

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF WILLIAMSON §

ROUND ROCK MUNICIPAL UTILITY DISTRICT NO. 1 §

The Board of Directors ("Board of Directors" or "Board") of Round Rock Municipal Utility District No. 1 (sometimes referred to herein as the "District") met in special session, open to the public, on the 11th day of February, 2021, by video 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, to-wit:

Mitchell Schwartz	President
William James Mosley	Vice President
Dwain K. Halm	Secretary
Tim B. Agee	Treasurer/Asst. Secretary
Moses Kim	Asst. Secretary

All members of the Board were present by video conference at the commencement of the meeting. All directors present at the time the vote was taken voted on all items that came before the Board. Also present by video conference were Scott Eidman, attorney, and Kimberly Studdard, legal assistant, of Winstead PC ("Winstead"), attorneys for the District; Justin Taack of Bott & Douthitt, PLLC ("Bott & Douthitt"), bookkeepers for the District; and Ronnie Moore of Carlson, Brigance & Doering, Inc. ("CB&D"), engineers for the District. Also present were Patrick Murphy, Matt Thompson, Shawn Kirkpatrick and John Zinsmeyer of KB Home Lone Star, Inc. ("KB Home"), representing the developer of lands within the District.

Scott Eidman explained a few guidelines for the video conference meeting regarding a request that each Board member confirm their name prior to making any motion or voting on such matters to ensure 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 communications and comments, however, none being heard, upon motion by Director Schwartz, seconded by Director Agee and unanimously carried, the Board closed the public communications and comments section of the meeting and moved on to the next item of business.

2. The Board confirmed receipt of the Minutes from the December 10, 2020 special Board meeting and upon motion by Director Schwartz, seconded by Director Halm, said minutes were unanimously approved.

3. With regard to the status of development in the District, Mr. Murphy noted that Phase 1 construction is moving along nicely and that the developer is hoping to begin paving by the end of February with model homes opening in May of 2021.

4. Next the Board reviewed CB&D's Engineer's Report for the period ending February 10, 2021 for construction and status of the one (1) construction project currently underway by Austin Engineering Company, Inc. ("Austin Engineering") for Salerno Phase 1 along with recommendations for related pay applications and change orders, which report is attached hereto as **EXHIBIT "A"**. By motion of Director Agee, seconded by Director Kim and unanimously carried, the following recommended CB&D payments under the stated construction contracts were unanimously approved:

Salerno Phase 1 contract with Austin Engineering:

Pay Application No. 6 (\$514,666.35);
Pay Application No. 7 (\$1,399,633.02);
Pay Application No. 8 (\$577,147.68);
Pay Application No. 9 (\$610,382.70);
Change Order No. 2 (\$100,674.96);
Change Order No. 3 (-\$812,120.00);
Change Order No. 4 (\$552,317.20); and
Change Order No. 5 (\$99,642.76).

The record shall reflect that copies of all approved pay applications and change orders are attached collectively as **EXHIBIT "B"**. Additionally, Mr. Moore noted that not all of the aforementioned items are reimbursable by the District, but since they are part of the Austin Engineering contract for Salerno Phase 1, those items were included for approval as well.

5. With regard to matters relating to discussions with Jonah Water Special Utility District ("Jonah") and the City of Round Rock ("City") as to customer billing arrangements for water, sewer and solid waste disposal services, Mr. Eidman noted that he had been in discussions with both Jonah and the City and that they were working out the specifics related to a Utility Billing Agreement to ensure all water, wastewater and trash services will be billed to customers on a single invoice rather than multiple invoices. Mr. Eidman noted no action was needed by the Board at this time but that he would continue to follow up with Jonah and the City to ensure timely delivery of said Utility Billing Agreement for the Board's consideration at a later date. Mr. Moore confirmed he had nothing further to add at this time.

6. With regard to a potential Professional Services Agreement ("Agreement") with Inframark, LLC with respect to operational services to be provided to the District, Mr. Eidman noted he is in receipt of a draft Agreement but that Winstead and KB Home are still in the process of reviewing said Agreement, and as is such, the Agreement would be presented to the Board at a later date.

7. Mr. Eidman then discussed with the Board the need to install entry signs identifying the District at the two main entrances into the District, as required by the Texas Commission on Environmental Quality ("TCEQ") and under Chapter 49 of the Texas Water Code, and that he anticipates Inframark will handle such installation should the Board move forward with engaging Inframark at a later date. Alternatively, it was noted that CB&D does have someone available for installation of said signs should the Contract with Inframark not be in place prior to needing the entry

signs installed. Mr. Moore noted it was likely a little early to install the signs given the fact that so much construction is currently underway and the signs would likely be damaged or knocked down if installed at this point. Mr. Eidman confirmed Mr. Moore's sentiments, noting the discussion concerning installation of entry signs identifying the District would be tabled until a later date.

8. Justin Taack then presented the Board with a Cash Activity Report, attached hereto as **EXHIBIT "C"**. Mr. Taack noted that expenditures to be considered included payment of directors' fees for the meeting that same day and Bott & Douthitt's quarterly accounting fee plus accounting fees for December 2020. Mr. Taack also noted that in between the December meeting and this meeting, checks were cut out of the District's Manager's Account for both 2020 payroll taxes and appraisal district fees for the first quarter. Additionally, it was noted that Bott & Douthitt would hold distribution of the aforementioned accounting fees until the developer funding request clears the bank. Upon motion by Director Schwartz, seconded by Director Halm, the Board unanimously approved said Cash Activity Report and disbursement of funds in accordance therewith.

9. The Board then discussed and confirmed a tentative next meeting date of Thursday, April 8, 2021 at 8:00 a.m., and it was noted that the meeting would likely occur in a similar video conference or telephonic format assuming the Governor renews his current Proclamation.

There being no further business to conduct, Director Halm moved that the meeting be adjourned, which motion was seconded by Director Kim, and unanimously approved, and the Board adjourned until the next scheduled meeting date.

APPROVED AND ADOPTED this 8th day of April, 2021.



Dwain K. Halm, Secretary
Board of Directors
Round Rock Municipal Utility District No. 1