

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 special session, open to the public, on the 12th day of May, 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 Directors Laine and Dell’Abate. The record shall reflect that Director Laine entered the meeting just following the action taken in item 3. All members participating 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 with Inframark, the District’s operations firm, Justin Taack with Bott and Douthitt, PLLC (“Bott & Douthitt”), the District’s bookkeeping firm and Crystal Horn with McGrath & Co, PLLC (“McGrath”), the District’s auditor. In addition, Randy Barnett, representing Development Solutions CW, LLC (“Dev Sol”), the current developer of lands within the District, joined into the telephone conference also. The record shall reflect that the meeting was being recorded.

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. It was confirmed that Statement of Officer Forms and Oaths of Office were being executed by newly elected directors (Laine, Edwards and Gideon) and that the Oaths would be filed with the Secretary of State's office.

3. With regard to the recent May 2, 2020 election date, upon motion by Director Weber, seconded by Director Gideon and unanimously carried, the Board reelected the following slate of officers:

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

4. The Board acknowledged receipt of a copy of the draft minutes of the Board's March 12, 2020 regular meeting and following a review and motion by Directors Edwards, seconded by Director Gideon and unanimous approval, said Minutes were approved as written. The record shall reflect that Director Laine entered the meeting at this point.

5. The Board acknowledged receipt of a copy of the draft minutes of the Board's April 9, 2020 special meeting and following a review and motion by Directors Weber, seconded by Director Laine and unanimous approval, said Minutes were approved as written.

6. In connection with the recent closing of the District's \$3,330,000 Unlimited Tax Road Bonds ("Series 2020 Road Bonds"), it was noted that the Board needed to update its Amended District Information Form. Following a motion by Director Edwards, seconded by Director Gideon and unanimously carried, the Board approved an updated May 12, 2020 form and authorized its filing with the Hays County Clerk's office and the Texas Commission on Environmental Quality ("TCEQ").

7. The Board recognized Crystal Horn with McGrath who reviewed a draft of a Supplemental Agreed Upon Procedures ("AUP") report prepared by such firm with respect to the surplus funds from the District's Series 2020 Road Bonds. Ms. Horn reviewed the report and confirmed a total of \$26,188 in surplus funds remained from the issue. Judy McAngus confirmed that both Development Solutions CW, LLC and Preston Hollow Capital, LLC had confirmed receipt, review and their approval of such draft report. Following a discussion and upon motion by Director Gideon, seconded by Director Edwards and unanimously carried, the Board approved such draft AUP, requested McGrath to finalize the report and pursuant to the such report, further requested that a wire of such funds be approved and disbursed to Preston Hollow Capital, LLC in the amount of \$26,188, as assignee of Development Solutions CW, LLC pursuant to existing agreements and assignments with the District as further detailed in such AUP. The Board confirmed acknowledgment and execution of the related Representation Letter addressed to McGrath. A copy of the final Supplemental AUP is attached hereto as **EXHIBIT "A"**.

8. The Board recognized Ronnie Moore with CB&D who noted that there were no action items for the Board; however, he updated the Board with respect to on-going design of additional facilities for the next phases of the development that CB&D would soon be requesting the Board to approve and authorize advertising for bidding once the plans are finalized and have received the necessary approvals.

9. 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 not received comments back from the City with regard to a proposed form of Amendment to the existing Retail Water and Wastewater Service Agreement between the District on to the City of Kyle with regard to 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 would reach out again as to the status of such review.

10. Justin Taack with Bott & Douthitt, the District’s new bookkeeping firm, reported that the District’s bookkeeping records had been transferred to them a few weeks ago and briefly reviewed an Accounting Report which included a Cash Activity Report, a Cash/Investment Activity Report and summary of action items needed at the meeting, as attached hereto as **EXHIBIT “B”**. Mr. Taack further explained that the next report would be much more detailed once they had time to review all related documents included in the transfer of the records. Following a motion by Director Weber, seconded by Director Gideon and unanimously carried, the Board approved the release of checks on the Cash Activity Report, the listing of activity on the Cash/Investment Activity Report, the approval of the wire transfer to Preston Hollow Capital LLC as noted above, the approval of a general authorization letter confirming transfer of bookkeeping responsibilities, approval of a IRS Form 2848 Power of Attorney form, the approval of an IRS Form 8822 as to the change of address for the District’s bookkeeping related matters and approval of a TexPool Resolution Amending Authorized Representatives for the District.

11 With regard to operational matters, Kristi Hester reviewed an Inframark May 2020 Construction and separate Stormwater Report, as attached as **EXHIBIT “C”**. She noted that they were working with Gehan Homes in particular with regard to erosion control and trash containment related violations. Also, she noted that they would be cleaning up around the outfall areas of the Pond following a recent inspection per the photos contained in her report.

12. Judy McAngus explained the requirements under HB 3834 with respect required annual training for elected Board members noting that she would provide a memorandum later in the week to all Board meeting and request their assistance in handling an on-line course offered through the Texas Municipal League with regard to such training. She noted that the training should be completed and the acknowledgment form that she will include returned to her by June 14th as relates to the 2020 training. Upon motion by Director Weber, seconded by Director Edwards and unanimously carried, the Board authorized such training.

13. The Board confirmed a proposed regular meeting on June 11, 2020.

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There being no further business to conduct, Director Edwards 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 11th day of June, 2020.



Elizabeth P. Edwards, Secretary
Board of Directors
Crosswinds Municipal Utility District