

PRAIRIE OAKS MUNICIPAL UTILITY DISTRICT OF DENTON COUNTY

TO: THE BOARD OF DIRECTORS OF PRAIRIE OAKS MUNICIPAL UTILITY DISTRICT OF DENTON COUNTY AND TO ALL OTHER INTERESTED PERSONS:

Notice is hereby given pursuant to V.T.C.A. Government Code, Section 551, that the Board of Directors of Prairie Oaks Municipal Utility District of Denton County (“District”) will hold a special meeting on **Thursday, October 19, 2023 at 12:00 noon at 2728 N. Harwood Street, Suite 500, Dallas, Texas 75201**, a meeting place located outside the boundaries of the District, for the following purposes:

1. Call to order;
2. Public comment and communications;
3. Consider review and approve meeting minutes of August 25, 2023;
4. Consider resignation and appointment of Director(s) and take any action necessary or appropriate, including review and adoption of Order related to same;
5. Qualify Director(s) and administer statement of officer forms and oaths of office, and discuss government training pursuant to Chapter 551 of the Texas Government Code;
6. Consider reorganization of the Board of Directors;
7. Review and acknowledge Financial Advisor’s MSRB G-42;
8. Review and approve Plan of Finance for the Issuance of Unlimited Tax Road Bonds, Series 2023;
9. Review and acknowledge Financial Advisor’s Official Statement Letter for the Unlimited Tax Road Bonds, Series 2023;
10. Review and approve forms of the Unlimited Tax Road Bonds, Series 2023 Notice of Sale and Preliminary Official Statement;
11. Set time and date for issuance of Unlimited Tax Road Bonds, Series 2023;
12. Consider review and approve engagement letter for disclosure counsel services for the District, and adopt Resolution Approving Contingent Fee Contract;
13. Consider review and acceptance of engineer’s report, and the taking of any action in connection therewith;
 - a. Status of construction projects;
 - b. Consider authorizing preparation of construction plans and specifications;

- c. Consider approval of construction plans and specifications;
 - d. Consider approval of advertising for bids for contract(s);
 - e. Consider approval of award of construction contract(s);
 - f. Consider review and accept easements;
 - g. Consider approval of contractor pay estimates/engineering fee statements; and
 - h. Consider acceptance of completion, authorize final acceptance of facilities
14. Review and approve bookkeeping report, and take any action on related matters including adoption of operating budget; quarterly investment reports; investment recommendations, new account related matters, authorize release of checks;
15. Hear report from developer and take any action in connection with plat approval, reimbursement agreements or assignments thereunder, or other development related items;
16. Discuss tentative date for next Board meeting; and
17. Adjournment.

EXECUTED this 12th day of October, 2023.



PRAIRIE OAKS MUNICIPAL UTILITY
DISTRICT OF DENTON COUNTY

A handwritten signature in blue ink, appearing to read 'Ross S. Martin', written over a horizontal line.

Ross S. Martin,
Attorney for the District

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.

Notice of Contingent Fee Legal Services Contract

Prairie Oaks Municipal Utility District of Denton County (the "District") requires the assistance of outside legal counsel in carrying out its responsibilities related to the issuance of the District's municipal securities and other related matters from time to time. Pursuant to Section 2254.102(e) of the Texas Government Code, as amended (the "Contingent Fee Act"), the District is required to provide written notice to the public stating certain criteria in connection with the engagement of legal counsel to be paid in accordance with a contingent fee legal services agreement (the "Contract"). This notice is given in accordance with the Contingent Fee Act. This notice relates to the engagement of McCall, Parkhurst & Horton L.L.P. ("Outside Counsel") as disclosure counsel to the District.

The District is pursuing the issuance and sale of municipal securities and may pursue other debt obligations from time to time. In that regard, the District requires the representation of Outside Counsel for the purpose of providing legal representation to the District in the area of federal securities law pertaining to the issuance of such public securities, and for achieving an efficient and lawful issuance of municipal securities and other debt obligations by the District from time to time. Outside Counsel is a well-qualified law firm with more than 100 years of experience and has represented numerous entities similar to the District in matters relevant to the Contract. The District has not engaged Outside Counsel for previous matters. The District cannot adequately perform the legal services with attorneys and supporting personnel of the District because the District does not employ in-house counsel and, due to the state law complexity and federal law intricacies relating to the issuance of public securities, engagement of Outside Counsel is necessary for the issuance of municipal securities. The District has found that the attorneys or law firms with experience in matters relevant to the Contract do not perform their legal services on an hourly basis; rather, such attorneys and law firms are engaged and are paid only to the extent such attorney or law firm completes the matters relevant to the Contract on behalf of the District. It is in the best interest of the residents, taxpayers and/or ratepayers of the District for the District to engage Outside Counsel on a contingency basis because of the nature of the transaction for which the legal services will be obtained, and, moreover, the District wishes to preserve its right to discontinue the transaction that is the subject of the Contract for any reason (financial or otherwise) at no expense to the District.