

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

The Board of Directors (the "Board") of Rockwall County Municipal Utility District No. 8 (the "District") met in special session by audio conference, open to the public, on Thursday, September 24, 2020 at 12:00 noon.

Ms. Sarah Landiak, General and Bond Counsel for the District, announced that the Meeting would be conducted by audio conference to mitigate the spread of COVID-19. Ms. Landiak confirmed that Meeting participants will observe guidance provided by the Texas Attorney General's office to suspend certain requirements of the Texas Open Meetings Act. Ms. Landiak next stated that (i) Notice of the Meeting was given in accordance with Chapter 551, Government Code, and Chapter 49, Texas Water Code, as amended by the Governor's order and Attorney General's guidance; (ii) the Meeting was being conducted in a transparent and accessible manner; (iii) Meeting packets were distributed to all participants, and made available to the public; and (iv) the Meeting would be recorded, and available for electronic distribution upon request.

The roll was called of the members of the Board to-wit:

James Donald Parker	President
Russell Berry	Vice President
Ginger Bramlett	Secretary
Linda Nelson	Treasurer/Assistant Secretary
Renee Espinoza	Assistant Secretary

All Directors were present at the commencement of the meeting with the exception of Director Nelson. Also participating were: Mr. Thomas Freed of Scarborough Lane Development, the developer representative; Mr. Ryan Nesmith of Robert W. Baird & Co.; Mr. Casey Ross, P.E., CFM of Kimley-Horn and Associates, Inc. ("Kimley-Horn"); Ms. Kathleen Martinez of Dye & Toverly, LLC ("D&T"); and Ms. Sarah Landiak, attorney, and Ms. Genny Lutzel, paralegal, each of Winstead PC.

1. The meeting was called to order at 12:00 pm.
2. Public Communication and Comment. The meeting was opened for public communication and comment. Hearing none, Director Parker moved that the Board close the public communication and comment session of the meeting. Director Espinoza seconded said motion, which carried unanimously.
3. Minutes of August 28, 2020 Board of Directors Meeting. Following a discussion, Director Bramlett moved that the Board approve the Minutes of the August 28, 2020 meeting, as transcribed. Director Berry seconded said motion, which carried unanimously.
4. Open Public Bids, Award Sale of \$4,990,000 Unlimited Tax Utility Bonds, Series 2020 ("Series 2020 Utility Bonds"). Mr. Nesmith reported submittal and receipt of four qualified in connection with the sale of the District's Series 2020 Utility Bonds. Mr. Nesmith next reviewed with the Board copies of the Bid Results Report, a copy of which is attached hereto as Exhibit "A",

and recommended that the Board award the bid to RBC Capital Markets at an interest rate of 2.937233%. Following a discussion, Director Parker moved that the Board award the bid for Series 2020 Utility Bonds to RBC Capital Markets. Director Espinoza seconded said motion, which carried unanimously.

5. Approve and Authorize Execution of Documents for the Series 2020 Utility Bonds. Ms. Landiak presented to and reviewed with the Board copies of (i) an Order Authorizing the Issuance of \$4,990,000 Rockwall County Municipal Utility District No. 8 Unlimited Tax Utility, Series 2020; (ii) Paying Agent/Registrar Agreement designating Regions Bank as the paying agent/registrar; (iii) General and No-Litigation Certificate; and (iv) Representation letter from McCall Gibson Swedlund Barfoot PLLC. Next, Ms. Landiak discussed timing for redemption of the District's Bond Anticipation Note ("BAN") held by Central Bank. Following a discussion, Director Bramlett moved that the Board (i) authorize redemption of the District's BAN; (ii) approve all instruments in connection with the Series 2020 Utility Bond issue; and (iii) authorize the Board President to execute, and the Board Secretary to attest to same. Director Berry seconded said motion, which carried unanimously.

