

**ROLLING V RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2  
OF WISE COUNTY**

**TO: THE TEMPORARY BOARD OF DIRECTORS OF ROLLING V RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2 OF WISE COUNTY AND TO ALL OTHER INTERESTED PERSONS:**

Pursuant to an Order of the Governor suspending certain requirements of the Texas Open Meetings Act, the Temporary Board of Directors of Rolling V Ranch Water Control and Improvement District No. 2 of Wise County (“District”) will hold an organizational meeting on **Monday, August 10, 2020, at 12:00 p.m. solely by telephone conference** to mitigate the spread of COVID-19. The meeting will be conducted in a transparent and accessible manner pursuant to the guidance provided by the Office of the Attorney General.

Any member of the public may participate in this meeting by dialing: (888) 594-6783 and entering passcode 2147455761#.

Electronic copies of Board meeting packets are available upon request by email to Ross Martin at [rmartin@winstead.com](mailto:rmartin@winstead.com). This meeting will also be recorded and available for electronic distribution. The following items will be considered:

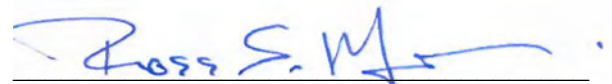
1. Consider discussion regarding creation of District as a result of an Order Dividing Rolling V Ranch Water Control and Improvement District No. 1 of Wise County into Three Districts;
2. Consider and review Conflict of Interest Questionnaire for local governmental officials;
3. Qualify Temporary Directors and administer statement of officer forms and oaths of office, and discuss government training pursuant to Chapter 551 of the Texas Government Code;
4. Elect officers;
5. Review insurance proposal and approve placement of directors and officers liability insurance, bonds and other insurance deemed appropriate;
6. Consider and approve engagement of Winstead PC as general counsel and bond counsel to the District and execute related agreement;
7. Consider and approve engagement of engineer for the District and execute related agreement;
8. Consider and approve engagement of financial advisor to the District and execute related agreement;
9. Consider and approve engagement of bookkeeper for the District and execute related agreements and approve necessary authorizations;
10. Consider and designate depository bank and authorize the operating account and execution of required account documents, including signature cards and related bank resolutions, and adopt Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds;
11. Consider and approve bookkeeper’s report, including authorizing the payment of invoices presented;

12. Authorize the District's bookkeeper to distribute funds as approved on the bookkeeping report pursuant to Section 49.151, Texas Water Code;
13. Consider, review and approve Agreement for the Construction and Purchase of Facilities and Reimbursement of Costs, and take any other action as may be necessary;
14. Adopt District Seal;
15. Consider and review Order Adopting Electronic Bidding Rules;
16. Consider, review and adopt Order Designating Office Locations Outside the District and authorize publication of Notice of same;
17. Consider, review and adopt Resolution Designating Posting of Meeting Notices for meeting notices posted within the District;
18. Consider, review and approve District Information Form, and authorize filing of same;
19. Consider, review and adopt Order Adopting Code of Ethics, Travel Expense Policy, Policies and Procedures for Selection and Review of Consultants, Policies Concerning Use of Management Information including the formation of an Audit Committee, Fees of Office and Selection of Fiscal Year-End;
20. Consider, review and adopt Order Approving Records Management Policy and Designating Records Manager;
21. Consider, review and adopt Resolution Adopting Prevailing Wage Rate Scale for Construction Workers;
22. Consider supplemental agenda;
23. Consider any other matters that may come before the Board and take any action necessary or appropriate;
24. 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 3<sup>rd</sup> day of August, 2020.

ROLLING V RANCH WATER CONTROL  
AND IMPROVEMENT DISTRICT NO. 2  
OF WISE COUNTY



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Ross S. Martin,  
Proposed Attorney for the District

**SUPPLEMENTAL AGENDA**


**ROLLING V RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2  
OF WISE COUNTY**

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1. Consider, review and approve an Order Approving Engineer's Report and Calling Confirmation, Directors, Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, and Maintenance Tax Election to be held on Tuesday, November 3, 2020; and
2. Consider authorizing Notice of Election, and if timely, approval of a Contract for Election Services with Wise County, Texas.

ROLLING V RANCH WATER CONTROL AND  
IMPROVEMENT DISTRICT NO. 2 OF WISE  
COUNTY

  
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Ross S. Martin, Attorney

**ORDEN DEL DÍA SUPLEMENTARIO**

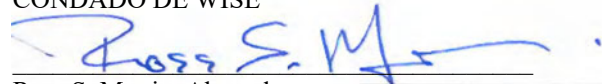
**DISTRITO NO. 1 DE CONTROL DE AGUAS Y MEJORAS DE ROLLING V RANCH  
DEL CONDADO DE WISE**

**A: EL JUNTA DE DIRECTORES DEL DISTRITO NO. 1 DE CONTROL DE AGUAS Y MEJORAS DE ROLLING V RANCH DEL CONDADO DE WISE Y A TODAS LAS DEMÁS PERSONAS INTERESADAS:**

Por la presente se da aviso, de conformidad con V.T.C.A., Código de Gobierno §551, que la Junta Directiva del Distrito No. 1 de Control de Aguas y Mejoras de Rolling V Ranch del Condado de Wise (el "Distrito") celebrará una reunión **el lunes, 10 de agosto de 2020, a las 12:00 del mediodía, exclusivamente por conferencia telefónica.** Cualquier miembro del público puede participar en esta reunión de forma remota marcando el **(888) 594-6783** e ingresando el código de acceso **2147455761#**. Se considerarán los siguientes asuntos:

1. Considerar y aprobar una Orden Aprobando el Informe del Ingeniero y Convocando a la Elección de Confirmación, Elección de Directores, Elección de Bonos de Servicios Públicos, Elección de Bonos de Refinanciación de Servicios Públicos, Elección de Bonos para Carreteras, Elección de Bonos de Refinanciación para Carreteras, y Elección de Impuesto de Mantenimiento que se celebrará el martes, 3 de noviembre de 2020; y
2. Considerar autorizar el aviso de elección y, si es oportuno, la aprobación de un acuerdo y contrato para servicios electorales con el Condado de Wise, Texas.

DISTRITO NO. 1 DE CONTROL DE AGUAS Y  
MEJORAS DE ROLLING V RANCH DEL  
CONDADO DE WISE

  
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Ross S. Martin, Abogado

NOTICE OF  
CONTINGENT FEE CONTRACT BY AND BETWEEN  
WINSTEAD PC AND  
ROLLING V RANCH WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2  
OF WISE COUNTY

Pursuant to Chapter 2254.1036, Texas Government Code, notice is hereby given that Rolling V Ranch Water Control and Improvement District No. 2 of Wise County (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 Monday, August 10, 2020, at 12:00 p.m. solely by telephone conference to mitigate the spread of COVID-19. The telephone conference meeting will be conducted in a transparent and accessible manner, pursuant to an Order of the Governor suspending certain requirements of the Texas Open Meetings Act. Any member of the public may participate in the meeting by dialing: (888) 594-6783; and entering passcode 214 745 5761#.

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 residents of Rolling V Ranch Water Control and Improvement District No. 2 of Wise County.