

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF HAYS §

CROSSWINDS MUNICIPAL UTILITY DISTRICT §

The Board of Directors (the "Board") of Crosswinds Municipal Utility District (sometimes referred to herein as the "District") met in regular session, open to the public, on the 9th day of April, 2020, by telephone conference to mitigate the spread of COVID-19 pursuant to the guidance provided by the Office of the Attorney General of the State of Texas, and the roll was called of the members of the Board of Directors, (herein referred to as the "Board") to-wit:

Amy Laine	President
Lee Weber	Vice President
Elizabeth P. Edwards	Secretary
Anthony Dell'Abate	Assistant Secretary
Michael Gideon	Assistant Secretary

All members of the Board were present by telephone at the commencement of the meeting with the exception of Director Laine who joined the meeting during the discussion of item 5. All members present at the time a vote was taken, voted on all matters that came before the Board. Also present by telephone were Andy Barrett with Andy Barrett & Associates, PLLC, Judy McAngus, paralegal with Winstead PC, Ronnie Moore with Carlson, Brigance & Doering, Inc. ("CB&D"), engineer for the District, Kristi Hester and Michael Luft with Inframark, the District's operations and bookkeeping firm. In addition, Randy Barnett and Terry Howe, representing Development Solutions CW, LLC ("Dev Sol"), the current developer of lands within the District, joined into the telephone conference also.

Judy McAngus explained a few guidelines for the telephone conference meeting regarding a request that each Board member confirm their name prior to making any motion or voting on such matters to insure that the public record of the meeting would be heard and accurately recorded. Notification to the public was given that the meeting was being recorded. The meeting was then called to order, and evidence was presented that public notice of such meeting had been given as required by law.

1. The Board called for public comments. Hearing no comments, the Board continued on to the next item of business.

2. Judy McAngus updated the Board with respect to the closing of the sale of the District's \$3,330,000 Unlimited Tax Road Bonds ("Series 2020 Road Bonds"), which closed as anticipated on March 19, 2020. It was noted that all funds were disbursed per the Closing Memo and checks/wires as approved by the Board at its March 12th meeting.

3. The Board acknowledged receipt of a copy of the draft minutes of the Board's for March 12, 2020 regular meeting; however, it was noted that that item had not been listed on the posted Notice of meeting and would be included for approval on the next meeting notice.

4. The Board recognized Ronnie Moore with CB&D who noted that he no updates or action items for the Board.

5. With regard to the existing water and sewer related agreements regarding facility construction, projects, easements, conveyances to the City of Kyle ("City"), Mr. Barrett noted that he had sent a proposed form of Amendment to the existing Retail Water and Wastewater Service Agreement between the District on to the City of Kyle for review in connection with a design change to a tear drop type of water storage tank that will provide the required water storage capacity but at a cost savings to the District. He indicated that he had not heard back yet from the City with regard to any comments or an approval of such form. Director Laine joined the meeting during this discussion.

6. Michael Luft next presented Inframark's monthly financial and bookkeeping report, a copy of which is attached hereto as **EXHIBIT "A"**. Mr. Luft reviewed the report with the Board. Also, he noted that the tax collection report through the month of March 31, 2020 reflected collections of 95.91% for the District's 2019 taxes. In addition, the Board reviewed a recap of builder facility fee collection, noting that, the two past due payments from Gehan Homes (for the initial model homes they construction in Phase 1) had been paid in full, as well as \$137,500 from Highland Homes Austin LLC. Also, Mr. Luft reviewed the Quarterly Investment Report for the quarter ended March 31, 2020 and a listing of regular checks and wires relating to the transfer of tax collections received by the District to the District's separate TexPool operating and debt service. In addition, he reviewed a Summary from the recent Series 2020 Road Bonds, it being noted that the current cash balance remaining was \$26,190.74. It was noted that the Board members had not been paid for a special meeting on February 20, 2020 and it was confirmed that all five (5) Board members had been present for such special meeting. Michael Luft confirmed that he would prepare and include those additional checks for signature, along with those on the printed report. Following a full review and upon motion by Director Laine, seconded by Director Edwards and unanimously carried, the Board approved the complete report, including, but not limited to, all checks and wires as set out therein and the Quarterly Investment Report and the addition of the five (5) separate checks to the each Board members for their attendance at the February 20, 2020 special meeting.

7. With regard to operational matters, Kristi Hester confirmed that Inframark had, conducted an inspection on March 31st and would be handling some cleanup related items, including sedimentation at the pond and working with builders on some erosion control violations.

8. Andy Barrett informed the Board that there had been a change in bookkeeping personnel within Inframark and, as such, he had requested, received and reviewed a proposal from the firm of Bott & Douthitt who he felt was well qualified to handle the District's bookkeeping related services. Mr. Barrett also noted that he had full confidence in Inframark's ability to continue handling the District's operational related matters and that he had visited in advance with Kristi Hester who had assured him that Inframark would work closely with Bott & Douthitt on a timely basis with regard to a transfer of bookkeeping records over to such firm should the Board decide to transfer the bookkeeping portion of Inframark's responsibilities over to such firm. Ms. Hester confirmed Inframark's ability to do so.

The Board reviewed an engagement letter and separate Bookkeeping Services Agreement with Bott & Douthitt, PLLC (“Bott & Douthitt), to serve as bookkeeper for the District. Qualifications for such firm were outlined and discussed with the Board. Following such review and discussion, upon motion by Director Weber, seconded by Director Dell’Abate and unanimously carried, the Board approved such engagement letter and agreement for bookkeeping services dated April 9, 2020. Copies of both the engagement letter and Bookkeeping Services Agreement are attached hereto collectively as **EXHIBIT “B”**. As noted above, Ms. Hester agreed to a prompt transfer of the bookkeeping records over to Bott & Douthitt.

9. With regard to on-going development related matters, Terry Howe updated the Board with regard to the status of construction within the District noting there were 6 model homes in the District, 182 occupied homes within Phase 1 of the District, 17 occupied homes within Phase 1 and a total of 253 completed homes on the ground. He stated that 10 new home sale closings had occurred last month and so far, 11 have been slated to close in April. He noted that a few purchasers had had to back up out of their proposed home purchases over the past month which it was felt was most likely due to financial issues caused by the on-going COVID-19 disaster but that generally speaking sales have been proceeding as scheduled.

10. The Board confirmed a proposed regular meeting on May 14, 2020.

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There being no further business to conduct, Director Dell-Abate moved that the meeting be adjourned, which motion was seconded by Director Gideon, and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 12th day of May, 2020.



Michael Gideon, Assistant Secretary
Board of Directors
Crosswinds Municipal Utility District