

MINUTES OF MEETING
OF
BOARD OF DIRECTORS

THE STATE OF TEXAS

COUNTY OF TRAVIS

LAKESIDE WATER CONTROL AND IMPROVEMENT DISTRICT NO. 2B

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The Board of Directors of Lakeside Water Control and Improvement District No. 2B (“District” or “Lakeside WCID No. 2B”) met in regular session, open to the public, outside the boundaries of the District, at 4421 Rowe Lane, Pflugerville, Texas, at 6:00 p.m. on March 9, 2020. A copy of the notice of meeting along with associated certificates of posting are attached as Exhibit “A”.

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

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| Marilyn Horndt | President |
| Eddie Garcia | Vice President |
| Kenneth Whittier | Secretary/Treasurer |
| Jim Walker | Assistant Secretary |
| Terry Tuttle | Assistant Secretary |

All members of the Board were present, thus constituting a quorum of the Board of Directors. Except as otherwise noted, all directors present voted on all matters that came before the Board. Also in attendance were Robert Tiemann and Matthew Tiemann of Rowe Lane Development, Ltd.; Jeff Monzingo of Montoya & Monzingo, LLP; Keith Collins of Randall Jones Engineering, Inc.; John Barganski of Specialized Public Finance, Inc.; Ken Heroy of Jones-Heroy & Associates, Inc.; Clayton Chandler of McCall Parkhurst & Horton LLP; David Klein, Attorney and Fred Castro, Paralegal, of Lloyd Gosselink Rochelle & Townsend, P.C.

Director Horndt called the meeting to order and announced that a quorum of the Board was in attendance. Next, Director Horndt stated that the Board would first consider the approval of the minutes of the February 10, 2020 regular meeting. Upon motion by Director Garcia, seconded by Director Tuttle, and unanimously carried, the minutes of the February 10, 2020 regular meeting were approved, as presented.

The next item to come before the Board was to receive public comment. There were no public comments received by the Board.

Director Horndt stated that the Board would next receive a report from the District’s Engineer. Mr. Collins provided the Board with a brief status report of utility construction within the Blackhawk subdivision.

The next item to come before the Board was to consider action regarding the implementation of the District's Stormwater Management Program and enforcement of same. Mr. Klein presented this item. He noted that the District's Stormwater Management Program Subcommittee met to review a list of goals to accomplish in the coming year, including working with the Texas Commission on Environmental Quality with the completion of the District's Annual Report.

Direct Horndt stated that the Board would next receive a report from the District's Financial Advisor and consider action concerning the District's not to exceed \$1,500,000 Unlimited Tax Refunding Bonds, Series 2020. Mr. Barganski reported that the District's Refunding Bonds had been successfully priced. He distributed a Refunding Summary for the Board's review, a copy of which is attached as Exhibit "B". He noted that the refunding of the District's Combination Unlimited Tax and Revenue Bonds, Series 2007 had resulted in an annual cost savings of approximately \$11,000 at a net interest cost of 1.883% with a total estimated interest cost of \$144,221, net of all costs of issuance. After discussion, Mr. Barganski stated that the expected closing date for the transaction is scheduled for March 9, 2020.

Next, Mr. Barganski stated that a cash contribution of approximately \$90,000 was necessary to account for debt service payments that would have been applied to the Series 2007 Bonds as they will now be applied to the District's Refunding Bonds, under direction from the District's Special Tax Counsel. He noted that since the District levied and collected a tax to cover debt service on the Series 2007 Bonds just refunded, the District must now spend that money. He then added that the District may spend this money to offset costs associated with the Bond Refunding, allowing the District to save money on the entire transaction. Mr. Barganski noted that Mr. Monzingo would wire these funds before closing to fund the escrow account for the transaction. Mr. Monzingo stated that a wire transfer for this amount would be added to the District's list of invoices to be acted upon later in the meeting.

