

## EAST LAKE HOUSTON MANAGEMENT DISTRICT

TO: THE BOARD OF DIRECTORS OF EAST LAKE HOUSTON MANAGEMENT DISTRICT AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given pursuant to Section 551 of the Texas Government Code, and the March 16, 2020 action of the Office of the Attorney General suspending certain requirements of Section 551, that the Initial Board of Directors of East Lake Houston Management District will conduct a special **Organizational Board Meeting** at **2:30 p.m.** on **Monday, February 8, 2021** by Zoom audio/video conference at:

<https://zoom.us/j/99640842161?pwd=VWxieXc2OVpaRkwwZnVXeDZudDRkdz09> for the purposes stated herein.

In an effort to mitigate the spread of COVID-19 and pursuant to the Proclamation dated March 13, 2020 by Governor Greg Abbott (declaring Texas to be in a State of Disaster) and associated Press Release dated March 16, 2020 from the Texas Attorney General's office (suspending certain requirements of the Texas Open Meetings Act), the District will be conducting this meeting by Zoom video conference. **Members of the public may join this meeting toll-free by dialing 1 346 248-7799 or 1 669 900-6833 (Meeting ID: 996 4084 2161 Password: 224324).** Electronic copies of Board meeting packets are available upon request by email to Ross Martin at [rmartin@winstead.com](mailto:rmartin@winstead.com).

1. Public communication and comments – no formal Board action will be taken;
2. Review and acknowledge Legislation (H.B. 3173), 85<sup>th</sup> Session of the Texas Legislature, (Regular Session) creating the District and appointing Initial Directors;
3. Qualify Directors and administer Statement of Officer forms and Oaths of Office;
4. Review insurance proposal and approve Directors and Officers Liability Insurance, Bonds and other insurance deemed appropriate at this time;
5. Elect Officers;
6. Hear Overview of the District and report on the status of the proposed development;
7. Consider and approve a Resolution Approving Contingent Fee Contract (see attached "Notice of Contingent Fee Contract by and between Winstead PC and the District") and authorize execution of such engagement letter/contract for legal services;
8. Consider and approve the engagement of Landev Engineers as engineer for the District and executed related agreement(s);
9. Consider and approve the engagement of Hilltop Securities, Inc. as financial advisor for the District and execute related agreement(s);
10. Adopt an Order Designating the Office Location and authorize publication of a Notice regarding same;
11. Consider and adopt Resolution Designating Posting of Meeting Notices for Meeting Notices posted within the District;

12. Consider and adopt Resolution Creating a website for the District;
13. Adopt District Seal;
14. Approve and authorize the filing of the District Information Form;
15. Review and approve the Order Adopting a Records Management Policy and Designating the official Records Manager;
16. Consider and act upon items in Supplemental Agenda with regard to proposed May 1, 2021 elections;
17. Discuss and confirm the next proposed meeting date;
18. The Board of Directors may go into Executive Session, if necessary and appropriate, pursuant to the applicable section of Subchapter D, Chapter 551, Texas Government Code Annotated (Texas Open Meetings Act), on any matter that may come before the Board. No action, decision or vote, may be taken on any subject matter unless such matter is specifically listed on the agenda for this meeting; and
19. Adjournment.

EXECUTED this 2<sup>nd</sup> day of February, 2021.

EAST LAKE HOUSTON MANAGEMENT DISTRICT



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Ross S. Martin, Winstead PC

NOTICE OF  
CONTINGENT FEE CONTRACT BY AND BETWEEN  
WINSTEAD PC AND EAST LAKE HOUSTON MANAGEMENT DISTRICT

Pursuant to Chapter 2254.1036, Texas Government Code, notice is hereby given that East Lake Houston 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 at 2:30 p.m. on Monday, February 8, 2021 by Zoom audio/video conference at: <https://zoom.us/j/99640842161?pwd=VWxieXc2OVpaRkwwZnVXeDZudDRkdz09>. In an effort to mitigate the spread of COVID-19 and pursuant to the Proclamation dated March 13, 2020 by Governor Greg Abbott (declaring Texas to be in a State of Disaster) and associated Press Release dated March 16, 2020 from the Texas Attorney General’s office (suspending certain requirements of the Texas Open Meetings Act), the District will be conducting this meeting by Zoom video conference. Members of the public were invited to join this meeting toll-free by dialing 1 346 248-7799 or 1 669 900-6833 (Meeting ID: 996 4084 2161 Password: 224324).

