

MIDLOTHIAN MUNICIPAL MANAGEMENT DISTRICT NO. 3

TO: THE BOARD OF DIRECTORS OF MIDLOTHIAN MUNICIPAL MANAGEMENT DISTRICT NO. 3 AND TO ALL OTHER INTERESTED PERSONS:


Notice is hereby given pursuant to Chapter 551, Texas Government Code, that the Board of Directors of Midlothian Municipal Management District No. 3 (“District”) will hold a public meeting on Tuesday, September 27, 2022, at 1:30 pm at 320 Hawkins Run, Suite 3, Midlothian, Texas 76065, for the following purposes:

1. Public communications and comments;
2. Hear overview of District and report on status of proposed development;
3. Review and accept resignation of General Counsel and Bond Counsel to the District and consider and approve engagement of Winstead PC as General Counsel and Bond Counsel to the District;
4. Consider review and approve engagement letter for contingent legal services for the District, and adopt Resolution Approving Contingent Fee Contract;
5. Consider and approve bookkeeper’s report, including financial and investment reports, authorization of the payment of invoices presented, and ratification of out-of-pocket costs;
6. Consider, review and adopt Order Approving Records Management Policy and Designating Records Manager;
7. Consider, review and acceptance of engineer’s report, and take any action necessary or appropriate;
 - a. Status of construction projects within the District;
 - b. Consider authorizing preparation of construction plans/specifications for water, sewer, drainage, paving and recreational facilities or repair/modification of existing facilities;
 - c. Consider approval/ratification of construction plans and specifications;
 - d. Consider approval/ratification of advertising for bids for contract(s);
 - e. Consider approval/ratification of award of construction contract;
 - f. Consider approval/ratification of contractor pay estimates, change orders and engineering fee statements;
 - g. Consider acceptance of certificate of completion; authorize final acceptance of facilities; and
 - h. Consider approval/ratification of repair and/or maintenance of District facilities.
8. Approve and authorize filing of Amended District Information Form;
9. Discuss tentative date for next meeting; and
10. Adjournment.

The Board of Supervisors 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 21ST day of September, 2022.

MIDLOTHIAN MUNICIPAL MANAGEMENT
DISTRICT NO. 3



Ross S. Martin, Proposed Attorney for the District

NOTICE OF
CONTINGENT FEE CONTRACT BY AND BETWEEN
WINSTEAD PC AND
MIDLOTHIAN MUNICIPAL MANAGEMENT DISTRICT NO. 3

Pursuant to Chapter 2254.1036, Texas Government Code, notice is hereby given that Midlothian Municipal Management District No. 3 (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 Tuesday, September 27, 2022, at 1:30 p.m. at 320 Hawkins Run, Suite 3, Midlothian, Texas 76065.

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 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 a 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 Midlothian Municipal Management District No. 3.