

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”) held a regular meeting, by a two-way toll-free telephonic conference call, at (866) 899-4679 and entering code 467-070-549, open to the public, on July 13, 2020, at 6:00 p.m. (in person meetings are typically held at 4421 Rowe Lane, Pflugerville, Texas). A copy of the notice of meeting along with associated certificates of posting are attached hereto as Exhibit “A”.

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

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

All members of the Board participated by telephone, thus constituting a quorum of the Board of Directors. All Directors who participated by telephone voted on all matters that came before the Board. Also participating by telephone were 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.; David Klein and Maris Chambers, Attorneys, and Fred Castro, Paralegal, with Lloyd Gosselink Rochelle & Townsend, P.C.; and Brad Marshall.

Mr. Klein stated this meeting was being held under the Governor’s March 16, 2020 proclamation, as extended, suspending certain Texas Open Meetings Act laws in response to the current COVID-19 pandemic and statewide disaster declaration. He stated this open meeting of the Board of Directors was being recorded and the recording would be made available to the public. Mr. Klein stated that the conference call line was toll-free and allowed for two-way communication, and the Board would provide members of the public with the opportunity to participate, as in any normal Lakeside Water Control and Improvement District No. 2B open meeting. Mr. Klein asked that the attendees use the same courtesy as an in-person meeting and try to avoid talking over each other. He stated that the Board would announce the instances where comments from the public would be accepted.

Next, Director Horndt stated that Directors Horndt, Garcia, Whittier, Walker, and Tuttle were participating in this meeting by telephone along with the District’s consultants: Jeff

Monzingo, Keith Collins, John Barganski, Ken Heroy, David Klein, Maris Chambers, Fred Castro; and with Brad Marshall and Matthew Tiemann participating as members of the public.

Director Horndt called the meeting to order at 6:03 p.m. and announced that a quorum of the Board was in attendance (on the call). Director Horndt stated that the Board would next take action to consider the approval of the minutes of the June 8, 2020 regular meeting. Upon motion by Director Garcia, seconded by Director Whittier, and unanimously carried, the minutes of the June 8, 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 a brief report on the status of utility construction within the Blackhawk subdivision. Next, Mr. Collins reiterated his efforts to obtain necessary approvals from Travis County in connection with the pedestrian trails project within the greenbelt in Lakeside WCID No. 2D. Mr. Collins stated that he hoped to hear from the County soon so that the project could move forward.

Director Horndt stated that the Board would next take action concerning a Resolution Authorizing Water Rights Application. Mr. Klein presented a resolution authorizing the filing of a water rights application at the Texas Commission on Environmental Quality (the "TCEQ"), a copy of which is attached hereto as Exhibit "B". He stated that adoption of the resolution by the Board authorized the District's Attorney, Engineer, and Jones-Heroy & Associates, Inc. to prepare and file an application executed by the District's President at the TCEQ. Mr. Klein reiterated that this item stems from the report on the water rights assessment from Ken Heroy that the District's Lakeside at Blackhawk Section 3 pond needs to be permitted. Mr. Klein stated that he agreed with Mr. Heroy's assessment and that water rights for this pond needed to be obtained. He recommended that the Board approve the resolution, as presented. After discussion, upon motion by Director Garcia, seconded by Director Tuttle, and unanimously carried, the Board adopted the above-referenced resolution.

The next item to come before the Board was to consider the engagement of Jones-Heroy & Associates, Inc. to prepare an application to the TCEQ for a water rights permit, a copy of which is attached hereto as Exhibit "C". Mr. Heroy presented this item. He stated that he would be assisting the District's Attorney and Engineer, in preparation of an application to the TCEQ for a water rights permit under Chapter 11 of the Texas Water Code. Mr. Heroy stated that his work would be billed to the District on an hourly basis. Mr. Klein noted that work performed on behalf of the District in connection with the processing of this application by his office and the District Engineer would be handled under existing agreements with the District for general legal services and engineering services. After discussion, upon motion by Director Garcia, seconded by Director Tuttle, and unanimously carried, the Board approved the engagement of Jones-Heroy & Associates, Inc. to prepare an application to the TCEQ for a water rights permit.

