to final review by District counsel; (ii) approved the NOS; and (iii) set the sale date for Series 2020 Utility Bonds for February 25, 2020.

6. Consider authorizing District consultants to prepare an Agreed Upon Procedures Report ("AUP Report") in connection with the Series 2020 Utility Bonds. Mr. Martin discussed the matter with the Board. Following a discussion, Director Smith moved that the Board authorize McCall Gibson Swedlund & Barfoot PLCL to prepare an AUP Report in connection

with the sale of Series 2020 Utility Bonds. Director Thrasher seconded said motion, which carried unanimously.

7. Bookkeeping Report. Ms. Galindo presented to and reviewed with the Board copies of a Bookkeeper's Report dated January 21, 2020, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Smith moved that the Board (i) approve the bookkeeping report, and (ii) authorize payment of bills presented by checks drawn on the District's accounts as listed thereon. Director Thrasher seconded said motion, which carried unanimously.

8. Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds. Ms. Galindo presented to and reviewed with the Board a proposed list of depositories, a copy of which is attached hereto as Exhibit "C", noting changes being proposed to last year's list. After discussion on the matter, Director Smith moved that the Board adopt said Resolution. Director Thrasher seconded said motion, which carried unanimously.

9. Supplemental Agenda to Call Directors Election for May 2, 2020. Mr. Martin discussed the matter with the Board, noting that terms of office for two (2) Directors will expire on May 2, 2020, and that it would be appropriate at this time to call a Directors Election. Following a discussion, Director Smith moved that the Board adopt an Order Calling Directors Election, a copy of which is attached hereto as Exhibit "D". Director Thrasher seconded said motion, which carried unanimously.


10. Consider any other matters that may come before the Board and take any action necessary or appropriate. No formal action was taken by the Board.

11. Tentative Date for Next Meeting. The next meeting of the Board was tentatively scheduled for February 25, 2020 at 6:30 p.m.

12. Adjourn. There being no further business to conduct, Director Smith moved that the Board adjourn at 6:50 p.m. Director Jones seconded said motion, which carried unanimously.

APPROVED AND ADOPTED this 25th day of February, 2020.




Secretary