

**MINUTES OF THE MEETING  
OF THE  
BOARD OF DIRECTORS**

THE STATE OF TEXAS §

COUNTY OF DALLAS §

UNIVERSITY HILLS MUNICIPAL MANAGEMENT DISTRICT §

The temporary Board of Directors (the “Board”) of University Hills Municipal Management District (the “District”) met in special session, open to the public, on the 4<sup>th</sup> day of August, 2020, by telephone conference.

Mr. Ross Martin, General and Bond Counsel for the District, announced that the Meeting would be conducted by telephone conference to mitigate the spread of COVID-19. Mr. Martin confirmed that Meeting participants would observe guidance provided by the Texas Attorney General’s office to suspend certain requirements of the Texas Open Meetings Act. Mr. Martin next stated that (i) Notice of the Meeting was given in accordance with Chapter 551, Government Code, and Chapter 49, Texas Water Code, as amended by the Governor’s order and Attorney General’s guidance; (ii) the Meeting was being conducted in a transparent and accessible manner; (iii) Meeting packets were distributed to all participants and made available to the public; and (iv) the Meeting would be recorded and made available for electronic distribution upon request.

The roll was called of the members of the Board, to-wit:

Alan Michlin	President
Michael Warner	Vice President
Michael Williams	Secretary
Kenneth Medlock	Assistant Secretary
Susan Larson	Assistant Secretary

All members of the Board were present by telephone at the commencement of the meeting with the exception of Director Warner and Director Larson, thus constituting a quorum. Director Warner entered later as noted below. All Directors present voted on all agenda items that came before the Board. Also present by telephone were Mr. William Mitchell of T. Wilson & Associates, Inc., the developer representative; Ms. Karena Hauter of BGE, Inc.; Ms. Kathi Dye of Dye & Toverly, LLC; and Mr. Ross Martin, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC.

The meeting was called to order at 4:35 p.m.

1. The Board called for public communications and comments. Hearing none, Director Michlin moved that the Board close the public comment session of the meeting. Director Williams seconded said motion, which carried unanimously.

2. The Board next acknowledged receipt of the Minutes from the April 11, 2019, Board of Directors meeting. Following a discussion, Director Michlin moved that the Board approve the Minutes as presented. Director Williams seconded said motion, which carried unanimously.

3. The Board next considered renewal of the District's insurance coverages, a summary of the proposal for which is attached hereto as Exhibit "A". Following a discussion, Director Medlock moved that the Board ratify and approve renewal of the District's insurance coverages as presented. Director Williams seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Mitchell, who gave an update regarding development within the District, noting that preparations are underway for the November 3, 2020, election cycle. No formal action was taken by the Board.

5. The Board next considered an engagement letter with Dye & Toverly, LLC, a copy of which is attached hereto as Exhibit "B". Ms. Dye noted that the engagement letter reflects a name change for her firm. Following a discussion, Director Michlin moved that the Board approve the engagement of Dye & Toverly, LLC, as presented. Director Medlock seconded said motion, which carried unanimously.

6. At this time, Director Warner joined the meeting by telephone. The Board next considered the filing of the 2020 annual financial report for the District. Mr. Martin explained the contents of the report and the filing requirements for the same. Following a discussion, Director Michlin moved that the Board ratify and approve the preparation and filing of the 2020 annual financial report as required. Director Williams seconded said motion, which carried unanimously.

7. The Board next recognized Ms. Toverly, who presented to and reviewed with the Board copies of a bookkeeping report dated August 4, 2020, a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Michlin moved that the Board (i) approve the bookkeeping report as presented; and (ii) authorize the payment of bills listed thereon. Director Warner seconded said motion, which carried unanimously.

8. The Board next considered authorization of the District's bookkeeper to distribute funds as approved on the bookkeeping report pursuant to Section 49.151, Texas Water Code. Following a discussion, Director Warner moved that the Board authorize the distribution of funds by the Bookkeeper as requested, appointing Kathi Dye of Dye & Toverly, LLC, as sole signer. Director Medlock seconded said motion, which carried unanimously.

9. The Board next recognized Ms. Hauter, who gave an update regarding engineering within the District. No formal action was taken by the Board.

10. Consideration was next given to an Amended Order Adopting an Investment Policy and Appointing Investment Officers, a copy of which is attached hereto as Exhibit "D". Mr. Martin noted that the Order has been updated to reflect the new name of the District's Bookkeeper. Following a discussion, Director Warner moved that the Board (i) appoint Ms. Kathi Dye, Ms. Kerry Toverly, and Director Michlin as investment officers for the District; and (ii) approve the Amended Order as presented. Director Williams seconded said motion, which carried unanimously.

11. Consideration was next given to a Resolution Designating Depositories and Establishing Investment Accounts for Deposit of District Funds, a copy of which is attached hereto as Exhibit "E". Ms. Dye noted that the list of approved depositories has been revised for 2020. Following a discussion, Director Williams moved that the Board approve the Resolution as presented. Director Medlock seconded said motion, which carried unanimously.

12. Consideration was next given to a Resolution Adopting Prevailing Wage Rate Scale for Construction Projects, a copy of which is attached hereto as Exhibit "F". Mr. Martin noted that the wage rates for the District follow those for Dallas County. Following a discussion, Director Medlock moved that the Board approve the Resolution as presented. Director Warner seconded said motion, which carried unanimously.

13. The Board next recognized Mr. Martin, who discussed the new District web page. Mr. Martin explained that the District's attorneys have set up a web page for the District, available to the public, to ensure compliance with new website posting requirements. No formal action was taken by the Board.

14. Consideration was next given to the supplemental agenda. Mr. Martin presented to and reviewed with the Board copies of an Order Calling Confirmation and Directors Election to be held on Tuesday, November 3, 2020, a copy of which is attached hereto as Exhibit "G". Following a discussion, Director Williams moved that the Board (i) approve and adopt said Order as presented; and (ii) authorize District counsel to provide notice of said Election to be held within the District, as may be required. Director Warner seconded said motion, which carried unanimously.

Next, the Board considered a draft Joint Election Services Contract by and between the District and Dallas County, Texas, a copy of which is attached hereto as Exhibit "H". Following a discussion, Director Williams moved that the Board approve the contract as presented. Director Medlock seconded said motion, which carried unanimously.

There being no further business to conduct, Director Williams moved that the meeting be adjourned at 4:52 p.m. Director Warner seconded said motion, which carried unanimously. The Board adjourned until further call.

*[Signature Page Follows]*

APPROVED AND ADOPTED this 5<sup>th</sup> day of February, 2024.



  
Secretary, Board of Directors  
University Hills Municipal Management District