

MINUTES OF MEETING
OF THE
BOARD OF DIRECTORS

THE STATE OF TEXAS §

COUNTIES OF TRAVIS AND CALDWELL §

OATMAN HILL MUNICIPAL UTILITY DISTRICT §

The Board of Temporary Directors (the “Board” or the “Board of Directors”) of OATMAN HILL MUNICIPAL UTILITY DISTRICT (also sometimes referred to herein as the “District”) met in special session, accessible to the public, at 10210 Bock Road, Buda, Texas 78610 on August 3, 2023 at 11:30 a.m., and the roll was called of the members of the Board to-wit:

Laura Childers Cline	President
Vacant	Vice-President
Brian Cox	Secretary
Alfred Vallejo	Assistant Secretary
Doug Gaul	Assistant Secretary

All members of the Board were present at the commencement of the meeting. All directors present at the time a vote was taken voted on all items that came before the Board. Also present were Rob Killen, Jakob Weissler and Nuriddin Kalam of Killen Griffin and Farrimond, PLLC (“KGF”), Vicki Hahn, paralegal, of Winstead PC (“Winstead”), Miranda Jennings of Pape-Dawson Engineers, Inc. (“Pape-Dawson”), John Dierksen and Lynnan Cowan representing the owners, Bill Baumgardner and Chris McCluskey representing Van Trust, a potential investor and master developer. In addition, Carolyn A. Bryant, proposed director attended the meeting.

1. Public Comment: Mr. Killen called for public comment. Hearing none, the Public Comment session was closed and the Board proceeded to the next item of business.

2. Meeting Minutes: The Minutes from the Board's November 30, 2022 Meeting were presented for review and approval. Following a motion by Director Cox, seconded by Director Childers Cline and unanimously carried, said Minutes were approved as written.

3. Potential Director: Consideration was given to the vacancy on the Board of Directors. Mr. Killen confirmed that Carolyn Bryant is qualified to serve on the Board. Ms. Bryant introduced herself to the Board and discussed her background.

4. Order Appointing Director: The Board reviewed the Order Appointing Director. Following a discussion, Director Vallejo moved that the Board appoint Ms. Bryant as a Director. Director Gaul seconded said motion, which carried unanimously.

5. Oath of Office and Statement of Officer: The Board confirmed that Mr. Vallejo and Ms. Bryant were administered the Oath of Office and executed the Statement of Officer.

6. Election of Officers: The next business to be addressed was the election of a President, Vice-President, Secretary, and Assistant Secretaries for the Board of Directors as provided by law. Following a full discussion and motion by Director Childers Cline, seconded by Director Cox and unanimously carried, the following slate of officers was elected:

Laura Childers Cline	President
Doug Gaul	Vice-President
Brian Cox	Secretary
Alfred Vallejo	Assistant Secretary
Carolyn A. Bryant	Assistant Secretary

7. Developer's Report: Mr. Baumgardner of Van Trust introduced himself to the Board and gave some background on Van Trust. He mentioned that Van Trust is performing their due diligence with respect to investing in the District and if they do invest, they will become the master developer. Mr. Baumgardner presented the preliminary concept plan noting that the concept plan will evolve. The Board then discussed the Developer Reimbursement Agreement. Director Childers Cline stated that she believes it is too early to sign a Developer Reimbursement Agreement considering that the developer has not purchased the land in the District yet. Mr. Killen explained that no funds would be reimbursed to the developer until there is value on the ground and at that point, the developer will own the land. Director Cox agreed with Director Childers Cline that he does not want to approve a Developer Reimbursement Agreement until the developer has purchased the land. The Board then discussed that Van Trust would ultimately be the master developer of the District and questioned why the District would enter into a developer Reimbursement Agreement with Mr. Jones if Van Trust will ultimately be the developer. Mr. Killen explained that the Developer Reimbursement Agreement would be assigned from Mr. Jones to Van Trust. Upon motion by Director Gaul, seconded by Director Vallejo and unanimously carried, the Board tabled the discussion on the Developer Reimbursement Agreement until the November Board meeting.


8. Supplemental Agenda: The Board considered and reviewed the proposed Order Calling Confirmation, Director, Road District Powers Election and Approving Engineering Reports, and Calling Utility Bond Election, Utility Refunding Bond Election, Road Bond Election, Road Refunding Bond Election, Park and Recreational Facilities Bond Election, Park and Recreational Facilities Refunding Bond Election, and Maintenance Tax Election, a copy of which is attached hereto as Exhibit "A". Ms. Jennings stated that Pape Dawson had reviewed the land use plan in detail and prepared the bond issuance report. Following a full discussion and motion by Director Gaul, seconded by Director Childers Cline and unanimously carried, the Board approved said Order and authorized Notice of such election be given, as provided by law. Mr. Killen then discussed the need to enter into Election Service Agreements and Joint Election Agreements with Travis County and Caldwell County for the November 7, 2023 Election (the "Election Agreements"). Upon motion by Director Gaul, seconded by Director Bryant and unanimously carried, the Board authorized entering into the Election Agreements.

9. Order Designating Office Locations: The Board reviewed the Amended Order Designating Offices Outside the District. It was noted that, for the convenience of the Directors, future meetings would be held at the San Marcos Conference Center at the Embassy Suites by Hilton, 1001 E. McCarty Lane, San Marcos, Texas. Upon motion by Director Cox, seconded by Director Vallejo and unanimously carried, the Board adopted the Amended Order Designating Offices Outside the District.

10. Calendaring: The next Board Meeting will be held on November 13th.

11. There being no further business to conduct, Director Gaul moved that the meeting be adjourned, which motion was seconded by Director Bryant, and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 13th day of November, 2023.



Brian Cox, Secretary
Board of Directors



THE STATE OF TEXAS

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COUNTIES OF TRAVIS AND CALDWELL

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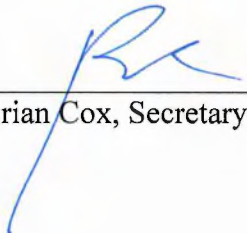
OATMAN HILL MUNICIPAL UTILITY DISTRICT

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I, the undersigned Secretary of the Board of Directors of OATMAN HILL MUNICIPAL UTILITY DISTRICT, certify that the attached and foregoing is a true and correct copy of the August 3, 2023 Minutes of the Meeting of the Board of Directors of the District; the original of said Minutes of which is on file in the District's office.

WITNESS MY HAND AND THE OFFICIAL SEAL OF THE DISTRICT this 13th day of November, 2023.





Brian Cox, Secretary