

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 special 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 December 12, 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 with Director Weber attending via video conference. All directors present in person 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, William Abshire and Cody Abshire of Capital Area Utility Management, LLC ("CAUM"), operations firm for the District, and Alex Stachow with McGrath and Co., PLLC ("McGrath"), the District's auditor, via teleconference. In addition, Clark Wilson representing Kyle 150, LP, a current owner and developer of the land within the District, was 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 November 8, 2023 regular meeting were presented for review and approval. Following a motion by Director Schreck, seconded by Director Storm and unanimously carried, said Minutes were approved as written.

3. The Board recognized Alex Stachow with McGrath who reviewed the final Agreed Upon Procedures Report ("AUP Report"), a copy of which is attached hereto as **EXHIBIT "A"**, in connection with reimbursements to be paid from the Series 2023A Utility Bonds. It was noted that a net effective interest rate of 5.134309% was used to calculate developer interest and that \$5,428,209.97 is the amount to be reimbursed to the developer at close. It was noted that roughly \$13,000.00 in surplus funds would be left for future bond issuance. Upon motion by Director Storm, seconded by Director Jacobs, the AUP Report and disbursement of funds in accordance therewith was unanimously approved.

4. With regard to a developer's report, Clark Wilson noted that development is pretty much all done, except landscaping which is currently on hold due to a moratorium issued by the City of Kyle due to current drought conditions in the area. It was noted Landsea will start houses in March or April, and that there were 23-25 home sales in November with strong sales trickling into December as well. Lastly, it was noted that the elementary school within the District opening in the fall of 2024 is projected to bring additional sales.

5. Mr. Barrett noted there is no update with regard to the Easement and Fence Maintenance Agreement by and between the District and the City of Kyle.

6. The Board then reviewed Atwell's December 12, 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. By motion of Director Brydson, seconded by Director Schreck and unanimously carried, the following recommended Atwell payment under the stated construction contract was unanimously approved:

Freedom Phase 1A and 2:  
Change Order No. 16A (\$139,912.50).

The record shall reflect that copies of any approved pay applications and change orders are collectively attached hereto as **EXHIBIT "B"**.

Additionally, Mr. Smith noted that there are certain items the MUD will have to maintain such as the detention and water quality ponds as well as the drainage infrastructure that is outside the right-of-way and all sidewalks in the development. Atwell is working with Capital Area Utility Management in regard to the management of these and other infrastructure components for the MUD. Atwell advertised the Elevated Storage Tank project for bid on December 15, 2023 and will award the contract in December and start construction in January 2024. Design of the second hydro-pneumatic tank has been completed, and the tank has been ordered. Site work has commenced with CC Carlton. Mr. Smith noted plans are fully approved for the tank site. Lastly, it was discussed that an Agreement with HDR and Kyle 150/Landsea was previously circulated with regard to discuss work for the intersection, turn lanes, lights, etc. going in at the front of the District primarily to control traffic going into the school site. It was noted Landsea could not come to an agreement with HDR as to certain terms, and therefore, they will no longer be a party to the Agreement but will still share in the costs with Kyle 150. Upon motion by Director Brydson, seconded by Director Jacobs, the Agreement with HDR was unanimously approved.

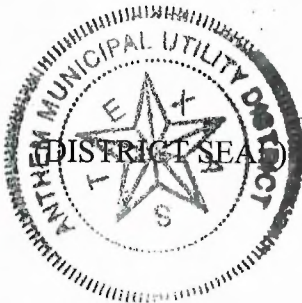
7. With regard to the attorney's report, Mr. Barrett noted that there was nothing to discuss at such time.

8. The Board moved to the December 12, 2023 Accounting Report, and it was noted that action was needed by the Board related to director and vendor payments as well as fund transfers in the amounts of \$60,000.00 from the TexPool Tax Account to the TexPool Operating Account as well as \$60,000.00 from the District's TexPool Operating Account to the Cadence Bookkeeper's Account. Upon motion by Director Storm, seconded by Director Schreck, 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 December 6, 2023, and Mr. Abshire noted there were no action items for the Board at such time. It was noted that the four existing ponds were visited on November 27, 2023, and that any repairs have been completed and that additional Curlex is being added in December. It was noted the total cost came in at \$19,600.00, and Mr. Abshire also noted that he is communicating with the builders regarding erosion control expectations moving forward. Additionally, Mr. Abshire discussed with the Board his firm's recent acquisition by SiEnvironmental, a Houston-based operations firm, and what the existing contract and his services might look like moving forward. It was noted action would likely need to be taken in January 2024 regarding said contract.

10. The Board then confirmed their next regular meeting date as January 10, 2024, and there being no further business to conduct, Director Brydson moved that the meeting be adjourned, which motion was seconded by Director Jacobs and unanimously approved, and the Board adjourned until further call.

APPROVED AND ADOPTED this 10<sup>th</sup> day of January, 2024.



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