

PRAIRIE VIEW MUNICIPAL MANAGEMENT DISTRICT NO. 1

TO: THE TEMPORARY BOARD OF DIRECTORS OF PRAIRIE VIEW MUNICIPAL MANAGEMENT DISTRICT NO. 1 AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given pursuant to V.T.C.A., Government Code §551, that the temporary Board of Directors of Prairie View Municipal Management District No. 1 (“District”) will hold an organizational meeting on Friday, July 28, 2023, at 11:00 am. within the boundaries of the District at 2100 FM 1912, Amarillo, Texas 79118. The Board will discuss and, if appropriate, act upon the following items:

1. Review and acknowledge legislation creating the District;
2. Hear developer’s report on proposed development and overview of District;
3. Consider and review Conflict of Interest Questionnaire for local governmental officials;
4. Qualify temporary Directors and administer statement of officer forms and oaths of office, and discuss government training pursuant to Chapter 551 of the Texas Government Code;
5. Elect officers;
6. Review insurance proposal and approve placement of directors and officers liability insurance, bonds and other insurance deemed appropriate;
7. Consider review and approve engagement letter for general and bond counsel services for the District, and adopt Resolution Approving Contingent Fee Contract;
8. Consider and approve engagement of engineer for the District and execute related agreement;
9. Consider and approve engagement of financial advisor to the District and execute related agreement;
10. Consider and approved engagement of District administrator to the District and execute related agreement;
11. Consider and approve engagement of bookkeeper for the District and execute related agreements and approve necessary authorizations;
12. Consider and designate depository bank and authorize the operating account and execution of required account documents, including signature cards and related bank resolutions, and adopt Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds;
13. Consider and approve bookkeeper’s report, including authorizing the payment of invoices presented;
14. Consider, review and approve Agreement for the Construction of Improvements and Reimbursement of Advances by and between the District and Producer Owned Beef LLC;
15. Adopt District Seal;

16. Consider and accept from majority landowners within the boundaries of the District a Request for Hearing on the Advisability of Proposed Improvements and Proposed Method of Assessments and authorize District consultants to take any action necessary on such Request;
17. Consider and approve Resolution Setting Public Hearing on the Advisability of Proposed Improvements and Proposed Method of Assessment and authorize publication and mailing of notice of such hearing;
18. Consider and review Order Adopting Electronic Bidding Rules;
19. Consider and adopt Amended Order Adopting an Investment Policy and Appointing an Investment Officer;
20. Consider, review and adopt Order Designating Office Locations Outside the District and authorize publication of Notice of same;
21. Consider, review and adopt Resolution Designating Posting of Meeting Notices for meeting notices posted within the District;
22. Consider, review and approve District Information Form, and authorize filing of same;
23. Consider, review and adopt Order Adopting Code of Ethics, Travel Expense Policy, Policies and Procedures for Selection and Review of Consultants, Policies Concerning Use of Management Information including the formation of an Audit Committee, Fees of Office and Selection of Fiscal Year-End;
24. Consider, review and adopt Order Approving Records Management Policy and Designating Records Manager;
25. Consider any other matters that may come before the Board and take any action necessary or appropriate;
26. Adjournment.

The Board of Directors 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 24th day of July, 2023.

PRAIRIE VIEW MUNICIPAL
MANAGEMENT DISTRICT NO. 1



Ross S. Martin,
Proposed Attorney for the District

NOTICE OF
CONTINGENT FEE CONTRACT BY AND BETWEEN
WINSTEAD PC AND
PRAIRIE VIEW MUNICIPAL MANAGEMENT DISTRICT NO. 1

Pursuant to Chapter 2254.1036, Texas Government Code, notice is hereby given that Prairie View Municipal Management District No. 1 (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 Friday, July 28, 2023, at 11:00 am. within the boundaries of the District at 2100 FM 1912, Amarillo, Texas 79118.

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 residents of Prairie View Municipal Management District No. 1.