6. Authorize Submission of Transcript of Proceedings to the Texas Attorney General; confirm next Board meeting date in advance of bond closing for approval of an Agreed-Upon Procedures Report ("AUP"), and take any action as may be necessary. Mr. Nesmith discussed the proposed closing date for the Series 2020 Utility Bonds, and related AUP Report in connection with the bond closing scheduled for October 27, 2020. Following a discussion, Director Espinoza moved that the Board (i) authorize submission of the Transcript of Proceedings for the Series 2020 Utility Bonds to the office of the Texas Attorney General; (ii) schedule the next Board meeting date for October 23, 2020 at 12:00 noon; and (iii) authorize McCall Gibson Swedlund Barfoot PLLC to prepare an AUP Report for review at the next meeting of the Board of Directors. Director Bramlett seconded said motion, which carried unanimously.

7. Consider approval of Engagement Letter with Arbitrage Compliance Specialists, Inc. ("ACS") in connection with arbitrage report for Series 2020 Utility Bonds. Ms. Landiak presented to and reviewed with the Board copies of an engagement letter from ACS, a copy of which is attached hereto as Exhibit "B". Following a discussion, Director Berry moved that the Board (i) approve the engagement letter from ACS for arbitrage services; and (ii) authorize the Board President to execute same. Director Bramlett seconded said motion, which carried unanimously.

8. Engineer's Report. Mr. Ross reviewed with the Board copies of an Engineer's Report dated September 24, 2020, a copy of which is attached hereto as Exhibit "C". Mr. Ross summarized the status of construction projects currently underway within the District, noting that paving work is currently underway within Woodcreek Phase 5B, and utility improvements are underway in Woodcreek Phase 8C.

Next, Mr. Ross requested Board approval for the following Change Orders and Pay Estimates prepared by Rey-Mar for utility improvements in Woodcreek Phase 8C: (i) Change Order No. 1 in the amount of \$5,025.90; and (ii) Pay Application No. 1 in the amount of \$211,171.70. Following a discussion, Director Parker moved that the Board approve Change Order No. 1, and Pay Application No. 1 as recommended by the District Engineer. Director Berry seconded said motion, which carried unanimously.

Next, Mr. Ross requested Board approval for the following Pay Estimate No. 1 in the amount of \$11,800.00 prepared by Glenn Thurman, Inc. Following a discussion, Director Parker moved that the Board approve Pay Estimate No. 1 as recommended by the District Engineer. Director Berry seconded said motion, which carried unanimously.

9. Developer's Report. Mr. Freed summarized the status of utility improvements within the District, noting that paving improvements will soon be underway. No formal action was taken by the Board.

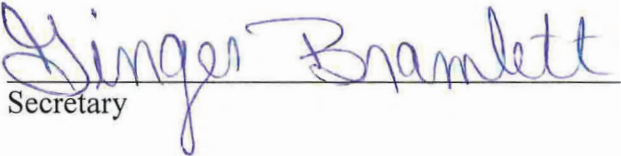
10. Bookkeeping Report. Ms. Martinez reviewed with the Board copies of a Bookkeeper's Report dated September 24, 2020, a copy of which is attached hereto as Exhibit "D". Following a discussion, Director Bramlett moved that the Board (i) approve the bookkeeping report, (ii) authorize payment of bills presented by checks drawn on the District's accounts as listed thereon; and (iii) authorize the bookkeeper to sign disbursements on behalf of the Board of Directors of the District pursuant to Section 49.151(a), Texas Water Code, noting that said authorization would terminate upon motion of the Board when the declared State of Disaster ceases. Director Berry seconded said motion, which carried unanimously.

11. Review and approve annual renewal of insurance and bonds. Ms. Landiak presented to and reviewed with the Board copies of a premium summary for the District's insurance renewal, a copy of which is attached hereto as Exhibit "E". Following a discussion, Director Parker moved that the Board approve the renewal of the District's insurance policy, as presented. Director Berry seconded said motion, which carried unanimously.

12. Adjourn. There being no further business to conduct, Director Bramlett moved that the meeting be adjourned at 12:27 p.m., and until further call. Director Berry seconded said motion, which carried unanimously.

APPROVED AND ADOPTED this 23rd day of October, 2020.




Secretary