

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

STATE OF TEXAS §

COUNTY OF HUNT §

VERANDAH MUNICIPAL UTILITY DISTRICT OF HUNT COUNTY §

The Board of Directors (the “Board”) of Verandah Municipal Utility District of Hunt County (the “District”) met in regular session, open to the public, at 2728 N. Harwood Street, Suite 500, Dallas, Texas on Wednesday, February 26, 2025, and the roll was called of the members of the Board, to-wit:

Jon Mitchell	President
Glenn Purcell	Vice President
Cynthia Berrones-Mood	Secretary
Matthew Bomberger	Assistant Secretary
Glenn D. Dickerson	Assistant Secretary

All members of the Board were present at the commencement of the meeting, thus constituting a quorum. Also in attendance were: Ms. Sarah Landiak, attorney, and Ms. Amy Bieber, paralegal, each of Winstead PC; Ms. Jennifer Watts of Dye & Toverly, LLC; Mr. Jake Finch of Scarborough Management, LLC; Mr. Matt Clark of Barraza Consulting Group, LLC (“Engineer”); and Mr. Andre Ayala and Ms Amber Chien of Hilltop Securities, Inc. (“Hilltop” or “Financial Advisor”). Mr. Ruben Flores of McCall Gibson Swedlund Barfoot Ellis PLLC (“Auditor”) joined the meeting by telephone.

The meeting was called to order at 12:07 p.m.

1. The Board called for public communications and comments. Hearing none, the Board closed the public comment section of the meeting.

2. The Board next acknowledged receipt of the Minutes from the January 15, 2025, Board of Directors meeting. Following a discussion, Director Berrones-Mood moved that the Board approve the Minutes as presented. Director Dickerson seconded said motion, which carried unanimously.

3. The Board next recognized Mr. Flores, who presented to an reviewed the Board a draft supplemental Agreed-Upon Procedures Report (“Supplemental AUP”) prepared by the Auditor, a copy of which is attached hereto as Exhibit “A”. Mr. Flores explained that the Supplemental AUP is related to the District’s reimbursement of the Developer from the District’s Unlimited Tax Road Bonds, Series 2024, in the total amount of \$483,562.18, and the distribution of such funds is reflected in the Supplemental AUP. Following a discussion, Director Dickerson

moved that the Board approve the Supplemental AUP as presented. Director Mitchell seconded said motion, which carried unanimously.

4. The Board next recognized Mr. Ayala, who presented to and reviewed with the Board MSRB G-42 disclosures prepared by Hilltop, the District's Financial Advisor, a copy of which is attached hereto as Exhibit "B", and an Official Statement Letter prepared by Hilltop related to the District's Unlimited Tax Road Bonds, Series 2025 (the "Series 2025 Road Bonds"), a copy of which is attached hereto as Exhibit "C". Following a discussion, Director Purcell moved that the Board formally acknowledge receipt of said disclosures and the Official Statement Letter. Director Berrones-Mood seconded said motion, which carried unanimously.

5. The Board continued to recognize Mr. Ayala, who discussed with the Board the proposed schedule of events related to the issuance of the Series 2025 Road Bonds. Next, Mr. Ayala reported that the bond issuance will be approximately \$1,805,000 and reviewed with the Board a Preliminary Official Statement and Notice of Sale, copies of which are attached hereto as Exhibit "D" and Exhibit "E", respectively. Mr. Ayala also requested that the Board authorize the submission of an application for bond rating through Moody's Investors Services. Following a discussion and upon motion by Director Dickerson, seconded by Director Berrones-Mood and unanimously carried, the Board (i) formally authorized the publication of the Official Notice of Sale and the Preliminary Official Statement in connection with the sale of the District's Series 2025 Road Bonds, such sale date being set for March 26, 2025, as set forth therein; and (ii) authorize the application for bond rating.

6. The Board recognized Mr. Clark, who presented to and reviewed with the Board an engineering report dated February 26, 2025, a copy of which is attached hereto as Exhibit "F", and updated the Board with regard to engineering matters and construction within the District. Mr. Clark next recommended that the Board ratify and award the award of the following contract to the lowest qualified bidder:

- Water, wastewater, and storm drainage improvements contract for Verandah Phase 8 to Circle H Contractors, L.P. ("Circle H") in the total base bid amount of \$3,164,515.52 for 110 calendar days.

Next, Mr. Clark recommended approval of the following invoices:

- Invoice No. 46869 in the amount of \$495.00 from Terradyne Group LLC ("Terradyne") under the SWPPP maintenance contract.
- Invoice No. 47159 in the amount of \$495.00 from Terradyne under the SWPPP maintenance contract.
- Draw No. 3 in the amount of \$122,500.51 from Scarborough Lave Development under the construction management contract for the offsite water and wastewater improvements project.

Next, Mr. Clark discussed with the Board the process for upgrading the automated school zone signs to comply with Royse City ISD software and proposal received for said work.

Following a discussion, Director Berrones-Mood moved that the Board (i) award the water, wastewater, and storm drainage improvements contract for Verandah Phase 8 to Circle H as recommended by the District's Engineer; (ii) approve the invoices as recommended by the District's Engineer; and (iii) approve the Engineer's report as presented. Director Dickerson seconded said motion, which carried unanimously.

7. The Board next recognized Mr. Finch, who updated the Board with regard to development within the District, reporting that home construction is underway in Verandah Phase 3A, and the amenity center and pool are underway in Phase 9 to be completed in time for summer. Following a discussion, Director Dickerson moved that the Board approve the developer's report as presented. Director Berrones-Mood seconded said motion, which carried unanimously.


8. The Board next recognized Ms. Watts, who presented to and reviewed with the Board a bookkeeping report dated February 26, 2025, a copy of which is attached hereto as Exhibit "G". Following a discussion, Director Berrones-Mood moved that the Board (i) approve the bookkeeping report as presented; (ii) authorize the payment of bills listed thereon; and (iii) approve the investment of funds as recommended by the District's Bookkeeper. Director Mitchell seconded said motion, which carried unanimously.

9. The Board next reviewed an arbitrage rebate calculation report prepared by Arbitrage Compliance Specialists, Inc., a copy of which is attached hereto as Exhibit "H". Following a discussion, Director Dickerson moved that the Board formally acknowledge receipt of said report. Director Bomberger seconded said motion, which carried unanimously.

There being no further business to conduct, and upon motion by Director Berrones-Mood, seconded by Director Bomberger, and unanimously carried, the meeting was adjourned at 12:31 p.m.

[Signature page follows]

APPROVED AND ADOPTED the 26th day of March, 2025.

By: 
Cynthia Berrones-Mood, Secretary
Board of Directors

