

MINUTES OF MEETING  
OF THE  
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF TRAVIS §

SH130 MUNICIPAL MANAGEMENT DISTRICT NO. 1 §

The Board of Directors (the "Board" or "Board of Directors") of SH130 Municipal Management District No. 1 (sometimes referred to herein as the "District") met in special session, open to the public, on February 23, 2022 at 8108 N FM 973, Austin, Texas 78724, a designated office of the District, and the roll was called of the members of the Board to-wit:

Warren Hayes	President
Stephen Shang	Vice President
Jim Young	Secretary
Albert Hawkins	Treasurer/Asst. Secretary
Robert Walker	Asst. Secretary

All members of the Board were present in person at the commencement of the meeting, except Director Hayes whom joined the meeting via telephone conference and Director Hawkins whom joined the meeting just prior to item 6 herein. All directors present at the time a vote was taken voted on all items that came before the Board. Also present were Ross Martin (via teleconference) and Matt McPhail of Winstead PC ("Winstead"), attorneys for the District, and Keith Young of Doucet & Associates ("Doucet & Associates"), engineers for the District. Additionally, Aundre Dukes, board member for the Texas Essential Housing Public Facility Corporation ("TEHPFC), and related public facility corporations, as well as Kristinn Massay, member of the public, and Randy Moshier of Frost Bank, potential financial advisor for the District, were in attendance.

1. The Board called for public communications and comments, however, none being heard, the Board moved on to the next item of business.

2. The Board then confirmed receipt of the Minutes from the January 11, 2022 special Board meeting, and upon motion by Director Shang, seconded by Director Young, said minutes were unanimously approved.

3. The Board then discussed a Human Resources Policy and related Employee Handbook ("Handbook"), a copy of which is attached hereto as **Exhibit "A"**, for the hiring of District employees, and Director Walker posed the question as to whether or not this was a standard modern employee handbook. Mr. Dukes stated he believed the Handbook to be in good form, and it was noted that the Handbook was adopted from a handbook previously used by the TEHPFC counsel. After a brief discussion, and upon motion by Director Shang, seconded by Director Walker,

the Board unanimously approved the adoption of the Handbook as well as a related Human Resources Policy for the hiring of District employees.

4. The Board then moved to item 10 on the agenda, and it was noted that there was not a representative from the bookkeeping firm, Bott & Douthitt, present at the meeting. Mr. Martin briefly reviewed a Cash Activity Report and related payments received by Bott & Douthitt, noting fund balances to date. Director Shang stated the title of the Cash Activity Report appeared to reflect the wrong date, and after a brief discussion, and upon motion by Director Walker, seconded by Director Young, the Board unanimously approved the Cash Activity Report and payment of director and vendors fees, as reflected therein.

5. With regard to a discussion regarding the hiring of a potential Executive Director for the District, there was a motion by Director Shang to enter into Executive Session, which was seconded by Director Walker and unanimously carried, thus prompting the start of Executive Session at 11:25 a.m. The record shall reflect all consultants, with the exception of the District's attorney, as well as members of the public left the room at this time. The record shall also reflect Director Hawkins entered the meeting at this time.

6. Following such Executive Session and upon return of all consultants and members of the public, the Board reconvened in public session at 11:55 a.m. The Board confirmed that in such Executive Session they had discussed in depth the proposed hiring of Aundre Dukes as Executive Director for the District, and upon motion by Director Shang, seconded by Director Young, the Board unanimously approved the hiring of Mr. Dukes as Executive Director for the District, and authorized the Board President or another Board member in the Board President's absence to finalize the terms of the Employment Contract for Mr. Dukes, as discussed in Executive Session.

7. With regard to development-related matters and approved development deals for the TEHPFC, Mr. Dukes noted projects in the District continue to move forward, and that there are currently 36 pending deals in the pipeline, with 5 deals recently dropping off, and an additional 5 deals in discussions. Additionally, Mr. Dukes noted there are currently 11 off-market deals in development which will likely close and bring significant revenue to the District.

8. The Board discussed setting a regular meeting date moving forward and possible adoption of a Resolution Establishing District's Regular Monthly Meeting Date, which reflected a potential regular meeting date and time as the third Wednesday of every month at 1:00 p.m., and after a brief discussion, Director Young requested a 12:30 start time to avoid a potential conflict in his existing schedule. Upon motion by Director Shang, seconded by Director Walker, the Board unanimously approved the Resolution Establishing District's Regular Monthly Meeting Date with the slight change in time from 1:00 p.m. to 12:30 p.m.

9. With regard to existing bookkeeping services, including any new service agreements needed, there was a discussion as to additional bookkeeping services needed to assist the District outside of those services currently being provided by Bott & Douthitt. Director Shang posed the question as to whom the bookkeeper directly reports to, and Mr. Martin noted that the bookkeeper reports to the Board in addition to working with the Executive Director for this particular District. There was not a proposal or contract for review by the Board at such time, and after a brief discussion, and upon motion by Director Hawkins, seconded by Director

Young, the Board unanimously approved authorization for the Board President, or the Vice President in the President's absence, to enter into a bookkeeping services agreement with a term not to exceed 60 days.

10. Mr. Martin noted the next regular meeting date would be March 16, 2022, which it was noted would fall during the SXSW festival, so it was recommended the Board meet outside of downtown Austin at one of their previously approved meeting locations, and there being no further business to conduct, Director Walker moved that the meeting be adjourned, which motion was seconded by Director Young, and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 16<sup>th</sup> day of March, 2022.



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Jim Young, Secretary  
Board of Directors  
SH130 Municipal Management District No. 1

