

MINUTES OF MEETING  
OF THE  
BOARD OF DIRECTORS

THE STATE OF TEXAS §  
COUNTY OF BASTROP §  
WILDWOOD MUNICIPAL UTILITY DISTRICT §

The Board of Directors (the "Board" or the "Board of Directors") of Wildwood Municipal Utility District (also sometimes referred to herein as the "District") met in special session, open to the public, at 600 W. 5<sup>th</sup> Street, Suite 900, Austin, Texas 78701, at a designated office of the District on December 5, 2024, and the roll was called of the members of the Board to-wit:

Billy Wayne (Trey) Newby III	President
Hudson Hall	Vice President
John Azar	Secretary
Fred Nagel	Treasurer/Assistant Secretary
Suzan Leigh Randall	Assistant Secretary

All members of the Board were present at the commencement of the meeting, except Director Newby and Director Randall. 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, attorney for the District, Kimberly Studdard, paralegal, of Winstead PC ("Winstead"), and Justin Taack with Bott & Douthitt, PLLC ("Bott & Douthitt"), bookkeepers for the District. Additionally, Faris Abboushi of HR Green Development TX, LLC ("HR Green"), engineers for the District, as well as David Howell of Atlantis WKA Bastrop, LLC, representing owners and developers of property within the District, were in attendance via Zoom.

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 Board acknowledged receipt of the minutes of the meeting of the Board of Directors conducted on May 21, 2024 and June 17, 2024, and following a full review and upon motion by Director Azar, seconded by Director Hall and unanimously carried, the Board approved such minutes as written.

3. With regard to a developer's report, Mr. Howell noted they started work on the Highway 71 improvements and that they are trying to get the first phase of the wastewater treatment plant underway.

Mr. Barrett presented the Board with a Facilities Reimbursement Agreement between the developer, the District and Drees Custom Homes, L.P., a copy of which is attached hereto as **EXHIBIT "A"**, and the Board was asked to approve the Facilities Reimbursement Agreement and related documents to effectuate closing on said property. After a brief discussion and upon

motion by Director Nagel, seconded by Director Hall and unanimously carried, the Board approved the Facilities Reimbursement Agreement and related documents.

4. Mr. Barrett briefly discussed with the Board the Texas Infrastructure Program and potential issuance of bonds by the Public Finance Authority ("PFA") under said Program to essentially pay the developers a lump sum payment for reimbursable costs accrued on behalf of the District whereas future bonds issued by the District would go directly to the PFA until such time the PFA is paid back. It was noted that transactions such as these typically require a separate Acknowledgement, Agreement and Consent to Sale and Assignment Agreement, a PFA Approval Letter, a District Certificate, and potential related documents. Additionally, it was noted that the Board is essentially recognizing the District's requirement to pay the PFA in lieu of the Developer with future reimburseables from District bonds until such time the PFA is fully paid back. Upon motion by Director Hall, seconded by Director Nagel, the projected (i) Acknowledgement, Agreement and Consent to Sale and Assignment Agreement, (ii) Public Finance Authority Approval Letter, (iii) District Certificate, and (iv) any related documents regarding the PFA Texas Infrastructure Program bond issuance currently underway by the Developer were unanimously approved.

5. The Board was then presented with an Order Adopting Electronic Bidding Rules related to construction contracts, and after a brief discussion, and upon motion by Director Hall, seconded by Director Azar, the Board unanimously approved an Order Adopting Electronic Bidding Rules.

6. Mr. Abboushi with HR Green then presented the Board with an Engineering Report, a copy of which is attached hereto as **EXHIBIT "B"**, and discussed the five (5) construction contracts currently underway, noting Pro Dirt is the main contractor and that construction is on schedule with rough grading and utilities progressing. It was noted that there were no new change orders for approval by the Board since their prior meeting, but upon motion by Director Nagel, seconded by Director Hall, the following recommended pay applications and the Engineering Report were unanimously approved:

**Spine & Parcel 5**

Pay Application No. 1 (\$111,528.00);  
Pay Application No. 2 (\$193,575.00);  
Pay Application No. 3 (\$242,100.00); and  
Pay Application No. 4 (\$294,495.75).

**Parcel 6 North**

Pay Application No. 1 (\$19,978.20);  
Pay Application No. 2 (\$22,838.20); and  
Pay Application No. 3 (\$133,650.00).

**Parcel 6 South**

Pay Application No. 1 (\$23,062.50);  
Pay Application No. 2 (\$125,411.85); and  
Pay Application No. 3 (\$187,200.00).

**Parcel 7 East**

Pay Application No. 1 (\$38,451.83);  
Pay Application No. 2 (\$180,000.00);  
Pay Application No. 3 (\$456,602.40); and  
Pay Application No. 4 (\$862,956.22).

**Parcel 7 West:**

Pay Application No. 1 (\$25,287.98);  
Pay Application No. 2 (\$211,050.00); and  
Pay Application No. 3 (\$310,773.60).

7. Regarding updates to the proposed substitution of lands into and out of the District, Mr. Barrett noted that the Water Code does allow for a substitute of equivalent value, and as is such, he would like the Board to authorize adoption of any orders and authorization for any necessary publications pending the required city consents and resolutions. Upon motion by Director Hall, seconded by Director Nagel, the Board unanimously approved any necessary orders or publications related to a substitution of land for the District, as appropriate.

8. Regarding an attorney's report, Mr. Barrett noted he had nothing to add at such time so the Board proceeded on with the agenda.

9. Mr. Barrett then discussed with the Board consideration to engage an engineer to assist with 210 Beneficial Reuse matters with the TCEQ, and it was noted that the District has a Discharge Permit but that they need to get a 210 Beneficial Reuse Permit so they can irrigate with treated wastewater. Mr. Barrett asked the Board to engage Dennis Lozano and Malone Wheeler, and after a brief discussion, and upon motion by Director Hall, seconded by Director Nagel, the Board unanimously approved engagement of Malone Wheeler to assist with 210 Beneficial Reuse matters with TCEQ.

10. Mr. Taack provided the Board with an update with regard to the District's accounts, noting that action was needed with regard to director and vendor payments, including June-September Bott & Douthitt fees, all of which are presented in the Cash Activity Report attached hereto as **EXHIBIT "C"**. Upon motion by Director Nagel, seconded by Director Hall, disbursement of checks as presented on the Cash Activity Report were unanimously approved.

11. The Board was presented with a proposal for renewal of their existing insurance policies and bonds and addition of construction-related coverages. After a discussion and upon motion by Director Nagel, seconded by Director Hall, the Board unanimously approved the annual renewal of existing insurance policies and bonds and addition of construction-related coverages for the District.

12. There was a discussion with regard to setting a regular, monthly meeting date in light of construction activity underway, and there was a request to move the meetings north of downtown. Upon motion by Director Nagel and seconded by Director Hall, the Board approved

publication of any applicable notices designating office locations should a north location for future meetings need to be adopted.

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

APPROVED AND ADOPTED this 29<sup>th</sup> day of January, 2025.



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Fred Nagel, Treasurer/Assistant Secretary  
Board of Directors  
Wildwood Municipal Utility District

(DISTRICT SEAL)