The next item to come before the Board was to consider the adoption of an order declaring the results of the District's uncontested May 2, 2020 Directors Election, a copy of which is attached as Exhibit "C". Mr. Klein noted that three (3) positions for the office of director were scheduled to be voted on at the District's May 2, 2020 Directors Election; however only three (3) people filed an application to have his/her name placed on the ballot. The people that filed applications were Marilyn Horndt, Kenneth Whittier, and Jim Walker; therefore, only three (3) candidate's names were to be placed on the ballot representing three (3) candidates for three (3) positions available. In addition, Mr. Klein noted that no people filed a declaration of write-in candidacy for the May 2, 2020 election; therefore, there were no names to be placed on a list of write-in candidates for the office of director. Mr. Klein noted that the proposed order certifies that Marilyn Horndt, Kenneth Whittier, and Jim Walker are unopposed for election to the office of director in accordance with law, and that Marilyn Horndt, Kenneth Whittier, and Jim Walker are declared elected to serve four-year terms on the Board of Directors. After discussion, upon motion by Director Whittier, seconded by Director Garcia, and unanimously carried, the Board adopted the above-referenced order.

Director Horndt stated that the Board would next receive recreational facilities reports and take action concerning the same, including but not limited to, maintenance and/or

improvements related to existing recreational facilities. Mr. Monzingo presented recreational facilities reports from the Associations operating the District's recreational facilities, copies of which are attached as Exhibit "D". Mr. Monzingo noted that the reports provided brief updates on the status of current projects. He noted that the Park at Blackhawk and Lakeside HOA report contained no requests for action by the Board.

Next, Mr. Monzingo informed the Board that the Reserve at Westcreek provided three (3) proposals for the repair and refurbishing of the concrete floor of Reserve at Westcreek Amenity Center. Mr. Klein drew the Board's attention to pictures attached to the recreational facilities report provided by the Reserve at Westcreek which depicted cracks sustained by the cement floors within the Reserve at Westcreek Amenity Center. Mr. Klein stated that according to Reserve at Westcreek Association members, the cracks had been present for several years without signs of widening. He stated it was his understanding there did not appear to be any additional signs of foundation failure such as cracks on walls, columns, windows or door openings. After discussion, Mr. Klein suggested that the Board might want to consider engaging the services of a structural engineer to determine whether the buildings foundation has failed before spending several thousands of dollars to repair cracks and resurface the floors. After discussion, Mr. Collins stated that he could have a structural engineer he is familiar with come out and take a cursory look at the floor damage to determine whether a structural analysis is warranted and if so, an estimate for this work. Mr. Klein stated that he understood that representatives of the Reserve at Westcreek had expressed no opposition to the District requesting further investigation into this matter. After discussion, it was the consensus of the Board that Mr. Collins be directed to take steps necessary to determine if structural analysis of the Reserve at Westcreek Amenity Center foundation is warranted.

Director Horndt stated that the Board would next consider the payment of invoices and Bookkeeper's report. Mr. Monzingo distributed a list of invoices and money transfers, a copy of which is attached as Exhibit "E". Mr. Monzingo requested that the Board add Check No. 3753, payable to Director Garcia, and Check No. 3754, payable to Director Whittier, each for \$138.52 for attendance at the District's Stormwater Management Program Subcommittee meeting. After discussion, upon motion by Director Tuttle, seconded by Director Whittier, and unanimously carried, the Board approved the payment of invoices and money transfers, as amended.

At 6:30 p.m., Director Horndt announced that the Board would next convene in Executive Session to receive legal advice from its attorney regarding water right matters, pursuant to the Open Meetings Act, Texas Government Code §551.071. At 6:38 p.m., the Board reconvened in open meeting. Director Horndt stated that no action had been taken by the Board during the Executive Session.

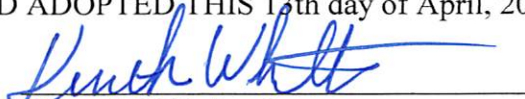
Director Horndt stated that the Board would next consider the engagement of a consultant regarding water rights matters. The Board recognized Mr. Heroy, who presented his firm's engagement letter to assess the District's ponds to determine whether the District should obtain water rights permits for such ponds, a copy of which is attached as Exhibit "F". After discussion, upon motion by Director Whittier, seconded by Director Garcia, and unanimously carried, the Board approved the engagement Jones-Heroy & Associates, Inc. to assess the

District's ponds and provide a report as to whether the District should obtain water rights permits for such ponds.

There were no announcements or requests for items at the Board's next meeting.

After discussion, there being no further business, and upon motion made by Director Walker, seconded by Director Whittier, and unanimously carried, the meeting was adjourned at 6:45 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 13th day of April, 2020.



Kenneth Whittier, Secretary

(SEAL)