Director Horndt stated that the Board would next receive recreational facilities reports and take action concerning the same, including, but not limited to, operations, 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 hereto as Exhibit "D". After discussion, the Board recognized Mr. Klein, who addressed the Board concerning the reopening strategy plan for District-owned recreational facilities. Mr. Klein reiterated that at its last meeting the Board authorized reopening of the amenity centers, subject to developing a reopening plan by the HOA, the Reserve at Westcreek Owners Association (the "Reserve"), and their respective facility operators, in association with his office to open District-owned recreational facilities in a safe, efficient manner, pursuant to the Governor's recent proclamations, including measures to properly manage capacity limits. He noted that work continues by the HOA, Reserve, facility operators, and his office toward developing this plan, a draft plan has been created by the Reserve, a copy of which was provided to the Board and is attached hereto as Exhibit "E". Mr. Klein suggested that the proposed reopening plan be approved, subject to additional edits and approval of a finalized reopening plan by the Board President.

Mr. Klein stated, for background purposes, that on June 26, 2020, the Governor issued Executive Order No. 28, which in part (i) allowed certain facilities to be opened to a level of 50% capacity; (ii) prohibited outdoor gatherings of more than 100 people outside the corporate limits of a city unless otherwise authorized by the County Judge; and (iii) strongly discouraged people from gathering in groups larger than 10 while maintaining a distance of 6-feet apart from those not in their group. He continued by stating that on July 2, 2020, the Governor issued Executive Order No. 29 which in part required that every person in the State must wear a face mask while inside a commercial building, other buildings, spaces open to the public, or when in an outdoor public space when social distancing is not possible, subject to certain listed exceptions. Mr. Klein stated that with efforts by the Governor to reopen the State, it's permissible for the Lakeside Districts to reopen its recreational facilities, albeit in a safe, efficient manner, subject to certain exceptions. He stated that District-owned recreational facilities are open and are operating under a plan that calls for reopening District-owned recreational facilities; maintains signage within and outside of its facilities; provides for proper sanitation; and includes measures to properly manage capacity limits.

Next, Mr. Klein asked the Board for guidance regarding whether the amenity centers should accept requests for holding events at this time. He noted that Directors Garcia and Whittier are members of the HOA Board and have expressed concern with opening amenity centers for hosting events, as it may prove difficult for the operators of the amenity centers to maintain a clean and safe environment- especially when there is more than one event scheduled per day. Mr. Klein indicated that the HOA, Reserve and their respective operators have recommended that amenity center staff deny requests for the use of the amenity center until the end of the swimming pool season. Mr. Klein added that Ms. Tara MacLane, Onsite Manager, Blackhawk Amenity Center, called into the Lakeside WCID No. 2A Board meeting held earlier this evening and shared those opinions to that Board, as well. He noted that it had been suggested that the Lakeside District Boards reconsider reserving events at the amenity centers until after swimming pool season is over. Mr. Klein noted these sentiments were shared by the Reserve's representatives.

Mr. Klein noted that due to the meeting schedules of the Lakeside Districts, Lakeside WCID No. 1 ("Lakeside 1") is the final District to meet each month, often after input and decisions

have been made regarding the operation of the amenity centers. He noted that at the Lakeside 1 Board meeting in June, the Board asked him to share the opinions of that Board with the other Lakeside Districts. Specifically, there are Lakeside 1 Board members who feel that the Districts are obligated, as governmental agencies, to have District-owned recreational facilities open and support the right of District residents to use these facilities if they so choose to do so. He noted that the Lakeside 1 Board also believes that social distancing is a civic duty and implementing such safety measures are necessary. Mr. Klein stated that the proposed reopening plan accomplishes the goal of reopening District-owned recreational facilities; that maintains signage within and outside of its facilities; provides for proper sanitation; and includes measures to properly manage capacity limits.

