

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTY OF HAYS §

ANTHEM MUNICIPAL UTILITY DISTRICT §

The Board of Directors (the "Board" or the "Board of Directors") of Anthem Municipal Utility District (also sometimes referred to herein as the "District") met in regular session at 805 Las Cimas Parkway, Building 3, Suite 310, Austin, Texas, a designated office of the District outside the boundaries of the District on June 14, 2023, and the roll was called of the members of the Board to-wit:

Brandon Brydson	President
Matt Jacobs	Vice President
Andrew Schreck	Secretary
Tammy Weber	Treasurer/Asst. Secretary
Eric B. Storm	Assistant Secretary

All members of the Board were present at the commencement of the meeting except Director Jacobs and Director Schreck. The record shall reflect Director Schreck entered the meeting under item 3 herein. All directors present at the time a vote was taken voted on all items that came before the Board. Also present were Andy Barrett of Barrett & Associates, PLLC ("Barrett & Associates"), attorney for the District, Kimberly Studdard, paralegal, of Winstead PC ("Winstead"), bond counsel for the District, Hank Smith with Atwell, LLC ("Atwell"), engineers for the District, Justin Taack with Bott & Douthitt, PLLC ("Bott & Douthitt"), bookkeepers for the District, and William Abshire and Cody Abshire of Capital Area Utility Management, LLC ("CAUM"), operations firm for the District. In addition, Clark Wilson and Bradley Wilson representing Kyle 150, LP, a current owner and developer of the land within the District, were in attendance as well.

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 Minutes from the Board's May 10, 2023 regular meeting were presented for review and approval. Following a motion by Director Brydson, seconded by Director Weber and unanimously carried, said Minutes were approved as written.

3. With regard to a developer's report, Clark Wilson noted that all construction projects underway by Kyle 150, LP are complete, including Phase 4. It was noted that there continues to be a delay in power due to a switch gear that is needed by Pedernales Electric Cooperative ("PEC") and that Mr. Wilson and his team continue to be in discussions with PEC regarding same. Additionally, it was noted that Mr. Wilson continues discussions with the City of Kyle with regard to the Easement and Fence Maintenance Agreement previously approved by the Board. The record shall reflect Director Schreck entered the meeting at this time.

4. The Board then reviewed Atwell's June 14, 2023 Engineer's Summary for construction and status of the separate construction projects currently underway along with recommendations for related pay applications and change orders, as applicable. By motion of Director Weber, seconded by Director Brydson and unanimously carried, the following recommended Atwell pay applications under the stated construction contracts were unanimously approved:

Anthem Phase 4 contract with CC Carlton:
Pay Application No. 13 (\$570,418.76).

Freedom Phase 1A and 2 contract with CC Carlton:
Pay Application No. 1 (\$1,198,324.35).

The record shall reflect that copies of all approved pay applications are collectively attached hereto as **EXHIBIT "A"**.

5. The Board was then presented with an Amendment to the existing Legal Services Agreement with Barrett & Associates, PLLC, a copy of which is attached hereto as **EXHIBIT "B"**, and it was noted that Mr. Barrett is seeking a slight increase in his hourly rate since such rates had not been adjusted in some time, and the proposed rate is in line with current market rates for similar legal services. After a brief discussion, and upon motion by Director Schreck, seconded by Director Storm, the Board unanimously approved the Amended Legal Services Agreement with Barrett & Associates, PLLC.

6. With regard to the attorney's report, Mr. Barrett noted he had nothing further to add at such time.

7. Ms. Studdard confirmed an evergreen engagement of Arbitrage Compliance Specialists, Inc. as relates to arbitrage compliance requirements on prior bond issues, and as was discussed during the prior month's meeting, and no additional action was needed with regard to same.

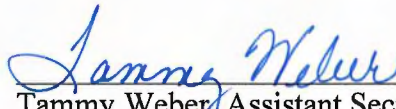
8. The Board moved to the June 14, 2023 Accounting Report, and it was noted that action was needed by the Board related to director and vendor payments as well as a fund transfer in the amount of \$29,055.86 from the District's TexPool Operating Account to the Cadence Bookkeeper's Account to cover District expenses. Additionally, it was noted that second quarter appraisal district fees were paid in between meetings and that Director Jacobs check would be voided in light of his absence at the meeting that day. Upon motion by Director Brydson, seconded by Director Storm, the Board unanimously approved the Accounting Report and disbursement of funds, transfers and payments in accordance therewith.

9. Mr. Abshire then discussed with the Board an Operations Report dated June 6, 2023, and Mr. Abshire noted they visited the four existing ponds on May 10, 2023 and mowed detention ponds, as scheduled, the following day. It was noted that they continue to monitor erosion repair on Pond 1A East and that no maintenance is currently needed with regard to street lights or ponds throughout the District. Upon motion by Director Brydson, seconded by Director Weber, the Operations Report was unanimously approved.

10. The Board confirmed their next regular meeting date as July 12, 2023, and there being no further business to conduct, Director Storm moved that the meeting be adjourned, which motion was seconded by Director Weber and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 12th day of July, 2023.





Tammy Weber, Assistant Secretary
Board of Directors
Anthem Municipal Utility District