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 East Lake Houston Management District residents and taxpayers.

**SUPPLEMENTAL AGENDA**

**EAST LAKE HOUSTON MANAGEMENT DISTRICT**

TO: THE BOARD OF DIRECTORS OF EAST LAKE HOUSTON MANAGEMENT DISTRICT AND TO ALL OTHER INTERESTED PERSONS:

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1. Review and confirm receipt of Petition(s) Requesting Elections;
2. Review and approve an Order Calling Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, Maintenance Tax Election and Sales and Use Tax Election ("Election Order"), and authorize all required notices relating to such elections;
3. If timely, authorize the execution of a standard Agreement and Contract for Election Services with Harris County, to conduct the May 1, 2021 Elections and authorize such details to be finalized in said Election Order and, if necessary, authorize alternate form of election within the District, authorize issuance of notice to registered voters should electronic voting not be proposed to be provided and authorize updates to final form of such Election Order as deemed appropriate by legal counsel.

EXECUTED this 2<sup>nd</sup> day of February, 2021.

EAST LAKE HOUSTON MANAGEMENT DISTRICT



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Ross S. Martin, Winstead PC

## ORDEN DEL DÍA SUPLEMENTARIO

### DISTRITO DE ADMINISTRACIÓN DE EAST LAKE HOUSTON

A: LA JUNTA DIRECTIVA DEL DISTRITO DE ADMINISTRACIÓN DE EAST LAKE HOUSTON Y A TODAS LAS DEMÁS PERSONAS INTERESADAS:

Por la presente se da aviso, de conformidad con la Sección 551 del Código de Gobierno de Texas y la acción del 16 de marzo de 2020 de la Oficina del Fiscal General que suspende ciertos requisitos de la Sección 551, que la Junta Directiva Inicial del Distrito de Administración de East Lake Houston celebrará una **Reunión Organizativa de la Junta** especial a las **2:30 p.m.** el **lunes 8 de febrero de 2021** mediante audio-videoconferencia Zoom en:

<https://zoom.us/j/99640842161?pwd=VWxieXc2OVpaRkwwZnVXeDZudDRkdz09> para los fines aquí establecidos.

En un esfuerzo por mitigar la propagación de COVID-19 y de conformidad con la Proclamación del 13 de marzo de 2020 del Gobernador Greg Abbott (que declara que Texas está en un estado de desastre) y el Comunicado de Prensa asociado con fecha del 16 de marzo de 2020 de la oficina del Fiscal General de Texas (suspendiendo ciertos requisitos de la Ley de Asambleas Abiertas de Texas), el Distrito llevará a cabo esta reunión mediante videoconferencia Zoom. **Los miembros del público pueden participar en esta reunión sin cargo llamando al 1 346 248-7799 o al 1 669 900-6833 (ID de la reunión: 996 4084 2161 Contraseña: 224324).** Las copias electrónicas de los paquetes de reuniones de la Junta están disponibles a pedido por correo electrónico a Ross Martin en [rmartin@winstead.com](mailto:rmartin@winstead.com).

1. Revisar y confirmar la recepción de las Peticiones Solicitando Elecciones;
2. Revisar y aprobar una Orden Convocando a la 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, Elección de Impuesto de Mantenimiento y Elección para la Imposición de un Impuesto sobre Ventas y Uso (“Orden de Elección”) y autorizar todos los avisos requeridos relacionados con dichas elecciones;
3. Si es oportuno, autorizar la ejecución de un Acuerdo y Contrato de Servicios Electorales estándar con el Condado de Harris, para llevar a cabo las Elecciones del 1 de mayo de 2021 y autorizar los detalles que deben finalizarse en dicha Orden de Elección y, si es necesario, autorizar una forma alternativa de elección dentro del Distrito, autorizar la emisión de avisos a los votantes registrados en caso de que no se proponga que se proporcione la votación electrónica y autorizar las actualizaciones a la forma final de dicha Orden de Elección según lo considere apropiado el asesor jurídico.

FIRMADO este día 2 de febrero de 2021.

DISTRITO DE ADMINISTRACIÓN DE  
EAST LAKE HOUSTON

/s/

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Ross S. Martin, Abogado