MINUTES OF REGULAR MEETING
OF
WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13

STATE OF TEXAS §
§
COUNTY OF WILLIAMSON §

A meeting of the Board of Directors of Williamson County Municipal Utility District No. 13, open to the public, was held on March 13, 2014, at the ABC Bank, 610 W. 5th Street, 2nd Floor, Austin, Texas 78701, pursuant to notice duly given in accordance with law.

1. CALL TO ORDER

The meeting was called to order.

2. ROLL CALL OF DIRECTORS

A roll call of the Directors was taken. The Directors present were J. Dale Layne, Marty Vannatter, Bill Gordon, Bob Riester and Powell Thompson, thus constituting a quorum. All Directors were present.

Also present at the meeting were Keith Collins, Mike Willatt, Jeniffer Concienne, Allen Douthitt and Brent Baker.

3. CITIZEN COMMENTS

No citizens were present.

4. MINUTES OF PRIOR MEETINGS

President Dale Layne entertained a motion for approval. Motion was made by Marty Vannatter and seconded by Bill Gordon to approve the minutes of the February 13, 2014 meeting as presented. The motion carried unanimously.

5. DEVELOPER'S REPORT ON STATUS OF CONSTRUCTION WITHIN THE DISTRICT, DEVELOPMENT ENTITLEMENTS, PROVISION OF WATER, WASTEWATER AND DRAINAGE SERVICES WITHIN THE DISTRICT, SALES OF LOTS TO BUILDERS, HOMEBUILDING WITHIN THE DISTRICT AND STATUS OF DEVELOPMENT LOANS AND ACTIONS OF THIRD PARTIES OPPOSING OR SUPPORTING DEVELOPMENT WITHIN THE DISTRICT

Brent Baker reported that Pulte's sections are going well. Summerlyn South Section 1 should be completed in May or June.

6. ENGINEER'S REPORT ON STATUS OF CONSTRUCTION WITHIN THE DISTRICT, DEVELOPMENT ENTITLEMENTS, PROVISION OF WATER, WASTEWATER AND DRAINAGE SERVICES WITHIN THE DISTRICT, SALES OF LOTS TO BUILDERS AND HOMEBUILDING WITHIN THE DISTRICT AND PAST, PRESENT AND FUTURE BOND ISSUES

Engineer Keith Collins reported that Summerlyn Section 2 plans are with the County. The bid process should being in about 2 to 3 months with construction around the end of the year.

7. BOOKKEEPER'S REPORT ON THE FINANCIAL AFFAIRS OF THE DISTRICT, INCLUDING AUTHORIZATION OF PAYMENT OF BILLS

a. American Bank of Commerce Wire Transfer Agreement

Allen Douthitt presented an updated cash activity report and discussed the financials with the Board, as well as the CD renewal and transfer. There was also discussion of the Wire Transfer Agreement with ABC. After discussion of the financials, President Dale Layne entertained a motion for approval. Motion was made by Powell Thompson and seconded by Bill Gordon to approve the financials including payment of the per diems and invoices, transfer of funds to the bookkeeper's account and the CD renewal. The motion carried unanimously. Mr. Douthitt discussed the Wire Transfer Agreement between the District and ABC Bank as well as opening up a TexPool account for the wire transfer needs of the District. After discussion, motion was made by Marty Vannatter and seconded by Bill Gordon to approve the execution of the Wire Transfer Agreement as well as authorization to open the TexPool account for the wire transfer needs of the District. Powell Thompson abstained from the vote. The motion carried.

8. APPROVAL OF CONSTRUCTION PLANS AND PAY ESTIMATES, CHANGE ORDERS AND ACCEPTANCES OF COMPLETION WITH RESPECT TO CONSTRUCTION CONTRACTS

Engineer Keith Collins recommended approval of Pay Estimate No. 2 in the amount of $952,386.89 for Summerlyn South Section 1 - Street Excavation & Drainage, Water, Wastewater, Lift Station & Erosion Control Improvements submitted by DNT Construction, L.L.C. The project is approximately 71% complete. President Dale Layne entertained a motion for approval. Motion was made by Bob Riester and seconded by Bill Gordon to approve the pay estimate as presented. The motion carried unanimously.

9. ADVERTISEMENT FOR BIDS AND APPROVAL, AWARD, RECOMMENDATION AND ADMINISTRATION OF CONSTRUCTION CONTRACTS

This is a standing item.

10. RESOLUTION AUTHORIZING APPLICATION TO THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY FOR APPROVAL OF ENGINEERING PROJECT AND $2,675,000 WILLIAMSON COUNTY MUNICIPAL UTILITY DISTRICT NO. 13 BOND ISSUE

Attorney Mike Willatt discussed the Resolution as included in the agenda package for the District's 5th bond issue. The Resolution authorizes the District's bond engineer, Ken Schroeder to file the bond application with the TCEQ. After discussion, President Dale Layne entertained a motion for approval. Motion was made by Powell Thompson and seconded by Marty Vannatter to adopt the Resolution Authorizing Application to the Texas Commission on Environmental Quality for Approval of Engineering Project and $2,675,000 Williamson County Municipal Utility District No. 13 Bond Issue as presented. The motion carried unanimously.

11. ALL ACTIONS AND DOCUMENTS NECESSARY OR CONVENIENT FOR THE DISTRICT'S 5TH BOND ISSUE

No further information was discussed, other than in the above item.

12. AMENDED INFORMATION FORM PURSUANT TO SECTION 49.455, TEXAS WATER CODE

Jeniffer Concienne explained the need for the Amended Information Form. She advised that due to the recent annexation of the Foster tract, the District's boundaries were revised, which is indicated in on the form. The form will be filed with the Williamson County Clerk and the TCEQ as required. After discussion, President Dale Layne entertained a motion for approval. Motion was made by Marty Vannatter and seconded by Bill Gordon to approve the Amended Information Form as presented and authorize its execution by the Board and filing with the TCEQ and Williamson County Clerk. The motion carried unanimously.

13. ORDER DECLARING UNOPPOSED CANDIDATES ELECTED TO OFFICE AND CANCELLING ELECTION

Jeniffer Concienne explained that the election was not contested and therefore could be cancelled. Motion was made by Powell Thompson and seconded by Bill Gordon to adopt the Order Declaring Unopposed Candidates Elected to Office and Cancelling Election as presented. The motion carried unanimously. Marty Vannatter and Powell Thompson were declared elected to the office of director. Powell Thompson inquired about the term and Mrs. Concienne advised it was for another four years.

14. CONSENT TO ASSIGNMENT OF CONTRACTS WITH CHISHOLM TRAIL SUD TO THE CITY OF GEORGETOWN

Attorney Mike Willatt reported that Chisholm Trail will be taken over by the City of Georgetown in April. Currently the City manages the Chisholm Trail system. The City would like to have the District's consent to assignment of the contracts. The draft consent is the agenda package for review. After discussion, President Dale Layne entertained a motion for approval. Motion was made by Bill Gordon and seconded by Marty Vannatter to authorize the President to sign the Consent when the document has been finalized and subject to approval by the District's attorney. The motion carried unanimously.

15. ADJOURN

President Dale Layne adjourned the meeting.

J. Dale Layne, President

ATTEST:

William W. Gordon, Secretary

[SEAL]

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