

MINUTES OF MEETING
OF THE BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF HAYS §

DRIFTWOOD CONSERVATION DISTRICT §

The Board of Directors (the “Board”) of Anthem Municipal Utility District (sometimes referred to herein as the “District”) met in special session, open to the public, on the 16th 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:

Stephen C. Dickman	President
Sam Siddons	Vice President
Danette R. Koebele	Secretary
Jett Garner	Treasurer/Asst. Secretary
Zachary Stephenson	Assistant Secretary

All members of the Board were present by telephone at the commencement of the meeting and participated in each vote that came before the Board with the exception of Director Zachary Stephenson. The record shall reflect that Director Stephenson had tendered his resignation from the Board some time ago due to the request of his employer and was no longer qualified to serve on the Board. The Board determined to declare the position as vacant and fill it at the earliest possible time through an Order Appointing Director. Also present by telephone were Andy Barrett of Barrett & Associates, PLLC (“Barrett & Associates”), attorney for the District; Judy McAngus, paralegal of Winstead PC (“Winstead”); Dennis Lozano of Murfee Engineering Company, Inc. (“Murfee Engineering”), engineer for the District; and Kristi Hester and Michael Luft with Inframark, LLC (“Inframark”), bookkeeper for the District. In addition, Don Bosse, representing Driftwood DLC Austin, II, LLC, owner of the majority of the lands within the District (“Owner”, Driftwood Golf Club Development, Inc., developer of the majority of the lands within the District and related Driftwood entities (“Developer”) joined by telephone.

1. The Board called for publication communications and comments, hearing none, they proceeded on.

2. The Minutes from the Board’s February 19, 2020 Meeting were presented for review and approval. Following a motion by Director Dickman, seconded by Director Koebele and unanimously carried, said Minutes were approved as written.

3. Don Bosse provided a formal developer update within regard to ongoing development within the District. He noted that they are dealing with COVID-19 and that for now they are going through a pause and reorganizing their plans for development.

4. With regard to engineering related matters, Dennis Lozano noted there were no additional updates but that negotiations are proceeding with the City of Dripping Springs (“City”) with regard to where the ultimate WWTP will come from. Director Dickman inquired about the district facilities that will be constructed and Mr. Lozano noted that most facilities will be built by the developer on behalf of the District and conveyed to the City.

5. Andy Barrett noted that there no needed approvals at this time relating to agreements with the City.

6. With respect to the next proposed addition of lands, it was noted that the City had not yet consented to such addition and, as such, there was no related action needed by the District at this time.

7. The Board recognized Kristi Hester and Michael Luft who presented Inframark’s bookkeeping report, a copy of which is attached hereto as **EXHIBIT “A”**. Mr. Luft noted that the District had collected 99.54% of the total District taxes for 2019 through and including February 29, 2020. Following a motion by Director Dickman, seconded by Director Siddons and unanimously carried, the Board approved such report and authorized the checks to be released as set out therein, with the exception of Operating Check No. 1089 to Zachary Stephenson.

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 noted that the existing Professional Services Agreement the District has with Inframark covers only bookkeeping matters but that he had full confidence in Inframark’s ability to handle District operational related matters at such time as the Board may consider companies to handle its operational needs. In addition, he noted 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 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 Siddons, seconded by Director Koeble and unanimously carried, the Board approved such engagement letter and agreement for bookkeeping services dated April 16, 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. It was noted that once the City Consent had been received in connection with the most recent proposed addition of lands, the Board members would be contacted and a special Board meeting would be set for the Board to consider such addition. Also, it was stated that should the Board need its next regular meeting, that meeting would be scheduled for May 20, 2020 with the location or format of the Board to be decided closer to such meeting date.

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

APPROVED AND ADOPTED this 22nd day of July, 2020.



Danette R. Koebele, Secretary
Board of Directors
Driftwood Conservation District

