

## GATEWAY PARK MUNICIPAL MANAGEMENT DISTRICT

TO: THE BOARD OF DIRECTORS OF GATEWAY PARK MUNICIPAL MANAGEMENT DISTRICT AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given pursuant to V.T.C.A. Government Code, Section 551, that the Temporary Board of Directors of Gateway Park Municipal Management District will hold an Organizational Meeting on Thursday, March 5, 2020 at 4:15 p.m. at the Southeastern Corner of County Road 400 and County Road 407, El Campo, Texas for the following purposes:

1. Review and acknowledge Legislation (House Bill 4680, 86<sup>th</sup> Session of the Texas Legislature, Regular Session) creating the District and appointment of directors;
2. Confirm receipt of Order from the Texas Commission on Environmental Quality appointing temporary directors;
3. Qualify temporary directors and administer statement of officer forms and oaths of office;
4. Review insurance proposal and approve placement of directors and officers liability insurance, bonds and other insurance deemed appropriate at this time;
5. Elect officers;
6. Hear overview of District and report on status of proposed development;
7. Review engagement agreement of Winstead PC as general counsel and bond counsel to the District;
8. Consider and approve a Resolution Approving Contingent Fee Contract (see attached "NOTICE OF CONTINGENT FEE CONTRACT BY AND BETWEEN WINSTEAD PC AND GATEWAY PARK MUNICIPAL MANAGEMENT DISTRICT");
9. Consider and approve engagement of Manhard Consulting, Ltd. as engineer for the District and execute related agreement;
10. Consider and approve engagement of RBC Capital Markets, LLC as financial advisor for the District;
11. Consider and approve engagement of Inframark, LLC as bookkeeper for the District and execute related agreements and approve necessary authorizations;
12. Consider and designate depository bank and authorize the opening of an operating account and execution of required account documents, including signature cards and related bank resolutions;
13. Consider and ratify prior actions taken and the payment of various out-of-pocket expenses made on behalf of the District;
14. Adopt Order Designating Office Locations Outside the District and authorize publication of Notice of same;
15. Consider and adopt Resolution Designating Posting of Meeting Notices for meeting notices posted within the District;
16. Adopt District seal;
17. Approve and authorizing filing of District Information Form;
18. Consider discussion regarding exclusion of land and adoption of an Order Calling Public Hearing on Exclusion of Land and Authorization of Publication of Hearing;
19. Review and approve Order Adopting a Travel Expense Policy, Limit on Fees of Office and Procedures For Selection and Review of Consultants, Policies Concerning the Use of Management Information Including the Formation of An Audit Committee, Establishment of an Investment Policy, Selection of a Fiscal Year-End and Certain Other Matters;
20. Review and approve Order Approving Records Management Policy and Designating Records Manager;
21. Discuss and confirm proposed next meeting date;
22. Public communications and comments, and no formal Board action will be taken; and
23. Adjournment.

The Board of Directors may enter into Executive Session, if necessary and appropriate, pursuant to the applicable section of Subchapter D, Chapter 551, Texas Government Code Annotated, the Texas Open Meetings Act, on any matter that may come before the Board. No action decision or vote on any subject or matter may be taken unless specifically listed on the agenda for this meeting.

EXECUTED this the 28<sup>th</sup> day of February, 2020.

GATEWAY PARK MUNICIPAL MANAGEMENT DISTRICT



Ross S. Martin, Proposed Attorney for the District  
Gateway Park Municipal Management District

**Required Notice for District's First Meeting of the Calendar Year**

The Board of Directors of Gateway Park Municipal Management District proposes to conduct its regular and special Board Meetings at a designated meeting location outside the boundaries of the District. Qualified resident electors of the District may request that the Board designate a meeting location within the District and hold meetings within the boundaries of the District. For more information, please refer to Chapter 49 of the Texas Water Code, Section 49.062(c) or contact the attorneys for the District, at (512) 370-2939.

NOTICE OF  
CONTINGENT FEE CONTRACT BY AND BETWEEN  
WINSTEAD PC AND GATEWAY PARK MUNICIPAL MANAGEMENT DISTRICT

Pursuant to Chapter 2254.1036, Texas Government Code, notice is hereby given that Gateway Park Municipal Management District (the "District") will consider a contingent fee contract for bond counsel legal services with Winstead PC ("Winstead"). The contingent fee contract by and between the District and Winstead will be presented to the District at a public meeting to be held on March 5, 2020 at 4:15 p.m. at the Southeastern Corner of County Road 400 and County Road 407, El Campo, Texas, a location inside the boundaries of the District.

The engagement of Winstead is required to render professional services in connection with the authorization, sale, and delivery of bonds, certificates of participation, notes, or other evidences of indebtedness ("Bonds") on behalf of the District. Winstead will coordinate with the District and its consultants in the preparation of bond applications, official statements, and transcripts of legal proceedings to comply with the requirements of the Attorney General of the State of Texas, and will coordinate with the District and its consultants in all matters relative to the receipt and tabulation of bids for purchase of bonds. Additionally, Winstead will supervise the execution and delivery of the bonds to the original purchasers. Winstead will additionally provide an Opinion to confirm the validity of the bonds, and the tax exempt status of the interest earned thereon under Federal Income Tax regulations, if applicable.

Members of the Winstead Public Finance Practice Group have been advising clients and serving as bond counsel on tax-exempt and taxable bonds, and rendering market opinions for governmental issuers, including special districts, for over 40 years. Winstead Public Finance attorneys are active members of the National Association of Bond Lawyers.

Winstead's fee for bond counsel services will be as follows: for new-money financings, 2.5% of the principal amount thereof; for refundings, 1.25% of the principal amount thereof; and for Anticipation Notes, 1%.

Winstead was engaged by the property owners of the District to create the District, and to provide for the financing of water, sanitary sewer, drainage, roadway, transportation, and similar infrastructure for master-planned developments to serve future residents and users. The District will consider the engagement of Winstead to serve as bond counsel at its organizational or meeting.

Winstead's specialized practice in public finance transactions provides the District with professional expertise therein, including oversight and compliance with Local, State, and Federal regulatory agencies. Winstead is aware of the resources required to issue Bonds. Further, the District has no source of revenue sufficient to compensate an attorney in private practice under a contract for the payment of hourly fees without contingency in the context of a Bond issuance, nor does the District's support staff possess the qualifications or resources to properly represent the District in a Bond issuance. A contingent fee contract for bond counsel services with Winstead would allow the District to proceed with the issuance of Bonds in the most efficient, cost-effective, and feasible manner, resulting in benefits to future Gateway Park Municipal Management District residents and taxpayers.