Next, Director Garcia inquired whether anyone could provide guidance on building occupancy standards as it relates to the Blackhawk Amenity Center. He stated that until the HOA could conclusively determine the capacity limits for the Amenity Center, he recommended reservations for holding events be suspended. Mr. Klein noted that Lakeside WCID No. 2A's recommendation was to prohibit holding events at the amenity centers for the remainder of the summer season, as that was also Ms. MacLane's recommendation, who stated she had concerns about hosting events at the Blackhawk Amenity Center and maintaining a clean and safe environment. Mr. Klein reported that Ms. MacLane had also noted that most events take place after office hours when office personnel are not present. Mr. Klein reiterated the Governor's most recent proclamation prohibiting groups of more than 10 people from gathering, and it was likely that if the center did hold an event, it is likely that there would be more than 10 people in attendance. Director Garcia agreed with Lakeside WCID No. 2A's suggestion and noted that most events are held after 4:00 p.m. and amenity center staff would not be available to insure compliance with capacity limits, or other safety measures. He suggested that the Board adopt a similar stance with the regard to prohibiting the hosting of events at the amenity centers until after swimming pool season concludes. The remainder of the Board agreed with Director Garcia's suggestion. After discussion, upon motion by Director Garcia, seconded by Director Whittier, and unanimously carried, the Board approved the reopening plan, subject to modifications, including, but not limited to, prohibiting holding events at the amenity centers for the remainder of the summer season, as approved by the Board President.

The next item to come before the Board was to consider action in connection with the Amenity Center Project, including, but not limited to (i) engagement of Brad Marshall and (ii) approval of plans and specifications. Ms. Chambers presented this item. She noted that the engagement of architectural, engineering, and landscaping architectural consultants for the Project have been secured. She stated that the Lakeside Amenity Center Subcommittees had reviewed the Brad Marshall proposal, attached hereto as Exhibit "F", and recommended that the Board approve the engagement of Brad Marshall as a consultant to oversee certain aspects of the Project and serve as a liaison between the consultants and the Lakeside District participants. In this role, he would oversee the project and act as a filter to determine whether information being provided by the project's other consultants was accurate, consistent, and appropriate. She recommended, however, that Mr. Marshall revise his proposal, noting that his original proposal was addressed to both Lakeside WCID No. 2A and the HOA. Ms. Chambers advised Mr. Marshall to divide his proposal into two agreements, one between Mr. Marshall and all the Lakeside District participants, and a separate agreement between Mr. Marshall and the HOA. Mr. Marshall stated that he agreed with

Ms. Chambers’s assessment of the status of negotiations. Mr. Matthew Tiemann stated that the developer was in favor of the Lakeside District participants hiring Mr. Marshall due to his unique skillset and expertise in constructing these types of amenities.

Next, Ms. Chambers stated that the Lakeside Amenity Center Subcommittees reviewed a set of architectural and site plans prepared and presented to the Subcommittees by Duke C. Garwood Architects at the Subcommittees’ last meeting. She stated that the set of architectural and site plans were provided to the Board separately before tonight’s meeting, copies of which are attached hereto as Exhibit “G”. She stated that the Lakeside Amenity Center Subcommittees had approved these plans and recommended that the Board approve them, as presented. She noted that approval by the Board would allow the Project to obtain necessary approvals from Travis County to move the project forward. Ms. Chambers recommended that the Board approve the set of architectural and site plans as prepared and presented this evening. Mr. Matthew Tiemann stated that the developer was ready to move forward with the Project up to the start of the construction phase of the Project. After discussion, upon motion by Director Garcia, seconded by Director Tuttle, and unanimously carried, the Board approved Brad Marshall’s proposal, subject to dividing Mr. Marshall’s proposal into two agreements, one between Mr. Marshall and all the Lakeside District participants, and a separate agreement between Mr. Marshall and the HOA, and approved the set of architectural and site plans, as presented and recommended.

Director Horndt stated that the Board would next consider the payment of invoices and Bookkeeper’s report. Mr. Monzingo distributed a list of expenditures and money transfers, a copy of which is attached hereto as Exhibit “H”. Mr. Monzingo noted that a payment was made after last month’s Board meeting to the Travis Central Appraisal District for \$748.85. After discussion, upon motion by Director Tuttle, seconded by Director Whittier, and unanimously carried, the Board approved the payment of invoices, as presented.

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 Garcia, and unanimously carried, the meeting was adjourned at 6:47 p.m. until further call.

PASSED, APPROVED AND ADOPTED THIS 10th day of August, 2020.

[DISTRICT SEAL]



Kenneth Whittier, Secretary